

FALCONBRIDGE, C.J.

MARCH 19TH, 1906.

## TRIAL.

NATIONAL MALLEABLE CASTINGS CO. v. SMITH'S  
FALLS MALLEABLE CASTINGS CO.

*Trading Company—Contract—Consideration—Partly Executed Contract—Absence of Seal—Authority of President—Absence of By-law or Resolution—Ratification—Extra-provincial Corporation—Absence of License to do Business in Ontario—Pleading—Allowance of Time to Procure License.*

Action by an incorporated trading company, having their head office in the city of Cleveland, in the State of Ohio, against another incorporated company having their head office in Ontario, to recover \$60,000 damages for breach of a contract whereby defendants, as alleged, agreed to furnish to plaintiffs a large and continuous supply of malleable iron couplers for a period of 3 years, at prices named.

The defendants denied the contract; alleged that if what might be construed as a contract was entered into, such contract was not made by defendants, but by one Frost, the president of the company, who was not authorized either by resolution or by-law to bind the defendants by any such contract; that plaintiffs never accepted the alleged offer of defendants in such manner as to make the same a binding contract upon plaintiffs; that there was no consideration for the alleged contract; that the alleged contract, if otherwise valid, was void for want of mutuality of obligation; and defendants claimed the benefit of the Statute of Frauds and R. S. O. 1897 ch. 146, sec. 9.

J. H. Moss and C. A. Moss, for plaintiffs.

W. Cassels, K.C., and W. D. McPherson, for defendants.

FALCONBRIDGE, C.J.:—The objections raised by defendants are entirely technical, but, as has been remarked in several cases, though technical, if they are in accordance with the law, the Court is bound to give effect to them.

In this case, however, I think that I am not bound to give effect to any of them. Defendants are a trading corporation, and the contract is one specially relating to the objects and purposes of the company. In being pressed in