

Then followed the decision of the Appellate Division of Ontario holding in *Edwards v. Blackmore* (1918), 42 O.L.R. 105, that the directors of a company have authority to carry on any business whatsoever, notwithstanding the limitations of the purposes and objects set out in the charter. Next the decision of the same Court in *Weyburn Townsite Co., Limited v. Honsburger* (1918), 43 O.L.R. 451, that a Provincial company has no authority to carry on business outside the incorporating Province unless duly authorized by a foreign jurisdiction. Undoubtedly this view was condemned by the Supreme Court of Canada, but it may be open to state that this precise question was not raised before that Court and the decision on the subject may be *obiter*.

Perhaps the most disconcerting situation is raised by a direct deduction from the decision of the Judicial Committee of the Privy Council in the *Insurance* case, *Attorney-General for the Dominion v. Attorneys-General for Alberta, et al.* (1916), A.C. 588, where it is held that foreign companies, extra Canada, are to be considered as aliens and exclusive jurisdiction respecting them rests with the Federal Parliament.

The result of these decisions undoubtedly is that no exact opinion can be given (1) with respect to the capacity of a Dominion company or a Provincial company incorporated by letters patent or with respect to the authority of the directors of such a company; (2) with respect to the capacity of a Dominion company in any Province with the exception of Quebec and Alberta; (3) with respect to the capacity of a Provincial company carrying on business outside its incorporating Province; and (4) with respect to any foreign company carrying on business in Canada.

It may be of assistance to consider briefly the development of Company Law in Canada. A complete statement of this growth in the Dominion and all the Provinces is unnecessary, as the questions under consideration arose in Ontario or in Ontario legislation, and our attention need be directed to legislation of Ontario and the Dominion alone.

The first general legislation of the Province of Canada was enacted in 1850, 13 and 14 Vict., ch. 28. In preparing this legislation precedents of the United States were taken, not those of the United Kingdom. General legislation passed in the United