

therein," enacted by section 32 of chapter 26 of 7 & 8 Edw. VII. in amendment of the Liquor License Act, R.S.M. 1902, c. 101, applies equally whether the point from which the liquor is conveyed is within or without the local option territory.

Andrews, K.C., for defendant. *Graham*, for the Crown.

KING'S BENCH.

Robson, J.].

[April 27.

RE TOWN TOPICS COMPANY, LIMITED.

Company—Appointment of inspector to investigate affairs of company—Objects for which appointment made—Mismanagement of company—Winding-up company.

The object of s. 81 added to the Manitoba Joint Stock Companies Act, R.S.M. 1902, c. 39, by 4 & 5 Edw. VII. c. 5, providing for the appointment by a judge, if he deems it necessary, of an inspector to examine and report on the affairs of a joint stock company incorporated under the Act, on the application of shareholders, is simply that facts and circumstances not otherwise open may be disclosed to those concerned. *In re Grosvenor Hotel Co.*, 76 L.T. 337, followed.

A judge, therefore, should not make such an order unless it is made to appear that there is reason on substantial grounds to believe that material information regarding the affairs or management of the company is being concealed or withheld from shareholders, whose interests entitle them to the disclosure, and it is not sufficient to adduce facts tending to shew mismanagement by the directors.

The only course open to shareholders complaining of the management, who cannot change it, is to apply for a winding-up: *In re Sailing Ship "Kentmere" Company*, W.N. 1897, p. 58.

Fullerton, for applicants. *Manahan*, for company.

Metcalf, J.].

[April 29.

GOLD MEDAL FURNITURE CO. v. STEPHENSON.

Guaranty—Joint guarantors—Husband and wife—Undue influence—Liability for remaining guarantors when one declared not to be bound—Principal and agent—Warranty of authority of agent—Oral evidence to explain signature of document—Right of contribution between co-sureties—Estoppel—Construction of contract.