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ACTS
OF THE
PARLIAMENT
OF THE
DOMINION OF CANADA

PASSED IN THE SESSION HELD IN THE
SIXTY-SECOND AND SIXTY-THIRD YEARS OF THE REIGN OF HER MAJESTY
QUEEN VICTORIA

BEING THE
FOURTH SESSION OF THE EIGHTH PARLIAMENT

*Begun and holden at Ottawa, on the Sixteenth day of March, and closed
by Prorogation on the Eleventh day of August, 1899*



HIS EXCELLENCY THE RIGHT HONOURABLE
SIR GILBERT JOHN ELLIOT MURRAY-KYNNYMOND, EARL OF MINTO
GOVERNOR GENERAL

VOL. II.
LOCAL AND PRIVATE ACTS

OTTAWA
PRINTED BY SAMUEL EDWARD DAWSON
LAW PRINTER TO THE QUEEN'S MOST EXCELLENT MAJESTY
ANNO DOMINI 1899



62-63 VICTORIA.

CHAP. 50.

An Act to incorporate the Algoma Central Railway Company.

[Assented to 11th August, 1899.]

WHEREAS a petition has been presented praying that it Preamble.
be enacted as hereinafter set forth, and it is expedient
to grant the prayer of said petition: Therefore Her Majesty,
by and with the advice and consent of the Senate and House
of Commons of Canada, declares and enacts as follows:—

1. Edward V. Douglas, Frank S. Lewis and Walter P. Incorporation.
Douglas, all of the city of Philadelphia, in the state of
Pennsylvania, one of the United States, Francis H. Clergue,
Bertrand J. Clergue, Nelson Simpson and Henry C. Hamilton,
all of the town of Sault Ste. Marie, in the district of Algoma,
together with such persons as become shareholders in the
company, are hereby incorporated under the name of
“Algoma Central Railway Company,” hereinafter called Corporate name.
“the Company.”

2. The undertaking of the Company is hereby declared to Declaratory.
be a work for the general advantage of Canada.

3. The persons named in section 1 of this Act are hereby Provisional directors.
constituted provisional directors of the Company.

4. The capital stock of the Company shall be three million Capital stock.
dollars, and may be called up by the directors from time to time
as they deem necessary, but no one call shall exceed ten per
cent on the shares subscribed.

5. The head office of the Company shall be in the town of Head office.
Sault Ste. Marie, in the district of Algoma, in the province of
Ontario, or in such other place in Canada as is fixed by by-
law of the Company.

6. The annual meeting of the shareholders shall be held on Annual meeting.
the third Tuesday in September in each year.

Election of directors.

7. At such meeting the subscribers for the capital stock assembled, who have paid all calls due on their shares, shall choose not less than five nor more than twelve persons to be directors of the Company, one or more of whom may be paid directors.

Proxies to be shareholders.

2. No person other than a shareholder eligible to vote may vote or act as a proxy at any meeting of the Company.

Line of railway described.

8. The Company may lay out, construct and operate a railway of the gauge of four feet eight and one-half inches from a point at or near the town of Sault Ste. Marie, in the district of Algoma, on the St. Mary River, to a point on the main line of the Canadian Pacific Railway at or near Dalton station, and thence south-westerly to Michipicoten Harbour upon Lake Superior.

Powers of Company.

9. The Company, for the purposes of its undertaking, may—

Docks, etc.

(a.) erect and maintain docks, dock yards, wharfs, slips and piers at any point on or in connection with its railway, and all the termini thereof, on navigable waters for the convenience and accommodation of vessels and elevators ;

Elevators.

(b.) acquire and work elevators ;

Vessels.

(c.) acquire, and run steam and other vessels for cargo and passengers upon any navigable water which its railway may connect with ;

Electricity.

(d.) acquire and utilize water and steam power for the purpose of compressing air or generating electricity for lighting, heating or motor purposes, and may dispose of surplus power generated by the Company's works and not required for the undertaking of the Company ;

Patent rights.

(e.) acquire exclusive rights, letters patent, franchises or patent rights and again dispose of the same.

Telegraph and telephone lines.

10. The Company may construct, work and maintain a telegraph line and telephone lines along the whole length of its railway and branches, and may establish offices for the transmission of messages for the public ; and, for the purpose of erecting and working such telegraph and telephone lines, the Company may enter into a contract with any other company.

Arrangements with telegraph and telephone companies.

2. The Company may enter into arrangements with any other telegraph or telephone company for the exchange and transmission of messages, or for the working in whole or in part of the lines of the Company.

Rates to be approved.

3. No rates or charges shall be demanded or taken from any person for the transmission of any message by telegraph or telephone, or for leasing or using the telegraph or telephones of the Company, until such rates or charges have been approved of by the Governor in Council.

4. *The Electric Telegraph Companies Act* shall apply to the telegraphic business of the Company. R.S.C., c. 132.

11. The Company may issue bonds, debentures or other securities to the extent of twenty thousand dollars per mile of the railway and branches, and such bonds, debentures or other securities may be issued only in proportion to the length of railway constructed or under contract to be constructed. Bond issue limited.

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62-63 VICTORIA.

CHAP. 51.

An Act to incorporate the Arthabaska Railway Company.

[Assented to 10th July, 1899.]

WHEREAS a petition has been presented praying that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, declares and enacts as follows:—

Preamble.

1. Louis Lavergne, J. E. Girouard and Achille Gagnon, all of Arthabaskaville, Paul Tourigny, Désiré O. Bourbeau, and Achille Marchand, all of Victoriaville, and Philippe B. Dumoulin, of Quebec, together with such persons as become shareholders in the company, are hereby incorporated under the name of "The Arthabaska Railway Company," hereinafter called "the Company."

Incorporation.

Corporate name.

2. The undertaking of the Company is hereby declared to be a work for the general advantage of Canada.

Declaratory.

3. The persons named in section 1 of this Act are hereby constituted provisional directors of the Company.

Provisional directors.

4. The capital stock of the Company shall be five hundred thousand dollars, and may be called up by the directors from time to time, as they deem necessary, but no one call shall exceed ten per cent on the shares subscribed.

Capital stock and calls thereon.

5. The head office of the Company shall be in the village of Arthabaskaville.

Head office.

6. The annual meeting of the shareholders shall be held on the first Tuesday in October in each year.

Annual meeting.

7. At such meeting the subscribers for the capital stock assembled, who have paid all calls due on their shares, shall choose

Election of directors.

choose five persons to be directors of the Company, one or more of whom may be paid directors.

Line of railway described.

8. The Company may lay out, construct and operate a railway of the gauge of four feet eight and one half-inches, and utilizing steam, electricity or other motive power, from a point at or near Dudswell, on the Quebec Central Railway, in Wolfe county, thence through the townships of South Ham and North Ham, in Wolfe county, and in the parishes of Chester West, St. Christophe d'Arthabaska, Arthabaskaville, Victoriaville, Ste. Victoire d'Arthabaska, St. Valère de Bulstrode, St. Rosaire and Ste. Anne du Sault, in Arthabaska county, to a point called Maddington Falls, in the parish of Ste. Anne du Sault, on the north side of the Intercolonial Railway.

Bond issue limited.

9. The Company may issue bonds, debentures or other securities to the extent of twenty thousand dollars per mile of the railway and branches, and such bonds, debentures or other securities may be issued only in proportion to the length of railway constructed or under contract to be constructed.

Agreement with another company or Government of Canada.

10. The Company may enter into an agreement with the Grand Trunk Railway Company of Canada, the Maine Central Railway Company, the Quebec Central Railway Company or the Government of Canada for conveying or leasing to such company or Government the railway of the Company, in whole or in part, or any rights or powers acquired under this Act, as also the franchises, surveys, plans, works, plant, material, machinery and other property to it belonging, or for an amalgamation with such company, on such terms and conditions as are agreed upon, and subject to such restrictions as to the directors seem fit; provided that such agreement has been first approved by two-thirds of the votes at a special general meeting of the shareholders duly called for the purpose of considering it,—at which meeting shareholders representing at least two-thirds in value of the stock are present or represented by proxy,—and that such agreement has also received the sanction of the Governor in Council.

Approval of shareholders and Governor in Council.

2. Such sanction shall not be signified until after notice of the proposed application therefor has been published in the manner and for the time set forth in section 239 of *The Railway Act*, and also for a like period in one newspaper in each of the counties through which the railway of the Company runs, and in which a newspaper is published.

Notice of application for sanction.

Agreement to be filed with Secretary of State.

3. A duplicate of the agreement referred to in subsection 1 of this section, shall, within thirty days after its execution, be filed in the office of the Secretary of State of Canada, and notice thereof shall be given by the Company in the *Canada Gazette*, and the production of the *Canada Gazette* containing such notice shall be prima facie evidence of the requirements of this Act having been complied with.

11. If the construction of the railway is not commenced, and fifteen per cent on the amount of the capital stock is not expended thereon, within two years after the passing of this Act, or if the railway is not finished and put in operation within four years after the passing of this Act, then the powers granted by this Act or by *The Railway Act* shall cease and be null and void as respects so much of the railway as then remains uncompleted.

Time for
construction
limited.

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62-63 VICTORIA.

CHAP. 52.

An Act respecting the Atlantic and North-west Railway Company.

[Assented to 10th July, 1899.]

WHEREAS the Atlantic and North-west Railway Company Preamble.
has, by its petition, prayed that it be enacted as herein-
after set forth, and it is expedient to grant the prayer of the
said petition : Therefore Her Majesty, by and with the advice
and consent of the Senate and House of Commons of Canada,
enacts as follows :—

1. The Atlantic and North-west Railway Company may
complete the railway, which by its Act of incorporation, Time for
construction
extended.
chapter 65 of the statutes of 1879, it was authorized to con-
struct, or any portion thereof, within five years after the pass-
ing of this Act ; provided that as to so much thereof as is not
completed within that period, the powers of the Company
shall cease and determine.

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most Excellent Majesty.



62-63 VICTORIA..

CHAP. 53.

An Act respecting the Bedlington and Nelson Railway Company.

[Assented to 10th July, 1899.]

WHEREAS the Bedlington and Nelson Railway Company Preamble.
has, by its petition, represented that it was incorporated
by chapter 47 of the statutes of the province of British Colum- B.C., 1897.
bia of 1897, set forth in the schedule of this Act, and that it c. 47.
was thereby authorized to build a railway as therein men-
tioned; and whereas the said company has prayed that it be
enacted as hereinafter set forth, and it is expedient to grant the
prayer of the said petition: Therefore Her Majesty, by and
with the advice and consent of the Senate and House of
Commons of Canada, declares and enacts as follows:—

1. In this Act the expression “the Company” means the Declaratory.
body corporate and politic heretofore created by the Act
mentioned in the preamble under the name of the Bedlington
and Nelson Railway Company, and the works which the Com-
pany by its said Act of incorporation is empowered to under-
take and operate are hereby declared to be works for the
general advantage of Canada.

2. Nothing herein contained shall affect anything done, or Existing
rights not
affected.
any right or privilege acquired, or any liability incurred under
the said Act of incorporation up to and at the time of the
passing of this Act, to all of which rights and privileges the
Company shall continue to be entitled, and to all of which
liabilities the Company shall continue to be subject.

