

me that he gets himself into a dilemma there. He may mean that the Act does not relate to civil rights at all. If so, it was an Act relating to property out of the province and so ultra vires. Or, he may mean that it did relate to "civil rights in the province" as he construes that phrase. If so, it is difficult to conceive of any Act of the legislature which would not be intra vires on the same reasoning.

The view presented would make s. 92 of the British North America Act redundant in two respects. The words "in the province" in clause 13 would be superfluous and clause 14, respecting maintenance, etc., of provincial courts, unnecessary, as Mr. Lefroy claims that full control over these courts is conferred by s. 13.

I trust that I will be pardoned for this brief digression from my point of departure. The importance of the question and the high authority which mooted it must be my excuse.

To return to the original question propounded by Mr. Labatt I would say that the legislature of a province having authority to incorporate "companies for provincial purposes" no rights of a foreign shareholder in a company so incorporated could prevent it making any laws affecting the latter which otherwise would be within its competence.

If the position is sound, that the civil rights out of the province must be enforceable out of the province to invalidate an Act relating to such rights, then I conceive *eadit questio*, for obviously no rights of a shareholder can be enforced elsewhere than in the province of origin of the company. But irrespective of that position the fact that the rights of a shareholder exist only in common with those of the body of shareholders, and that any proceeding to enforce such rights must be on behalf of all shareholders, shews, to my mind, that the civil rights, if any there are to be affected by legislation, must be those of the body of shareholders, that is, of the company itself, and so "civil rights in the province."

C. H. MASTERS.