

ENGLISH CASES.

EDITORIAL REVIEW OF CURRENT ENGLISH DECISIONS.

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COMPANY—SHARE CERTIFICATE—SEAL OF COMPANY—FORGERY OF DIRECTORS' SIGNATURES—PRINCIPAL AND AGENT—SCOPE OF EMPLOYMENT.

Ruben v. Great Fingall Consolidated (1904) 1 K.B. 650, was an action brought by the plaintiff to compel the defendant company to register the plaintiffs as holders of certain shares of the defendant company, of which the plaintiffs had obtained from the defendants' secretary a certificate of ownership under the seal of the company. The defence was that the certificate, although admittedly under the company's seal, had been issued by the secretary fraudulently for his own purposes, and that the signatures of two directors attached thereto were forgeries. The plaintiffs had advanced to the secretary, who claimed to be entitled to sell the shares, a considerable sum of money, the price of the shares, and had received from him in good faith the certificate in question without any notice of the fraud. Kennedy, J., held that the company were bound by the certificate which had been issued by their secretary in due course, and that the fact that the directors' signatures thereto had been forged was immaterial; he therefore gave judgment for the plaintiffs. The amount involved being very large no doubt the case will be heard of again in appeal.

LANDLORD AND TENANT—LEASE—NEGATIVE COVENANT—COVENANT NOT TO ASSIGN—PROVISO FOR RE-ENTRY.

In *Harman v. Ainslie* (1904) 1 K.B. 698, an appeal was brought from the decision of Wright, J. (1903) 2 K.B. 241 (noted ante vol. 39, p. 666), where he held that where there is a proviso in a lease for re-entry "if the lessor shall commit any breach of the covenants hereinbefore contained on his part to be performed" (there being both affirmative and negative covenants in the lease), such proviso only applies to affirmative covenants and does not extend to breaches of negative covenants, e.g., a covenant not to assign or sublet. This the Court of Appeal (Collins, M.R., and Romer and Mathew, L.JJ.) held to be erroneous. The case is important as there were dicta in favour of Wright's view.