3. The Company may enter into an agreement with the Cana- Agreement
with another
company.
dian Pacific Railway Company, the British Columbia Southern
Railway Company, the Nelson and Fort Sheppard Railway
Company, the Kaslo and Slocan Railway Company, or the
Kaslo and Lardo-Duncan Railway Company, for conveying or
leasing to any of such companies the railway of the Company,
in whole or in part, or any rights or powers acquired under
this Act, as also the franchises, surveys, plans, works, plant,
material,

Approval of
shareholders
and Governor
in Council.

material, machinery and other property to it belonging, or for an amalgamation with such company, on such terms and conditions as are agreed upon, and subject to such restrictions as to the directors seem fit; provided that such agreement has been first approved by two-thirds of the votes at a special general meeting of the shareholders duly called for the purpose of considering it,—at which meeting shareholders representing at least two-thirds in value of the stock are present or represented by proxy,—and that such agreement has also received the sanction of the Governor in Council.

Notice of
application
for sanction.

2. Such sanction shall not be signified until after notice of the proposed application therefor has been published in the manner and for the time set forth in section 239 of *The Railway Act*, and also for a like period in one newspaper in each of the electoral districts through which the railway of the Company runs, and in which a newspaper is published.

Agreement
to be filed.

3. A duplicate of the agreement referred to in subsection 1 of this section shall, within thirty days after its execution, be filed in the office of the Secretary of State of Canada, and notice thereof shall be given by the Company in the *Canada Gazette*, and the production of the *Canada Gazette* containing such notice shall be prima facie evidence of the requirements of this Act having been complied with.

SCHEDULE.

STATUTES OF BRITISH COLUMBIA, 1897, CHAP. 47.
8TH MAY, 1897.

An Act to incorporate the Bedlington and Nelson Railway Company.

Whereas a Petition has been presented praying for the passing of an Act to incorporate a Company to construct and operate a railway, from a point near Bedlington, in the Province of British Columbia, to a point at or near the Town of Nelson, and branch lines in connection therewith, as hereinafter specified, with all necessary and proper powers, rights and privileges incidental thereto;

And whereas it is expedient to grant the prayer of the said Petition:

Therefore Her Majesty, by and with the advice and consent of the Legislative Assembly of the Province of British Columbia, enacts as follows:—

1. Alfred St. George Hamersley, Robert Garnet Tatlow and Joseph Walter McFarland, together with such other persons and corporations as shall hereafter, in pursuance of this Act, become shareholders of the Company hereby incorporated, are hereby constituted a body corporate and politic under the name of the “Bedlington and Nelson Railway Company,”

SCHEDULE, B. C. ACT—*Continued.*

(hereinafter called "the Company," which expression shall be deemed to include and comprehend the successors and assigns of the said Company).

2. The capital stock of the Company shall be one million dollars, divided into ten thousand shares of one hundred dollars each, which shall be applied first to the payment of all costs and expenses incurred in the passing of this Act, and the remainder for the purposes of the Company's undertaking, but the capital stock may be increased from time to time by a vote of a majority of the shareholders representing two-thirds in value of the subscribed capital of the Company present or represented by proxy at any meeting specially called for that purpose.

3. The shares of the Company shall be transferable in such manner and upon such conditions and subject to such restrictions as the by-laws of the Company may provide, and if no such by-laws or regulations are provided, then in manner prescribed by the "British Columbia Railway Act," and such shares may be granted and issued as paid-up shares for value received, or services rendered to the Company by engineers, contractors and other persons or corporations who have been or are engaged in promoting the undertaking, or for any other purposes in connection with the interests of the Company, and such shares shall be fully paid up and unassessable thereafter for any purpose.

4. The head office of the Company shall be at the City of Vancouver, or at such other place in the province of British Columbia as the Company may from time to time appoint.

5. So soon as two hundred and fifty thousand dollars of the capital stock shall have been subscribed and allotted, and ten per cent of the amount subscribed shall have been paid in to some chartered bank in Canada, the provisional directors shall call a meeting of the shareholders of the Company at the place where the head office is situate, at such time as they shall think proper, giving the notice prescribed by section 6 of this Act, at which meeting the shareholders who have paid 10 per cent on the amount of stock subscribed by them shall, from the shareholders possessing the qualifications hereinafter mentioned elect five directors (of whom three shall form a quorum for the transaction of business) who shall hold office until others are elected.

6. At least thirty days' public notice of any meeting of the shareholders of the Company shall be given by advertisements published in the *British Columbia Gazette* and at least one newspaper published in the place where the head office is situate, and by notice in writing to each shareholder, delivered to him personally or properly directed to him at his last known place of abode, in which notice shall be specified the place and the day and the hour of meeting. All such notices shall be published

SCHEDULE, B. C. ACT—*Continued.*

published at least weekly, and a copy of such *Gazette* and newspaper containing such notice shall, on production thereof, be evidence of the sufficiency of such notice.

7. The persons named in the first section of this Act shall be and are hereby constituted provisional directors of the Company, of whom three shall form a quorum for the transaction of business, and they shall hold office until the first election of directors under this Act, and shall have power to open stock books and procure subscriptions of stock for the undertaking, and to allot the stock and to receive payments on account of stock subscribed, to make calls upon subscribers in respect of their stock, and to sue for and recover the same and to cause plans and surveys to be made, and to receive for the Company any grant, loan, bonus or gift made to it, and to enter into any agreement respecting the conditions or disposition of any gift or bonus in aid of the railway, and with all such powers as under the "British Columbia Railway Act" are vested in ordinary directors to be elected as hereinafter mentioned, may, in their discretion, exclude any one from subscribing for stock, who, in their judgment, would hinder, delay or prevent the Company from proceeding with and completing their undertaking under the provisions of this Act; and if at any time a portion or more than the whole stock shall have been subscribed, the said provisional directors or board of directors shall allocate and apportion it amongst the subscribers as they shall be most advantageous and conducive to the furtherance of the undertaking, and in such allocation the said directors may, in their discretion, exclude any one or more of the said subscribers.

8. The first annual general meeting of the Company shall be held at such time as the directors of the Company determine, and all subsequent annual general meetings shall be held at such time as may be prescribed by the Company in general meeting, and if no other time is prescribed, the annual general meeting shall be held on the third Wednesday of October in each year, at which annual general meeting a board of five directors (of whom three shall form a quorum for the transaction of business), for the management of the Company's affairs, shall be elected.

9. It shall be lawful for the Company from time to time to make such by-laws as they may think fit for the purpose of regulating the conduct of the officers and servants of the Company, the remuneration of directors and for providing for the due management of the affairs of the Company in all respects whatsoever, and from time to time alter and repeal any such by-laws and make others; provided such by-laws be not repugnant to the provisions of this Act or of the "British Columbia Railway Act."

SCHEDULE, B. C. ACT—*Continued.*

10. The Company may purchase, hold, receive or acquire land or other property and also alienate, sell or dispose of the same.

11. The Company shall be entitled to borrow money on mortgage and bonds, or either.

12. The Company shall have (in addition to the powers conferred by the "British Columbia Railway Act") the following powers, viz. :—

(a.) To construct and operate telegraph and telephone lines for the purposes of its undertaking, and the Company may construct or acquire by purchase, lease or otherwise any other line or lines of telegraph connecting with the line so to be constructed along the line of the said railway ;

(b.) To construct wharfs, docks, elevators, dockyards, slips and piers, warehouses, station houses, offices and such other buildings as may be found requisite in carrying on the business of the Company ;

(c.) To build, acquire, own, charter, equip and maintain steam or other vessels for the purpose of carrying cars, freight and passengers, or for such other purposes as the Company shall determine.

13. No Act of this Legislature requiring the Company in case efficient means are devised for carrying telegraph, telephone or electric wires under ground, to adopt such means and abrogating the rights given by this Act to continue carrying lines on poles shall be deemed an infringement on the privileges granted by this Act.

14. No person shall be eligible as a director of the Company unless he is the owner of at least twenty-five shares in the capital stock of the Company and qualified to vote for directors at the election at which he is chosen ; but no director shall be disqualified from being elected or holding office by reason of his being connected directly or indirectly with any other company, or on account of his receiving any pay or remuneration for attending to the affairs of the Company in any capacity.

15. The directors of the Company by authority of the shareholders to them given by resolution at any general or special meeting for that purpose among others called, at which meeting shareholders representing at least two-thirds in value of the subscribed stock of the Company are present or are represented by proxy, may issue bonds under the seal of the Company for any sum not exceeding thirty thousand dollars per mile of railway, signed by the president or other presiding officer, and countersigned by the secretary or treasurer, and such bonds may be payable at such time and in such manner and at such place or places in Canada or elsewhere, and shall bear such rate of interest, not exceeding eight per cent per annum, as the directors may think proper ;

SCHEDULE, B. C. ACT—*Continued.*

and the directors shall have power to issue and sell all or any part of the said bonds at the best price and upon the best terms and conditions which at any time they are able to obtain, for the purpose of raising money for prosecuting the said undertaking.

16. The Company may, from time to time, for advances of money, pledge any stock, debentures or bonds, which under the powers of this Act can be issued for the construction of the railway or other purposes of the Company hereby authorized.

17. No calls shall be made at any one time for more than twenty per cent of the whole amount of subscribed stock, nor shall a greater amount than fifty per cent of the amount subscribed, be called in in one year.

18. The Company may lay out, construct, equip, maintain and operate a line of railway of standard or narrow gauge as the Company may determine, from a point at or near the International Boundary Line between this province and the United States of America, at or near the town of Bedlington, thence by the most feasible and available engineering route, to a point at or near the town of Nelson, with power to construct, maintain and operate branch lines, not exceeding twenty miles in a direct line from the main line, at any point or points along the said main line to all mines lying in the vicinity thereof, and the said line of railway with the branches that may hereafter be acquired or constructed shall constitute the line of railway herein called the "Bedlington and Nelson Railway."

19. The Company may undertake to transmit for profit any messages for the public by any of its line or lines of telegraph or telephone or any part thereof.

20. It shall be lawful for the Company, with the consent of the Chief Commissioner of Lands and Works to take from any public lands adjacent to or near the line of the said railway, all stone, timber or gravel, and other material which may be necessary or useful for the construction of the railway, and also where necessary to fill in upon any public lands.

21. The Company may make traffic or other arrangements with any other railroad, steamboat or navigation company or companies whose line of railway or undertaking communicates with or is contiguous to that of the Company, and which may be of mutual benefit to each other, and may enter into an agreement with such other company or companies for conveying or leasing to such company the line of railway of the company hereby incorporated in whole or in part, or any rights or powers acquired hereunder, and any assets of the company or for amalgamating with such company upon such terms and conditions as may be agreed upon.

SCHEDULE, B. C. ACT—*Concluded.*

22. The Company shall commence the construction of the main line of said railway within two years from the date hereof, and complete the same within five years from the date hereof; but failure to complete any portion of the said railway within the time limited in this section shall not prejudice the rights and privileges of the Company in respect of so much of the said railway as is constructed within the time hereinbefore limited.

23. The Company shall, within six months from the passage of this Act, deposit with the Provincial Government of British Columbia, a bond for the sum of three thousand dollars, not as a penalty, but as liquidated and ascertained damages due to Her Majesty, in the right of the Province of British Columbia, in case of default conditional that actual construction shall be commenced and prosecuted on the line of railway hereby authorized within the time specified.

24. The said Company shall have power to collect and receive all charges subject to which goods or commodities may come into their possession, and on payment of such back charges and without any formal transfer shall have the same lien for the amount thereof upon such goods and commodities as the person to whom such charges were originally due, and shall be subrogated by such payment in all the rights and remedies of such persons for such charges.

