

day the Courts freely extend relief by injunction where the restriction as to time or place is no more than is fairly and reasonably necessary for the proper protection of the covenantee. This principle applies with the same force when the transaction is for the sale of a professional business as distinguished from one in the nature of a trade.

Good will in general means that reputation which attaches to a man's business and may be the subject of a sale. True, the vendor cannot derogate from his own grant, yet there is nothing to prevent him from re-entering the field of competition unless the agreement stipulates otherwise. In all such instances, however, the vendor must act bona fide and must not wilfully injure or, by personal solicitation, defeat the rights of his vendee.

The question then arises, to what extent the vendor may re-establish himself in the community without interfering with the vendee to whom he has assigned the good will of his prior business. It is at this point that some Courts have drawn a distinction between the good will of a trade and that of a profession, alleging that in the former the good will attaches more to the nature of the business itself, while in the latter it adheres to and follows the person. But injunctions were granted either because the vendors had agreed to leave the field of their practice, the natural inference from which being they would not return, or because the vendors had been guilty of such wilful acts that the contract between the parties would have been rendered worthless without some interference by equity. In the principal case there was an agreement to sell the business, personal effects and good will of a chiropodist's establishment and nothing was said one way or the other about the vendor returning to the neighbourhood and re-entering the field. The vendor did come back, but in starting a new business conducted himself in such a manner as to destroy any good will which the vendee may have purchased. Yet the Court seemed to take the attitude that the mere act of returning was sufficient ground for their interference. It is submitted that the authorities upon which they base their decision do not warrant such a conclusion.

Whether or not a man engaged in the occupation of a chirop-