25. The clauses or sections of the "British Columbia Railway Act" shall, in so far as the Legislature of the Province has power to enact the same, apply to this Company in the same manner and to the same extent as if the same had been set forth clause by clause in this Act, save and except that in case of any conflict, inconsistency or repugnancy between the clauses of this Act and the clauses or sections of the said Railway Act so made a part of this Act, the clauses of this Act shall prevail and over-ride any clauses or sections of the Railway Act so incorporated herewith to the extent of any such conflict, inconsistency or repugnancy.

26. This Act may be cited as the "Bedlington and Nelson Railway Act, 1897."



62-63 VICTORIA.

CHAP. 54.

An Act respecting the Brandon and South-western Railway Company.

[Assented to 10th July, 1899.]

WHEREAS the Brandon and South-western Railway Company has, by its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Preamble.

1. Section 2 of the *Act to incorporate the Brandon and South-western Railway Company*, chapter 86 of the statutes of 1890, is hereby repealed, and the following is substituted therefor:—

1890, c. 86,
new sec. 2.

“2. The head office of the Company shall be in the city of Brandon.”

Head office.

2. Section 3 of the said Act is hereby amended by adding the following subsection thereto:—

Section 3
amended.

“2. The Company may also lay out, construct and operate a line of railway extending from some point on its line in the said township one in range twenty-four, thence westerly to the boundary of the province of Manitoba.”

Branch line.

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62-63 VICTORIA.

CHAP. 55.

An Act respecting the British Columbia Southern Railway Company.

[Assented to 10th July, 1899.]

WHEREAS the British Columbia Southern Railway Company has, by its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Preamble.

1. The British Columbia Southern Railway Company, hereinafter called "the Company," may complete the eastern section of its railway, namely, that portion thereof commencing at the junction of Summit Creek with Michel Creek, thence by way of Michel Creek to Elk River and the Upper Kootenay River, with power to go to the forty-ninth parallel and the Tobacco Plains, or any portion thereof, within five years after the passing of this Act; provided that as to so much thereof as is not completed within that period the powers of the Company shall cease and determine; and provided further that nothing in this section contained shall be held to affect any contract between the Government and the Company or the Canadian Pacific Railway Company as to the construction of any portion of the said line.

Time extended for completion of eastern section.
Proviso.
Proviso.

2. The Company may construct, acquire and operate a railway between a point on its line of railway in the neighbourhood of Fort Steele and a point at or near Golden on the Canadian Pacific Railway, by a route having the same general direction as the valleys of the Columbia and Kootenay Rivers, and a railway from its main line at a point about thirty-six miles west of the eastern boundary of British Columbia, thence southerly and easterly not exceeding ten miles, and such other branch lines from the British Columbia Southern Railway Company's main line, not exceeding in any one case thirty miles in length, as are from time to time authorized by the Governor in Council.

Connecting line authorized.

Time for
construction
limited.

3. The two railways first mentioned in section 2 of this Act shall be commenced within two years, and completed within five years after the passing of this Act, otherwise the powers hereby granted for the construction thereof shall cease and be null and void as respects so much thereof as remains uncompleted at the end of the said five years.

OTTAWA : Printed by SAMUEL EDWARD DAWSON, Law Printer to the Queen's
most Excellent Majesty.



62-63 VICTORIA.

CHAP. 56.

An Act respecting the Canada Southern Railway Company.

[Assented to 10th July, 1899.]

WHEREAS the Canada Southern Railway Company has, Preamble.
by its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. The times limited by the Acts respecting the Canada Southern Railway Company and the Erie and Niagara Railway Company, set forth in the schedule to this Act, for commencing and completing the lines or branches of railway authorized by such Acts, or any of them, are hereby continued and extended as follows:—The said lines or branches shall be commenced within two years and completed within five years from the fourth day of May, one thousand eight hundred and ninety-nine, and the powers conferred by the said Acts with respect to such lines and branches shall, if the said lines or branches are not commenced and completed as herein provided, be null and void as respects so much thereof as then remains uncompleted. Time for construction extended.

SCHEDULE.

Year and Chapter.	Title of Act.
27 Vic. (Prov. of Can.) c. 59.....	Known as the "Erie and Niagara Railway Company Act of 1863".
36 Vic. (Can.) c. 86.....	An Act to amend the Erie and Niagara Railway Company Act of 1863.
35 Vic. (Ont.) c. 48	An Act to confer further corporate powers on the Canada Southern Railway Company.
36 Vic. (Ont.) c. 86.	An Act respecting the Canada Southern Railway Company.

OTTAWA : Printed by SAMUEL EDWARD DAWSON, Law Printer to the Queen's most Excellent Majesty.



62-63 VICTORIA.

CHAP. 57.

An Act respecting the Canadian Northern Railway Company.

[Assented to 10th July, 1899.]

Preamble.

WHEREAS the Canadian Northern Railway Company by its petition has prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons, enacts as follows:—

1. The amalgamation agreement set out in schedule A to this Act is hereby confirmed, and the Canadian Northern Railway Company therein named is hereby declared to have been, on and after the 13th day of January, A.D. 1899, and to be, a company duly formed under the terms and conditions of, and possessing and being vested with all the powers, franchises, privileges, assets, rights, credits, effects and property mentioned in the said agreement and in section 4 of chapter 70 of the statutes of 1898.

Confirmation of a certain agreement for amalgamation.

2. The mortgage set out in schedule B to this Act is hereby declared to be valid, binding and effectual according to the terms thereof, and the same may be enforced, as therein provided, as fully and effectually as if the said terms were embodied in this Act.

Confirmation of a certain mortgage.

3. The time for the completion of the Company's lines of railway south of the Saskatchewan River is hereby extended for five years after the passing of this Act, and the time for the completion of its lines of railway north of the Saskatchewan River is hereby extended for seven years from the passing of this Act, and failing such construction the powers granted by Parliament shall cease and be null and void as respects so much of the said lines as then remains uncompleted.

Time for completion of line extended.

New lines
authorized.

4. The branch line authorized by section 3 of chapter 81 of the statutes of 1887 may be commenced at a point on the Company's line at or near Red Deer Lake, and the Company may lay out, construct and operate a line of railway from a point on the said branch within the town of Prince Albert to Edmonton, in the district of Alberta; also a branch line from a point on the said line to the Peace River, and a branch line from said point at or near Red Deer Lake Station to Lake Winnipegosis.

Declaratory
as to power to
issue bonds.

5. The Canadian Northern Railway Company has had and has power to issue and may issue bonds, debentures or other securities, secured in all or any of the following ways:

(a.) by mortgage upon any lands granted to the Company, or to which the Company may be or become entitled, in aid of its railway, or any portion thereof, by the Dominion of Canada, province of Manitoba or any municipality;

(b.) by mortgage second to the mortgage forming schedule B to chapter 49 of the statutes of 1897, and to the mortgage forming schedule B to this Act.

Limitation
of amount.

1888, c. 29.

Provided that the total issue of said bonds, debentures or other securities shall not exceed twenty thousand dollars per mile of the Company's railway and branches, and sections 93 to 97, inclusive, of *The Railway Act*, shall apply to the issue of such bonds, debentures or other securities; provided that anything excepted by special or general reference from the mortgages securing such bonds, debentures or other securities shall be also excepted out of the preferential claim and charge created by section 95 of the said Act.

Amalgama-
tion or pooling
with certain
companies
prohibited.

6. The Company shall not nor shall any of the branch lines thereof, or any line of railway leased by the Company or under its control, be at any time amalgamated with the Canadian Pacific Railway Company or any of its branch lines, or with any branch lines leased by the Canadian Pacific Railway Company or under its control; and such amalgamation and any arrangement for making a common fund or pooling the earnings or receipts of the said two railways, or their or any of their branch lines, or any railway lines or parts thereof, leased by the said companies or either of them, shall be absolutely void. This provision, however, shall not extend to traffic or running arrangements with the assent of the Governor in Council.

Exception.

SCHEDULE A.

AT THE GOVERNMENT HOUSE AT OTTAWA,
FRIDAY, 13th January, 1899.

Present: His Excellency in Council.

Whereas under the provisions of Chapter 70 of the Acts of the Parliament of Canada passed in the sixty-first year of Her Majesty's reign, (A. D. 1898) an application was duly made to His Excellency in Council for an Order approving of an agreement dated 20th December, 1898, made between the Winnipeg Great Northern Railway Company and The Lake Manitoba Railway and Canal Company for the amalgamation of those Companies under the provisions of the said Act;

And whereas the Minister of Justice has reported that the requirements of the said Act have been duly complied with and that the agreement of amalgamation (a duplicate original of which accompanies his report) is one which from a legal point of view may properly receive the approval of His Excellency in Council;

And whereas, it is expedient that the said agreement should be approved;

Therefore, His Excellency, by and with the advice of the Queen's Privy Council for Canada, is pleased to order, and does hereby order that the said agreement of amalgamation be and the same is hereby approved.

JOHN J. MCGEE,
Clerk of the Privy Council.

This indenture made the twentieth day of December, A. D. 1898, between The Winnipeg Great Northern Railway Company, hereinafter called The Winnipeg Company, of the first part; and The Lake Manitoba Railway and Canal Company, hereinafter called Lake Manitoba Company, of the second part.

Whereas the Winnipeg Company was incorporated by the Parliament of Canada, under the name of "The Winnipeg and Hudson's Bay Railway and Steamship Company;"

And whereas by the Act of said Parliament passed in the year 1887, being Chapter 81 of the Statutes of Canada of that year, the name of the said Company was changed to "The Winnipeg and Hudson's Bay Railway Company," and by sections 30 and 31 of the said Act power was conferred on said Company to enter into any agreement with any other Company, except The Canadian Pacific Railway Company, for amalgamation;

And whereas by the Act of the said Parliament passed in the year 1894, being Chapter 94 of the Statutes of Canada of that year, the said Company's name was further changed to "The Winnipeg Great Northern Railway Company";

And whereas under the authority of the Act of the Parliament of Canada passed in the year 1884, being Chapter 25 of

the Statutes of Canada of that year (being now section 90, Sub-section (c), of Chapter 54 of the Revised Statutes of Canada) the Governor General in Council by divers Orders in Council in that behalf, and by contract with the said Company dated 11th May, 1885, granted to the Winnipeg Company certain lands in aid of the construction of its line on the terms and conditions in said Order in Council and contract contained; the said lands and the rights of the said Company in respect thereof are hereinafter referred to as the said Company's "land subsidy;"

And whereas under the authority of Chapter 8 of the Statutes of the Parliament of Canada of 1895 a transport contract dated the 12th day of May, 1896, was entered into between Her Majesty and the Winnipeg Company for payment to that Company of the moneys mentioned therein on completion by the Company of the line of railway therein mentioned;

And whereas by an Act passed by the Parliament of Canada in the year 1898, intituled "An Act respecting the Transport Contract between Her Majesty and The Winnipeg Great Northern Railway Company," it was enacted that instead of a line to the Saskatchewan River the said Company might before the 31st of December, 1899, construct a line of railway commencing on the Lake Manitoba Company's line at a point between Dauphin Station and Lake Winnipegosis, thence towards the Swan River District northerly and westerly for 125 miles, and upon the Company giving its assent thereto the said transport contract should apply to the line thereby authorized instead of to the line mentioned in said contract, and that upon such assent the construction of the line by the said Act so authorized should entitle the Company to the payments under the said contract to which it would be entitled upon the construction of the line therein mentioned, and it was further enacted that the Company's land subsidy should apply to the line thereby authorized; the payments to be made under said contract and the Company's other rights thereunder are hereinafter referred to as the said Company's "Transport subsidy;"

And whereas by Order of the Governor General of Canada in Council of the 22nd day of October, A.D. 1898, the time limited by the previous Orders in Council respecting the said Company's land subsidy was extended to the 31st day of December, 1899;

And whereas the Winnipeg Company duly gave its assent to the said Act of 1898 and to the said contract applying to the line thereby authorized instead of to the line mentioned therein, and the said Company has commenced and is now carrying on the construction of the line so authorized;

And whereas the Lake Manitoba Company was incorporated by the Parliament of Canada, and by the Act of that Parliament passed in the year 1898, intituled "An Act respecting The Lake Manitoba Railway and Canal Company," the said

said Company was authorized to enter into an agreement for amalgamation with the Winnipeg Company, and by said Act it was enacted that such agreement might prescribe the terms and conditions of the amalgamation, and might provide for the mode of carrying the same into effect, the name of the amalgamated Company, the amount of the capital stock, the number of shares and the amount of each share, the place of the head office, the number of the board of directors, the names of the first directors and their term of office, the manner of converting the capital stock of each Company into that of the amalgamated Company, and such other or additional details as might be necessary or convenient to perfect the new organization and the after management and working thereof, and by the said Act it was further enacted that on and after the date of an Order of the Governor in Council approving of the said agreement the Companies parties thereto should be amalgamated, and should form one Company by the name in the said agreement provided and upon the terms and conditions thereof, and that the amalgamated Company should possess and be vested with all the powers, franchises, privileges, assets, rights, credits, effects and property, real, personal and mixed, of whatever kind and wheresoever situated, belonging to, possessed by or vested in each of the said Companies or to which each might be or become entitled ;

And whereas the authorized capital of the Winnipeg Company is \$15,000,000 and that of the Lake Manitoba Company is \$800,000 ;

And whereas the two Companies parties hereto have agreed to amalgamate upon the terms and conditions hereinafter set out, and this agreement has been duly submitted to the shareholders of each Company, as required by the Acts relating to the Companies, and the same has been duly accepted and approved by resolutions of such shareholders passed by the majorities required by said Acts ;

Now this indenture witnesseth as follows :—

1. The Winnipeg Company and the Manitoba Company hereby agree to amalgamate and do hereby amalgamate and form one Company upon the terms and conditions hereinafter set out.

2. The name of the amalgamated Company shall be “The Canadian Northern Railway Company.”

3. The amount of the capital stock of the amalgamated Company shall be sixteen millions of dollars (\$16,000,000.00) divided into one hundred and sixty thousand (160,000) shares of one hundred dollars (\$100.00) each.

4. The Head Office of the amalgamated Company shall be at the City of Toronto or at such other place as the Board of Directors may from time to time by by-law prescribe.

5. The number of the Board of Directors shall be five, with power to increase the same from time to time by by-law to any number not exceeding ten. The first Directors shall be

Frederic Nicholls, James Gunn, John M. Smith, Archibald J. Sinclair and Harcourt Vernon, all of the City of Toronto, and they shall hold office until the first annual meeting of the Company for the election of Directors or until their successors are appointed.

6. Each shareholder in the Winnipeg Company shall be entitled to receive and there shall be issued to him by the amalgamated Company, one share in the capital stock of the amalgamated Company, issued as fully paid up and free from calls and other liability, for every one hundred dollars, paid up upon the shares held by him in the capital of the Winnipeg Company.

7. Each shareholder in the Lake Manitoba Company shall be entitled to receive, and there shall be issued to him by the amalgamated Company, two shares in the capital stock of the amalgamated Company, issued as fully paid up and free from calls and other liability, for every one hundred dollars of fully paid-up stock held by him in the capital of the Lake Manitoba Company.

8. The amalgamated Company shall possess and be vested with all the powers, franchises, privileges, assets, rights, credits, effects and property, real, personal and mixed, of whatever kind and wheresoever situated, belonging to, possessed by or vested in the Winnipeg Company and in the Lake Manitoba Company, or to which the Winnipeg Company and the Lake Manitoba Company may be or become entitled.

9. The amalgamated Company shall become liable for, and shall assume, carry out, pay and discharge all the contracts, obligations, debts and liabilities of the Lake Manitoba Company and the amalgamated Company shall become liable for and shall assume and carry out the transport contract with Her Majesty the Queen above mentioned, and any contracts respecting the construction of the line of railway to which the said contract, by said Statute of 1898, is made to apply, and the extension of said line to the Saskatchewan River, also all contracts with the Government of Canada respecting the Winnipeg Company's land subsidy and the terms and conditions of all Orders of the Governor General in Council respecting the same; and the amalgamated Company shall become liable for and assume, carry out, pay and discharge any other contracts, obligations, debts or liabilities of the Winnipeg Company which the Board of Directors of the amalgamated Company may by resolution specify; but nothing in this agreement, or done in pursuance thereof, shall take away or prejudice any claim, demand, right, security, cause of action or complaint which any person has against the Winnipeg Company or the Lake Manitoba Company, nor shall it relieve such Company from the payment or performance of any debt, liability, obligation, contract or duty.

10. The Board of Directors of the amalgamated Company may make such settlements and compromises with the debenture

ture holders, creditors and others having claims against the Winnipeg Company on such terms as may be agreed on with the parties interested, and may, as the consideration or part thereof of such settlements and compromises, agree to issue and may issue stock in the capital of the amalgamated Company as fully paid up and free from calls or other liability.

11. The powers of the amalgamated Company respecting the issue of, and the sale, pledge and other disposition of, bonds, and the making of mortgages, securing the same, shall, with respect to the railways, rights, properties, franchises and otherwise of the amalgamated Company, be equal to but no greater than those now possessed by the Lake Manitoba Company.

12. The by-laws, rules and regulations of the Lake Manitoba Company shall, so far as applicable, be the by-laws, rules and regulations of the amalgamated Company, until repealed, amended, altered, or added to by by-laws, rules or regulations of the amalgamated Company.

13. An application shall be made to the Governor General in Council for an Order approving of the same, and upon such Order being made this agreement shall take effect.

In witness whereof this agreement has been duly executed by the parties hereto.

(Sgd.) JAMES GUNN,
Vice President.

[L.S.] (Sgd.) J. M. SMITH,
[Seal.] *Secy. (W. G. N. Ry. Co.)*

(Sgd.) FREDERIC NICHOLLS,
President.

[L.S.] (Sgd.) J. M. SMITH,
[Seal.] *Secy. (L.M. R. & C. Co.)*

IN PRESENCE OF:

(Sgd.) H. E. HARCOURT VERNON.

SCHEDULE B.

This indenture, made the First day of February, A.D., 1899, between The Canadian Northern Railway Company, hereinafter called the Company, of the first part; the Honourable Thomas Greenway, of the City of Winnipeg, Railway Commissioner of the Province of Manitoba, and the Honourable Robert Watson, of the same place, Minister of Public Works of the said Province, and their successors in the trust, hereinafter called the Trustees, of the second part; and Her Majesty the

Queen, hereinafter called the Government and herein represented and acting by the Railway Commissioner of the Province of Manitoba, of the third part.

1. Whereas the Company is a Company formed by the amalgamation of The Winnipeg Great Northern Railway Company, hereinafter called the Winnipeg Company, and The Lake Manitoba Railway and Canal Company, hereinafter called the Lake Manitoba Company, the agreement of amalgamation, dated 20th December, 1898, having been approved by Order of the Governor General of Canada in Council, made pursuant to the Statutes in that behalf and dated the thirteenth day of January, 1899 ;

2. And whereas under the said agreement and the Statutes pursuant to which it was made the Company became and is possessed of and is vested with all the powers, franchises, privileges, assets, rights, credits, effects and property, real, personal and mixed, of whatever kind and wheresoever situated, belonging to, possessed by or vested in the Winnipeg Company and the Lake Manitoba Company, or to which each might be or become entitled ;

3. And whereas by agreement dated the thirteenth day of May, 1898, made between the Government and the Lake Manitoba Company, pursuant to and under the authority of the Act of the Legislature of Manitoba, being Chapter 43 of the Statutes of Manitoba for the year 1898, the Lake Manitoba Company agreed to construct or cause to be constructed, completed and equipped the line of railway hereinafter mentioned, and the Government agreed to guarantee the payment of the principal and interest of the first mortgage bonds of the Company to the extent of eight thousand dollars per mile for the said line of railway ;

4. And whereas the Winnipeg Company was empowered, among other things, to lay out, construct and operate the line of railway hereinafter mentioned, with respect to which the bonds hereinafter mentioned are issued, and the Lake Manitoba Company pursuant to the said agreement duly caused the Winnipeg Company to commence and carry on the construction of the said line, and certain parts thereof were completed, and the amalgamated Company is now empowered to construct and complete and proposes to proceed with the construction and completion of said line, and to operate the same, and a contract for such construction has been duly entered into and the said line is now in course of construction thereunder, and it is necessary for the Company to issue its bonds for the purpose of raising money for prosecuting its undertaking ;

5. And whereas by the said agreement it was provided that, in case the Lake Manitoba Company became amalgamated with the Winnipeg Company, the amalgamated Company might, before, during or after the construction of the said line, be substituted for the Lake Manitoba

Company, when so amalgamated, in respect of the said guarantee ; and whereas the amalgamated Company has been so substituted ;

6. And whereas under the Acts relating thereto the Company is duly authorized to issue the bonds hereinafter mentioned and to secure the payment of the same by this mortgage ;

7. And whereas the said line is a line of railway commencing at a point on the line of railway of the Lake Manitoba Company, as constructed previous to said amalgamation, at or near the first curve eastward, north of Sifton Station, thence, in a northerly or north-westerly direction to a point on the south bank of the Saskatchewan River, which line is 196 miles in length or thereabouts ;

8. And whereas all necessary and requisite by-laws and resolutions of the Directors and Shareholders of the Company have been duly passed so as to make the issue of bonds hereby secured and the execution of these presents legal and valid and in accordance with the requirements of the Statutes relating to the Company and of all other Statutes and laws in that behalf ;

9. And whereas these presents have been duly submitted to and have been duly approved of by the Shareholders and Directors of the Company at meetings duly called and held to consider the same, and these presents are also satisfactory to the Government ;

NOW THIS INDENTURE WITNESSETH—

10. Wherever in these presents the Company is mentioned or referred to such mention or reference shall extend to and include its successors and assigns, and wherever the Trustees are mentioned or referred to such mention or reference shall extend to and include their successors in this trust and any other Trustee or Trustees who may be appointed or succeed to the trusts hereof.

11. The total amount of the issue of bonds hereby secured shall be at the rate of eight thousand dollars per mile, and no more, for each mile of the said line of railway. Each bond shall be for the sum of one hundred pounds sterling money of Great Britain. The said bonds shall be dated the first day of February, A. D., 1899. The principal money thereby secured shall be payable on the first day of February A. D., 1929, with interest at the rate of four per cent per annum, half-yearly, on the first days of August and February in each year during the currency of the said bonds ; all interest to be represented by coupons attached to the said bonds. The place of payment of both principal and interest shall be at the Bank of Scotland, in London, England. The form of bond shall be as follows or to the like effect :—

DOMINION OF CANADA.

PROVINCE OF MANITOBA.

Series A.

£.....

No.....

THE CANADIAN NORTHERN RAILWAY COMPANY.

FOUR PER CENT FIRST MORTGAGE BOND.

Guaranteed by the Province of Manitoba.

The Canadian Northern Railway Company, for value received, hereby promises to pay to the bearer hereof, or, if registered, to the registered holder, one hundred pounds, sterling money of Great Britain, on the first day of February, A.D., 1929, at the office of the Bank of Scotland in London, England, with interest thereon at the rate of four per cent per annum, payable half-yearly, at the said place, on the first days of August and February in each year, on the presentation and surrender of the interest coupons hereto annexed as they severally become due.

This bond is one of a series of like tenor and date, the total amount of which is at the rate of eight thousand dollars per mile, and no more, of the said Company's line of railway from a point near Sifton Station in Manitoba, thence in a northerly or north-westerly direction to a point on the south bank of the Saskatchewan River, a distance of 196 miles or thereabouts. The payment of principal of all of said bonds and interest thereon is secured by a deed of mortgage bearing even date herewith, duly executed by the Company, to the Honourable Thomas Greenway, the Railway Commissioner of the Province of Manitoba, and the Honourable Robert Watson, the Minister of Public Works of the said Province, and their successors in the trust, as Trustees, which conveys to the said Trustees by way of mortgage the said line of railway of the Company and the other premises and properties as in said mortgage described, but not including payments to be received from the Government of Canada under any transportation contract made in pursuance of Chapter 8 of the Statutes of Canada, 1895, and the Acts therein mentioned, and Chapter 10 of the Statutes of Canada of 1898, or any subsidies, gifts or bonuses, whether in land, money or otherwise, to which the Company is now or hereafter may become entitled.

And the payment of the principal of the said bonds and interest thereon is guaranteed by the Province of Manitoba as thereon endorsed.

This bond may be registered in the books of the Company at its head office, or at the office of the Bank of Scotland, London, after which no transfer, except upon the books of the

Company, at the place of registry, will be valid, but it is not to be deemed registered until the name of the holder is registered on the back of the bond as well as in the said books. A transfer in favour of bearer may subsequently be registered, after which this bond shall be transferable by delivery alone until again registered in the name of the holder.

This bond shall not become obligatory until it shall be certified by the Trustees for the time being under the said mortgage.

In witness whereof the Canadian Northern Railway Company has caused its seal to be hereto affixed, and these presents to be signed by its President and countersigned by its Secretary, this First day of February, one thousand eight hundred and ninety-nine.

.....
President.

Countersigned. [SEAL.]

.....
Secretary.

CERTIFICATE TO BE ENDORSED ON BOND.

“Certified by

.....
.....

Trustees.”

INTEREST COUPON.

“£2..0..0. Coupon No.....

The Canadian Northern Railway Company will pay the bearer two pounds sterling on the.....day of....., at the office of the Bank of Scotland, London, England, being half-yearly interest on bond No.....

Series A.
Secretary.”

GUARANTEE TO BE ENDORSED ON BOND.

“Under the provisions of 61 Victoria, Chapter 43, Statutes of Manitoba, 1898, the principal sum secured by the within bond, and interest thereon payable semi-annually for thirty years,

years, at the rate of four per cent per annum, is hereby guaranteed by the Government of Manitoba.

Dated the.....day of.....A.D., 1899.

.....
Provincial Treasurer."

12. For and in consideration of the premises, and for the purpose of securing the payment of the said bonds and the interest thereon, the Company doth hereby grant and convey unto the Trustees, their heirs and assigns, as joint tenants and not as tenants in common, that portion of the said Company's railway above described, viz., commencing at or near Sifton Station on the line of railway of the Lake Manitoba Company heretofore constructed, thence in a northerly or north-westerly direction to a point on the south bank of the Saskatchewan River, which line is hereinafter referred to as "the said railway," as the same is now located and constructed or in course of construction, and as the same may be hereafter located and constructed, which line is estimated at one hundred and ninety-six miles in length, or thereabouts; together with all the Company's property, comprising telegraph and telephone lines erected along the said railway or used in connection therewith and with all rights of way and station grounds, station houses, engine houses, freight sheds, machine shops and all other structures now held and acquired, or which hereafter may be held or acquired by the Company, its successors or assigns, for use in the construction, maintenance, operation and running of the said railway and telegraph and telephone lines, and also all locomotives, tenders, passenger, baggage, freight and other cars, and all other rolling stock, steam shovels and equipment whatsoever, and all machinery, tools and implements, and all supplies and materials now held or hereafter acquired by the Company, its successors or assigns, for constructing, maintaining, operating and repairing the said railway and telegraph and telephone lines, or any of the equipment or appurtenances thereof, and all tolls, incomes, rents, issues, profits and sources of money arising or to arise from the said railway and other property, except as hereinafter provided; and also all other privileges, powers, immunities; and all other corporate and other franchises in respect of the said railway now owned, held or enjoyed by the Company or hereafter to be held, owned or conferred upon it, its successors and assigns; also the earnings of that portion of the Company's line of railway constructed by The Lake Manitoba Railway and Canal Company before the formation of the amalgamated Company by the amalgamation of The Lake Manitoba Railway and Canal Company with The Winnipeg Great Northern Railway Company, which line of railway extends from the point of junction with The Manitoba and North-western Railway near Gladstone,

Manitoba, and extends in a northerly, north-westerly and north-easterly direction to a point on Lake Winnipegosis, after deducting from such earnings the working expenses of said line and the interest on the bonds issued by the Lake Manitoba Railway and Canal Company and secured by a first mortgage upon the said line, excepting, however, payments to be received from the Government of Canada under any transportation contract made in pursuance of Chapter 8 of the Statutes of Canada for 1895 and the Acts therein mentioned and Chapter 10 of the Statutes of Canada for 1898, and any subsidies, gifts or bonuses, whether in land, money or otherwise, to which the Company is now or may hereafter become entitled; also excepting the line of railway (about forty miles in length) constructed by The Winnipeg Great Northern Railway Company from a point at or near Winnipeg and running in a northerly and westerly direction; all which are hereby expressly excepted and reserved from the operation of this mortgage; and this mortgage is made subject to whatever prior charge on any part of the mortgaged premises may have been created by the mortgage dated August 1st, 1896, made by The Lake Manitoba Railway and Canal Company to the said Trustees, securing the issue of bonds therein mentioned.

To have and to hold the above described property, premises, things, rights, privileges and franchises acquired and to be acquired, and hereby expressed to be conveyed and intended so to be unto the Trustees, their heirs and assigns, according to the nature and quality thereof, as joint tenants and not as tenants in common, and to their successors in the said trust:

In trust, nevertheless, to and for the uses and for the purposes and conditions hereinafter set forth:

13. Until default shall be made in the payment of the principal or interest of the said bonds hereby secured, or of some one or more of them, or in respect of something herein required to be done, or some condition or covenant to be performed by it, the Company and its assigns shall be suffered and permitted to possess, manage and enjoy the said railway, and all other property expressed to be conveyed hereby, together with the equipment and appurtenances thereof, and the franchises appertaining thereto, and to take and use the rents, incomes, profits, tolls and issues thereof, in the same manner and with the same effect as if this deed had not been made, but subject or to be subject nevertheless to the lien of these presents.

14. In case default shall be made in the payment of any interest to accrue on any of the aforesaid bonds to be issued by the Company, when such interest shall become payable according to the tenor of such bond or the terms of any coupons thereto annexed, and such default shall continue for a period of six months, or in case default shall be made in the observance or performance of any other matter or thing in

these presents mentioned, and agreed or required to be observed and performed by the said Company, and such default shall continue for a period of six months after written notice thereof to the Company, then and from thenceforth, and in either of such cases, except as hereinafter mentioned, it shall be lawful for the Trustees, personally or by their or his attorneys or agents, to enter into and upon all and singular the railway and property hereby conveyed or intended so to be acquired or constructed, and to be acquired or constructed, or any part thereof; and thenceforth to have, hold, possess and use the said railway and property, and each and every part and parcel thereof, then subject to the lien of these presents, with full power for the period of three months thereafter, and afterwards until the sale and subsequent delivery of the said railway shall have been made as herein provided, to operate and conduct the business of the said railway, including all telegraph and telephone lines, by their superintendents, managers and servants or attorneys or agents, and to make, from time to time, all repairs and replacements, and such needful alterations, additions and improvements thereto as may seem to them to be judicious, and to collect and receive all tolls, fares, freights, incomes, rents, issues and profits of the same, and of every part thereof; or to lease to some other company the said railway and telegraph and telephone lines, with full power to such other company to operate and conduct the business of the railway and telegraph and telephone lines, and after deducting the expenses of operating the said railway and telegraph and telephone lines and conducting the business thereof, and of all the said repairs, replacements, alterations, additions and improvements, and all payments which may be made or may be due for taxes, assessments, charges or liens, prior to the lien of these presents upon the said premises, or any part thereof, as well as just compensation for their own services and for the services of such attorneys and counsel and all other agents and persons as shall have been by them employed, and all other charges and expenses reasonably incurred in or about the execution of the trusts or powers by this Indenture created, the Trustees shall apply the moneys arising from such collections and receipts, as aforesaid, to the payment of interest on the said bonds, but excluding all interest coupons which may have been paid by the Government of Manitoba under its guarantee, in the order in which such interest shall have become and shall become due, ratably, to the persons entitled to such interest, and if, after paying in full the interest which shall have accrued on the said bonds, a surplus of the moneys arising, as aforesaid, shall remain, and the principal of the said bonds shall not be due, and such surplus or any part thereof shall not be required, in the judgment of the Trustees, for the protection of the property, or to provide for the instalment of interest next thereafter to fall due, the same shall be

applied in payment of the interest coupons which may have been paid by the Government of Manitoba, and any surplus which shall remain after such payment shall be paid over to the Company or its assigns; but in case the principal of said bonds shall have become due, or shall have been declared by the Trustees to be due, under the provisions of paragraph 16 of this Indenture, the surplus arising, as aforesaid, shall be reserved, to be applied to the payment of said bonds, upon the sale of the said railway and premises as hereinafter provided.

15. In case default shall be made in the payment of interest on the said bonds, or any of them, as aforesaid, and shall continue, as aforesaid, for the period of six months thereafter; or in case default shall be made in the payment of the principal of the said bonds, or any of them, or any part thereof, when the same shall respectively become due and payable, and shall continue for a period of six months thereafter, it shall be lawful for the Trustees, after such entry as aforesaid, or after other entry, or without entry, personally or by their attorneys or agents to sell and dispose of the said railway, property and all and singular the property, rights and franchises hereinbefore particularly described and expressed to be conveyed, and which shall be then subject to the lien of these presents, at public auction in the City of Winnipeg, in the Province of Manitoba, and at such time as the Trustees shall appoint, having first given notice of the time and place of such sale, by advertisement, published not less than three times a week for three successive months, in one or more daily newspapers published in the Cities of Winnipeg, London (England), Toronto and Montreal. And, after such notice, it shall be lawful for the Trustees to make such sale, with or under any special conditions as to upset price, reserved bid, or otherwise, or as to receiving the price or consideration of such sale in whole or in part in bonds or interest coupons secured hereunder, which may be prescribed or authorized by the Bondholders in the manner hereinafter provided; also with power to rescind or vary any contract of sale that may have been entered into thereat, and re-sell with or under any of the powers herein. And the Trustees may stop, suspend or adjourn such sale from time to time, in their discretion, and if so adjourning, and after one month's notice thereof, published not less than three times a week for one month in the said daily newspaper or newspapers, make such sale with or under any of the powers herein, at the time and place to which the same shall be so adjourned, and make and deliver to the purchaser or purchasers of the said railway, property, or any part thereof, good and sufficient deed or deeds in the law for the same, which sale, made as aforesaid, shall be a perpetual bar, both in law and equity, against the Company and its assigns, and all other persons claiming the said premises or any part or parcel thereof, by, from or under the said Company or its

assigns. And, after deducting from the proceeds of such sale just allowances for all expenses thereof, including attorneys' and counsel fees, and all other expenses, advances or liabilities, which may have been made or incurred by the Trustees in operating or maintaining the said railway and property, or in managing the business thereof, and all payments by them made for taxes and assessments, and for charges and liens prior to the lien of these presents on the same or any part thereof, as well as reasonable compensation for their own services, and any other expenses or charges referred to in paragraph 14, it shall be lawful for the Trustees, and it shall be their duty, to apply the residue of the moneys arising from such sale to the payment of the principal and accrued and unpaid interest on all the said bonds which shall then be outstanding, without discrimination or preference as between principal and accrued and unpaid interest, or as between the holders of the said bonds or of any coupons issued therewith, but equally and ratably and to all such bond and coupon holders, excluding, however, any bonds and interest coupons paid by the Government of Manitoba; and if, after the payment and satisfaction of said bonds, principal and interest, a surplus of the said proceeds shall remain, the same shall be applied in payment of the bonds and coupons which may have been paid by the Government of Manitoba, and if any surplus thereafter to pay such surplus to the Company or its assigns. And it is hereby declared and agreed that the receipt of the Trustees shall be a sufficient discharge to the purchaser or purchasers at such sale for his or their purchase money; and that after payment of such purchase money, and having such receipt, such purchaser or purchasers shall not be obliged to inquire into the application of such purchase money upon or for the trusts or purposes of these presents, or be in any manner whatsoever answerable for any loss, misapplication or non-application of such purchase money, or of any part thereof, nor shall he or they at any time be obliged to inquire at any time into the necessity, expediency or authority of or for any such sale.

16. In case default shall be made in the payment of any half-yearly instalment of interest on any of the said bonds, when such interest shall become payable according to the tenor of such bond, or of any coupon thereto annexed, and such instalment of interest shall remain unpaid and in arrear for a period of six months after the same shall have become payable as aforesaid, and been demanded, and such default shall continue for six months thereafter, then and from thenceforth the principal sum of each of the bonds aforesaid shall, upon a declaration of the Trustees to that effect, made upon the request hereinafter provided for, become and be immediately due and payable, notwithstanding that the time limited in the said bonds for the payment thereof may not then have elapsed; but such declaration shall not be made by the Trustees unless a majority in interest of the holders of all the bonds aforesaid

which shall then be outstanding, and upon which default in the payment of interest shall have been made and shall be continuing, shall have requested the Trustees so to do, by an instrument in writing under their hands and seals, or by a vote at a meeting duly convened and held as hereinafter provided at any time before the actual payment and acceptance of the interest in arrear, have instructed the Trustees to declare such principal sum due; and such majority of the Bondholders as aforesaid shall have the power to cancel any declaration already made to that effect, or to waive the right so to declare, on such terms and conditions as such majority in interest shall prescribe; provided, always, that no act or omission either of the Trustees or of the Bondholders in the premises shall extend to, or be taken in any manner whatsoever to affect, any subsequent default, or the rights resulting therefrom.

17. It shall be the duty of the Trustees, but subject always to the provisos in paragraph 15 contained, to exercise the power of entry hereby granted, or the power of sale hereby granted, or both, or to proceed by suit or suits in equity, or at law, to enforce the rights of Bondholders in the several cases of default herein specified, on the part of the Company or its assigns, in the manner, and subject to the qualifications herein expressed, upon the requisition of Bondholders as herein prescribed, as follows:

1. In case default shall be made in the payment of any semi-annual instalment of interest to accrue on any of the said bonds to be issued as herein provided, and such default shall continue as aforesaid for a period of six months, then and in every such case, upon a requisition in writing signed by the holder or holders of said bonds to an aggregate amount of not less than one-fifth of the amount of said bonds then outstanding, and adequate and proper indemnification of the Trustees against the costs, expenses and liabilities to be by them incurred, it shall be the duty of the Trustees to proceed to enforce the rights of the Bondholders under these presents, by such proceeding authorized by these presents or by law, as they shall be in such requisition directed to take by the said proportion of Bondholders; or, if such requisition contains no such direction, then by entry, sale, or suit or suits in equity or at law, as they, being advised by counsel learned in the law, shall deem most expedient for the interest of the holders of said bonds; the rights of entry and sale hereinbefore granted being intended as cumulative remedies, additional to all other remedies allowed by law for the execution and enforcement of the trusts hereof; provided, nevertheless, that it shall be lawful for a majority in interest of the holders of said bonds for the time being, by an instrument under their hands and seals, or by a vote at a meeting duly convened and held as hereinafter provided, to direct the Trustees to waive such default, upon such terms as may be directed by such majority in such instrument, or by such vote, if required under the conditions hereof. And

it is hereby provided and expressly agreed that no holder of bonds or coupons, secured to be paid hereby, shall have the right to institute any suit or proceeding for the foreclosure of this Indenture, or the execution of the trusts thereof, except upon and after the refusal or neglect of the Trustees hereunder to proceed to act in the premises, upon requisition and indemnification as aforesaid; but it shall nevertheless be lawful for a majority in interest of the holders of said bonds, for the time being, to direct the party or parties bringing any such suit or proceeding, to waive the default or defaults, on which it is founded, in like manner as is hereinbefore provided for a direction to the Trustees to waive default. And it is hereby further declared and provided that no action, taken by the Trustees or by the Bondholders under this clause, shall prejudice or in any manner affect the powers or rights of the Trustees, or of the Bondholders, in the event of any subsequent default or breach of condition or covenant herein.

2. If the Company shall make default or breach in the performance or observance of any other condition, obligation or requirement by the said bonds or by this present deed imposed upon them, then and in such case the Trustees shall, upon a requisition in a manner aforesaid, of not less than one-fifth in interest of the Bondholders, for the time being, and upon adequate and proper indemnification of the Trustees against the costs, expense and liabilities to be by them incurred, proceed to enforce the rights of the Bondholders under these presents in the manner by the first clause of this Article provided, subject to a power in such majority at any time to direct in manner aforesaid, the Trustees to waive such default or breach, upon due reparation therefor to the satisfaction of such majority being made. And it is hereby provided that no action taken by the Trustees or by the Bondholders, under this clause, shall prejudice or in any manner affect the powers or rights of the Trustees or of the Bondholders, in the event of any subsequent default or breach of condition or covenant herein.

18. The Trustees shall at all times during the continuance of the trust hereby created, have power and authority, to be exercised in their own discretion and not otherwise, to convey or release from the lien and operation of these presents, to any party who may be designated in writing by the Company to receive the same, any portion of the lands and premises which are conveyed hereby, or which are at any time acquired or held by the said Company or its assigns for use in connection with the said railway and telegraph and telephone lines or extension thereof, or the construction, maintenance or operation thereof, but which in the judgment of the Trustees it shall be unnecessary longer to retain for use in connection therewith. And the Trustees shall also have power and authority to allow the Company or its assigns from time to time to dispose of, in its discretion, any or any part of the locomotives, tenders, passenger, baggage, freight and other cars and other rolling

stock, steam shovels, and equipment, machinery, tools and implements required or held for the use of the said railway and telegraph and telephone lines or the extension thereof as shall become unfit or unnecessary for such use.

19. In the event at any time of the interest upon the said bonds remaining unpaid and owing, then at the next ensuing annual general meeting of the Company all the holders of the bonds hereby secured shall have and possess the same rights and privileges and qualifications for directors and for voting as are attached to Shareholders; provided that the bonds and any transfers thereof shall have been first registered in the same manner as is provided for the registration of shares; and it shall be the duty of the Secretary of the Company to register the same on being required to do so by any holder thereof.

20. All bonds hereby secured shall be payable to bearer, and negotiable and pass by delivery unless registered for the time being in the name of the owner thereof in the manner hereinafter provided; and the Company shall keep at its head office or at its transfer office in the Counting House of the Bank of Scotland, in the City of London, England, a Bond Register in which every holder of a bond shall be entitled to have his name and address and the number of the bond held by him entered, upon presenting at either of the said places a written statement of the said particulars and verifying his title to such bond by production thereof; and every registration of ownership shall be properly certified on the bond. After such registration of ownership of any such bond so certified thereon, no transfer shall be made or shall be valid except in writing, in a suitable transfer book to be kept by the Company at the said place for such transfers, signed by the party registered as the owner thereof for the time being, or his legal representatives, or his or their agent or attorney thereunto duly authorized. And the fact of every such transfer shall be entered upon the said last-mentioned transfer book, so as to show the number of the bond transferred, and the name and address of the transferee, unless any such transfer shall be to bearer, in which case it shall be so entered; and every such transfer shall be noted on the bond, and if the last transfer be to bearer, it shall restore to it transferability by delivery; but every such bond shall be subject to successive registrations and transfers to bearer as aforesaid, at the option of each holder.

21. The Company shall from time to time and at all times hereafter well and truly defend and keep harmless and fully indemnify the Government against all loss, costs, charges, damages and expenses which the Government may at any time or times hereafter bear, sustain or be put to for, by reason or on account of the Company failing to pay the said coupons and bonds or any of them.

22. In the event of the Government under the terms of its guarantee paying the interest coupons upon such bonds, or any

of them, or paying the said bonds themselves or any of them, the Government shall be subrogated to all the rights of the holders of such coupons and bonds so paid by the Government, and the Government shall in such event be deemed to be purchasers of such coupons and bonds so paid, and shall have all the rights and remedies which are provided in this instrument for the protection of original holders of such bonds, and the trustees shall in such event be deemed to be trustees for the Government in respect of the coupons and bonds so paid by the Government, and may be called upon by the Government to exercise and shall then exercise all the powers and remedies herein provided in the event of any default in payment on the part of the Company so as to fully secure payment and recoupment to the Government of any and of all coupons and bonds paid by it under the terms of the said guarantee. And the Trustees shall in such event and upon being requested so to do have the right to apply to a court of competent jurisdiction for and to secure the appointment of a receiver of the undertaking, assets and revenues of the Company.

23. Provided, however, that no steps shall be taken by the said Trustees or by the Government to enforce the payment by the Company to the Government of any instalment of interest paid by the Government before the expiration of four years from the completion of the said railway unless and until the certificate of the Chief Justice of the Court of Queen's Bench of Manitoba has been given that during the financial year in which such certificate is given there have been net earnings of the Company over and above the working expenses of the railway, and that such net earnings or some part thereof have not been applied in payment of interest upon the said bonds guaranteed by the Government. And in the construction of this mortgage the term "Working Expenses" shall in no case be held to include the salary of any officer or employee whose time is not wholly employed bona fide in the operation or management of the said railway except that as to officers and employees whose services are necessary or desirable but whose whole time is not fully taken up in the service of the Railway Company under the head of "Working Expenses" there shall be included a reasonable remuneration for the time actually expended and services actually rendered by such officer or employee to the Company in connection with the operation or maintenance of the railway, and that under the term "Working Expenses" there shall not be included any expenses, payments or outgoings not reasonably necessary for the efficient management, maintenance, operation and repair of the said railway.

24. The said Chief Justice shall have full power to decide what are proper working expenses, and in so deciding may take evidence or consult with experts and use his own judgment in coming to a decision, and the decision of the Chief Justice thereon shall in any and all cases be final and binding

without appeal. Three months' notice of any application for the granting of a certificate by the Chief Justice as aforesaid shall be given to the Company by leaving the same at its head office or by publishing the same in a daily newspaper of the City of Winnipeg.

25. Provided further, however, that the said Trustees shall not take any steps for the sale of the said railway or for the foreclosure of this mortgage or other steps which would have the effect of returning to the Bondholders the principal or part of the principal of their bonds before the maturity thereof at the instance of the Government or its assigns or any person acting on their behalf or in their interest, until the principal money of the said bonds is to become due in accordance with the terms of such bonds, or has been declared by the Trustees to be due under the provisions of paragraph 16 of this Indenture, it being agreed and intended that the principal money of the said bonds shall not be called in at the instance of the Government until the principal money of the said bonds becomes due according to the terms thereof or has been declared by the Trustees to be due under the provisions of paragraph 16 of this Indenture, and that no proceedings by way of sale, foreclosure or otherwise which would have the effect of returning to the Bondholders the principal or part of the principal of their bonds before the maturity thereof shall be taken at the instance of or on behalf of or in the interests of the Government, and that any interest and coupons not paid by the Government under the terms of the said guarantees shall be paid in priority to the claim of the Government for any interest paid under the terms of the guarantee.

26. The Trustees, or any Trustee hereunder, may take such legal advice and employ such assistance as may be necessary in their judgment to the proper discharge of their duties, and shall be entitled to reasonable compensation for any and all services which may hereafter be rendered by them, or either of them, in said trust, which compensation the Company hereby promises and agrees to pay; but in case the Company should make default in such payment, the same shall be retained by the Trustees out of any trust moneys coming into their hands.

27. The Trustees shall not, nor shall any Trustee hereunder, be answerable for the default or misconduct of any agent or attorney by them appointed under or pursuant to these presents, if such agent or attorney be selected with reasonable care, nor for any error or mistake made by them in good faith, but only for personal misconduct or gross negligence in the execution of said trusts, and not the one for the other or others of them, or the acts or defaults of the other or others.

28. The Trustees shall be the parties who occupy the offices of Railway Commissioner and Minister of Public Works in the Province of Manitoba, and their successors in such offices from time to time, and, in the event of those offices becoming vacant, then the Government shall have power to appoint

such person or persons as to the Government may seem meet to be Trustees under the terms of this mortgage, and on such appointment each person so appointed shall, and on a successor in such office succeeding thereto, he shall be vested with the same powers, rights and interests, and charged with the same duties and responsibilities as if he had been named among the parties of the second part to this instrument in place of the Trustee whom he succeeds, without any further assurance, conveyance, act or deed; but in the event of any conveyance or other instrument being thought necessary or suitable for the purpose of assuring the new Trustee so appointed a full general estate in the premises, then the company shall forthwith execute the same.

29. Meetings of the Bondholders under this deed of trust may be called in such mode as may be fixed by regulations prescribed or established by the Bondholders; and the Bondholders may vote at such meetings personally or by proxy; and the quorum may be defined, and such other regulations or by-laws in respect of such meetings may be from time to time established, altered or repealed by the Bondholders, acting by the majority in interest, as to them shall seem expedient; and until the Bondholders shall define the quorum, and make such regulations or by-laws, such powers may be exercised by the Trustees. And the Trustees shall have the right, at or before any meeting of Bondholders, to require that any act or resolution of the Bondholders affecting the duties of the Trustees, shall be authenticated by the signatures of all the persons assenting thereto, as well as by a minute of the proceedings of the meeting. And whenever, and as often as any contingency shall arise, in which the action of the holders of the bonds secured hereby shall be necessary, or in which the said Bondholders are herein declared to have any discretionary voice or power; it shall be the duty of the Trustees, and such Trustees shall be and are hereby authorized and required to call a meeting of the holders of bonds secured hereby, to be held at any city in Canada, and in the absence of any regulation or by-law determining the notice to be given of such meeting, it shall be notified to the Bondholders by advertisement (the expenses whereof shall be a liability of the Company, and may be defrayed, if necessary, from the trust fund) to be published three times in each week for six weeks, in one or more daily newspapers of good circulation among the business community of the Cities of Winnipeg, London (England), Toronto and Montreal, and in default of such meeting being called by the Trustees within thirty days after notification to them in writing by any Bondholder of the necessity therefor, or in case the trust shall be wholly vacant, it shall be competent for any holder or holders of said bonds, to the aggregate amount of at least one-fifth of the entire outstanding bonds of the Company, to call such meeting; and at such meeting so convened, the holders of the said bonds shall

be competent to exercise in person, or by proxy, by the vote of the majority in interest of those present or represented at such meeting, all the powers and authority conferred upon them by these presents. But until otherwise provided, pursuant to the provisions of this instrument in that behalf, a majority in interest of the holders of the outstanding bonds for the time being, shall be required to constitute a quorum at any such meeting.

30. Each of the Trustees hereby accepts the trusts hereby created and agrees to discharge the same unless and until he be legally discharged therefrom either by resignation or removal as hereinbefore provided or otherwise.

31. If the Company, or its assigns, shall pay the principal of each and every of the bonds secured by this instrument when the same shall become payable, and all interest coupons thereon as they shall from time to time mature, according to the tenor of such bonds and coupons respectively, and shall well and truly do and observe every other matter and thing provided or mentioned in these presents to be by them or either of them done or observed, then and in that case all the estate, right, title and interest of the Trustees by these presents created shall cease, determine and become void; otherwise the same shall remain in full force and virtue. And upon any such determination of such interest, the Trustees shall execute such re-conveyance and re-assignment of the premises as may be necessary or expedient.

32. And the Company, for itself and its assigns, hereby covenants and agrees to and with the Trustees, and their successors in the trust created by these presents, that the bonds hereby secured or intended so to be, shall be issued only at such times and in such amounts as hereinbefore limited; that the said Company will, in each and every year ensuing the date hereof, faithfully use and apply the net earnings and income to be from time to time derived from said railway, branches and extensions, or from any part thereof (after discharging its obligations upon or with respect to prior liens thereon), or so much of such net earnings and income as may be necessary for that purpose, to the payment of the interest accruing in such year, on said bonds, when the same shall become due, until all the said bonds shall be fully paid and satisfied; and that it will seasonably, in each and every year, pay and discharge all taxes and assessments of every description which may be lawfully imposed, levied or assessed upon all or any part of the franchises or other property herein and hereby conveyed, or intended or contemplated so to be, which may not be covered by the exemption from taxation under the said recited Act, so as to keep the mortgaged premises free and clear from any encumbrance by reason thereof; and that it will, from time to time, and at all times hereafter, and as often as thereunto requested by the Trustees, under this indenture, execute, deliver and acknowledge all such

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further deeds, conveyances and assurances in the law, for the better assuring unto the Trustees, upon the trusts herein expressed, the railway aforesaid, acquired and to be acquired, constructed and to be constructed, together with their equipment, appurtenances and franchises, and all and singular the lands, property and things hereinbefore mentioned or described, acquired and to be acquired, and granted or conveyed, or agreed or intended or contemplated to be granted or conveyed to the Trustees, or their successors in the trust created by these presents, as by the Trustees, or by their counsel learned in the law, shall be reasonably advised, devised or acquired, so that the Trustees or their successors in the trust and their assigns may become fully possessed of and entitled to the same.

33. The Company for itself and its assigns hereby covenants and agrees to and with the Trustees and their successors in the trust created by these presents and with the Government as follows:

(a.) At all stations upon the said railway there shall always be permitted the loading of grain into cars from farmers' vehicles or flat warehouses, subject to reasonable regulations made by the Company, and at all reasonable times during the period of the guarantee hereinbefore referred to, proper facilities therefor shall be afforded.

(b.) No lease, agreement, contract or transaction shall be at any time entered into the effect of which will be to interfere with or prevent the fulfilment of the various covenants herein entered into, on the part of the Company.

(c.) No lease of the said railway, no contract for running powers or wheelage over the said railway, no traffic contract or contract for the operation of the said railway, made or entered into during the currency of the said bonds without the consent of the Government shall be valid as against the Government after default made by the Company in payment of interest on any of the bonds so guaranteed by the Government.

(d.) During the currency of the said bonds, the said line of railway shall be preserved in a proper and efficient state of repair and equipment, and it shall be efficiently and regularly operated.

(e.) Proper and correct books of account shall be kept by the Company which shall show all the transactions of the Company, and particularly shall clearly exhibit a statement of the working expenses of the said railway and the earnings thereof, and all earnings properly applicable to the said railway, whether the same is further extended or connected with another railway or other railways or not, and the Company shall deliver to the Government within one month after the 31st day of December in each year after the date hereof a statement of such working expenses and earnings in such detail as shall be required by the Government.

(f.) All reasonable facilities shall be furnished to any other railway company for the receiving and forwarding and delivering of traffic upon and from the line of railway belonging to or worked by such companies respectively, and for the return of carriages and cars and no undue or unreasonable preference or advantage shall be made or given to or in favour of any particular person or company or any particular description of traffic in any respect whatsoever, nor shall any particular person or company or any particular description of traffic be subjected to any undue or unreasonable prejudice or disadvantage in any respect whatsoever, and all due and reasonable facilities for receiving and forwarding over the said railway of the traffic arriving by such other railway or railways shall be forwarded without any unreasonable delay and without any such preference or advantage or prejudice or disadvantage as aforesaid, and so that no obstruction is afforded to the public desirous of using such railway as a continuous line of communication and so that all reasonable accommodation by means of the railways of the several companies is at all times afforded to the public in that behalf, and any agreement made between the said Company or its assigns and any other company or its assigns and any other company contrary to the provisions of this instrument or anything therein contained shall be null and void.

(g.) If requested so to do by the Government, the Company will make an application to the Parliament of Canada for an Act to ratify and confirm and make binding upon the Company and its assigns everything herein contained, and the parties hereto covenant that they will assist and promote in every way in their power such application and the obtaining of the passage of the said Act.

(h.) The Government shall be entitled to take proceedings by way of injunction to prevent the infringement of any of the terms or provisions of this instrument, and in the event of the Company failing to fully and completely perform all such terms and provisions, the Government shall be entitled to enforce such performance.

In witness whereof the Company has caused its corporate seal to be hereunto affixed and these presents to be signed by its President and Secretary; and the Trustees, to evidence their acceptance of the said trust, have likewise signed and sealed
these

these presents ; and the Government have also caused these presents to be executed under the hand and seal of the Railway Commissioner of the Province of Manitoba.

SIGNED, SEALED AND DELIVERED } THE CANADIAN NORTHERN
BY THE COMPANY } RAILWAY COMPANY. [L.S.]
In the presence of } FREDERIC NICHOLLS. [Seal.]
Z. A. LASH. } *President.*

J. M. SMITH, *Secretary.*

BY THE TRUSTEES }
In the presence of }
W. W. CORY. }

THOS. GREENWAY, [L.S.]
Trustee. [Seal.]

ROBT. WATSON, [L.S.]
Trustee. [Seal.]

BY THE GOVERNMENT }
In the presence of }
W. W. CORY. }

THOS. GREENWAY, [L.S.]
Railway Commissioner of the
Province of Manitoba. [Seal.]

CANADA } I, William Wallace Cory, of the
Province of Manitoba } city of Winnipeg, in the Province of
To Wit : } Manitoba, make oath and say :

1. That I was personally present and did see the Honourable Thomas Greenway, and the Honourable Robert Watson, the Trustees named in the within Instrument, and the Honourable Thomas Greenway, Railway Commissioner, who are personally known to me to be the persons named therein, duly sign, seal and execute the same for the purposes named therein.

2. That the said Instrument and duplicate were executed at the City of Winnipeg, and that I am subscribing witness to the said Instrument and Duplicate.

Sworn before me at the City of
Winnipeg, in the Province of
Manitoba, this 8th day of
May, in the year of our Lord
1899.

W. W. CORY.

[L.S.] GEORGE PATTERSON,
[Seal.] A Notary Public.



62-63 VICTORIA.

CHAP. 58.

An Act respecting the Canadian Pacific Railway Company.

[Assented to 10th July, 1899.]

WHEREAS the Canadian Pacific Railway Company has, by Preamble.
its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. The Canadian Pacific Railway Company, hereinafter called “the Company,” may construct, acquire and operate a Line of railway authorized in Manitoba. railway from a point at or near the north terminus of its Stonewall branch in the province of Manitoba, thence northerly and north-easterly to a point on the west shore of Lake Winnipeg, between Gimli and Arnes; and also a railway from a point at or near Reston, on the Company’s Souris branch, thence in a general westerly direction to a point in the Moose Mountain district, thence in a westerly and north-westerly direction to a point at or near Regina.

2. The said railways shall be commenced within two years, Time for construction limited. and completed within five years, after the passing of this Act, otherwise the powers granted for such construction shall cease and be null and void as respects so much of the said railways as then remains uncompleted.

3. The Company may issue bonds which shall be a Bond issue. first lien and charge and be secured exclusively upon both or either of the railways to be constructed under this Act in the same way and with the same effect as if the same were a branch railway within the meaning of section 1 of chapter 51 of the statutes of 1888, and the said section shall apply accordingly; or, in lieu of such bonds, the Company may issue Debenture stock. consolidated debenture stock, the holders of which shall have equal rights in all respects, and rank *pari passu* with holders

Proviso. of such consolidated debenture stock as the Company has been, before the passing of this Act, authorized to issue; provided that the capital stock of such bonds or consolidated debenture stock shall not exceed the rate of twenty-five thousand dollars per mile of such branches respectively.

OTTAWA : Printed by SAMUEL EDWARD DAWSON, Law Printer to the Queen's most Excellent Majesty.



62-63 VICTORIA.

CHAP. 59.

An Act to confirm an agreement between the Canadian Pacific Railway Company and the Hull Electric Company.

[Assented to 10th July, 1899.]

WHEREAS the Hull Electric Company has, by its petition, Preamble. prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. The agreement between the Canadian Pacific Railway Agreement confirmed. Company and the Hull Electric Company, dated the ninth day of January, one thousand eight hundred and ninety-nine, a copy of which is contained in the schedule hereto, is hereby approved, ratified and confirmed and declared to be valid and binding on the parties thereto, and each of the companies, parties thereto, may do whatever is necessary to give effect to the substance and intention of the said agreement.

2. Nothing in this Act, or in the said agreement, shall be Railway laws not affected. held to relieve either of the said companies from any of its duties or liabilities under the railway laws of Canada or under the laws of the province of Quebec.

SCHEDULE.

This agreement made this ninth day of January, one thousand eight hundred and ninety-nine, between the Canadian Pacific Railway Company, hereinafter called "the C. P. R.", of the first part, and the Hull Electric Company, hereinafter called "the Hull Company," of the second part

Witnesseth that each of the parties for itself and its successors doth hereby covenant with the other and its successors as follows, that is to say:—

1. The C. P. R. covenants that if and when this agreement is ratified and confirmed by the Parliament of Canada and
55 by

by the Legislature of the province of Quebec, and the price hereinafter mentioned is fully paid and satisfied, the said C. P. R. will sell and convey to the said Hull Company, its successors and assigns without warranty of any kind, subject to the fulfilment by the vendee of the terms and conditions hereinafter mentioned, its branch line of railway between the town of Aylmer and the west limit of the land occupied as the right of way for its main line where the said branch line of railway joins the said main line near Hull Station of the C. P. R., the said branch line extending to and into the town of Aylmer, together with all the C. P. R. lands and buildings west of the said west limit, and extending to and into the town of Aylmer, and that are used for the right of way, station, station grounds and appurtenances of the said branch line of railway, the said terms and conditions to be fully set out in the conveyance, and will convey also the right (subject always to the approval of the Railway Committee of the Privy Council and to the conditions hereinafter contained) to maintain and use on the land of the C. P. R. between the said west limit and some point on the north limit of the Hull Station grounds of the C. P. R. east of its main line or some point on the easterly limit of the said station grounds, a railway track equipped with the poles and electrical appliances necessary for such use, crossing the main line of the C. P. R. between the said west limit and the westerly boundary of the said station grounds. The location of said track and of the said crossing to be subject from time to time, to the approval of the general superintendent of the C. P. R., but nothing herein shall be held to authorize the said superintendent to order the crossing existing at any time to be removed without authorizing it to be made in some other place; and will convey also the right, subject from time to time to the same approval of the Railway Committee and the superintendent to connect with and use the side-tracks and switches of the C. P. R. on its Hull Station grounds, and to equip them and such connection with such poles and electrical appliances as may be necessary for such use. Neither the said railway track, the said crossing, the said connection, nor the said side-tracks and switches of the C. P. R., to be used except for freight traffic coming from or going to points on or via the C. P. R., the whole on condition that the Hull Company is to have the said right so to be conveyed as aforesaid, as long as it shall fulfil all its covenants herein contained, including, among others, its covenant concerning interchange of freight, the whole for the price and consideration hereinafter mentioned as that to be paid to the C. P. R., all of which properties, rights and privileges so to be sold, conveyed and so stipulated for as aforesaid, are hereinafter referred to in the aggregate as "the said branch railway," provided that until the sale and conveyance herein provided for takes place, nothing in these presents shall affect the rights and liabilities of either of the parties under the agreement for a lease confirmed by the Act 60-61 Victoria,

chapter 39; and upon this agreement being so ratified and going into force, and the said Hull Company acquiring the said branch railway hereunder, said agreement for a lease shall thereupon be cancelled and terminated, except as hereinafter mentioned, and except that all now existing liabilities of the Hull Company under it shall be fully satisfied and discharged irrespective of this agreement.

2. Amongst the said terms and conditions subject to which the said sale and conveyance are to be made, are the following, that is to say:—

(a.) The Hull Company is to run passenger cars to and from Hull Station to connect closely with all the regular passenger trains of the said C. P. R. scheduled from time to time to stop at Hull Station.

(b.) The C. P. R. shall have the right to quote rates for traffic of every description, including both freight, passenger and express, to or from any point on or reached by way of said branch railway or any part thereof.

(c.) All freight in so far as it may be within the control of the C. P. R. destined to points on and reached by the said branch railway or any part thereof whose business is not competed for by the C. P. R. shall be delivered to the Hull Company at the Hull Station of the C. P. R., to be by the Hull Company properly and efficiently conveyed to such points.

All freight in so far as it may be within the control of the Hull Company destined to points on or reached by way of the C. P. R. or its connections shall be delivered to the C. P. R. at its Hull Station to be by the C. P. R. properly and efficiently conveyed to such points as may be at or nearest such destination, and the earnings of all such traffic delivered by either company to the other, as aforesaid, shall be divided between the C. P. R. and the Hull Company, according to mileage, in the following proportion, that is to say: There shall be allowed the Hull Company a mileage of eight miles when the distance covered by the lines of the said C. P. R. does not exceed seventy-five miles; sixteen miles when the C. P. R. mileage is over seventy-five miles and does not exceed one hundred and fifty miles, and twenty-four miles when the said C. P. R. mileage exceeds one hundred and fifty miles, the whole, with the exception of the city of Ottawa, and the rates to and from the city of Ottawa shall be divided according to actual mileage.

(d.) Empty freight cars required for traffic destined to be handled and hauled by the C. P. R. shall be hauled by the Hull Company free of charge from Hull Station to the point or points upon the said branch railway at which the said car or cars may be required.

(e.) The Hull Company shall from time to time and at all times return to the C. P. R. all freight cars or other equipment which the C. P. R. may deliver to it, and in every case promptly and in as good condition as when delivered to the Hull Company.

(f.) In the said conveyance the Hull Company is to covenant that it will at all times hold the C. P. R. harmless and indemnify it not only against loss or injury to its own property of every kind whatsoever, but also against every claim by any other party in respect of injury to person or loss of or damage to freight or other property while on the premises of either company through the bad management of the Hull Company or the inefficiency of its equipment or the neglect or incompetency of its employees or any of them; and also against all damage and all claims in respect of damage caused by fire either to freight or equipment or other property delivered to the Hull Company by the C. P. R.

(g.) The Hull Company shall without delay obtain the requisite approval of the Railway Committee of the Privy Council of every crossing on the main line of the C. P. R. by the railway of the Hull Company and shall bear any expense in connection with or arising out of the construction, protection, maintenance and operation of such crossing, and failing so to do shall not construct or operate such crossing.

(h.) The Hull Company shall construct and complete within one year from the execution of this document and shall thereafter forever maintain and operate spur tracks connecting with a siding of the C. P. R. at Hull Station to Gilmour's Mills and to Eddy & Company's mills and factory at or near Hull, and shall thereafter forever promptly haul all loaded cars in either direction between the said mills and factory and the C. P. R. siding at Hull Station for one dollar each, and all empty cars between the said points and the said siding for fifty cents each.

3. The said sale and conveyance is to be made by the C. P. R. to the said Hull Company for the price of one hundred thousand dollars so soon after the ratification of these presents by legislation, as above provided, as the Government of the province of Quebec and Her Majesty the Queen, as represented by the Government of Quebec, shall have discharged the hypothec and mortgage created in favour of Her Majesty the Queen, so represented as aforesaid under and by virtue of a certain agreement of sale executed the fourteenth day of May, 1882, between Her Majesty the Queen, represented as aforesaid, and the said C. P. R., which was duly ratified by an Act of the legislature of the province of Quebec, assented to the twenty-seventh of May, 1882, chapter 19 of 45 Victoria; and both parties hereto bind themselves to use every reasonable effort to induce the said province of Quebec and Her Majesty the Queen, as represented by the Government of the said province of Quebec, to discharge the said branch railway from the effect of said mortgage and hypothec referred to in said agreement and Act, the said price having been first paid by the Hull Company at its option either to the C. P. R. or to the Government of the province of Quebec, in satisfaction *pro tanto* of the said hypothec and mortgage.

4. Upon demand of the said Hull Company and at their expense and for the purpose of carrying out the intention of this agreement, the said C. P. R. will from time to time, make, execute and deliver all such instruments and writings as may be proper and including any required for the purpose of registration.

5. Provided always that this agreement is not to go into force until it has been ratified by the Parliament of Canada and by the Legislature of the province of Quebec, and has also been approved of by the resolution of the shareholders of each of the said parties hereto either at an annual general meeting or a special general meeting duly called for the purpose. all within three years after the date hereof, time being of the essence of the compact.

In witness whereof the C. P. R. acting by and through its vice-president and secretary duly authorized for all purposes hereof by resolution of the board of directors of the said Canadian Pacific Railway Company duly passed at the city of Montreal on the ninth day of January, 1899, has signed, sealed and executed the present agreement in the presence of the witnesses to the signatures.

And in witness whereof "the Hull Company" acting by and through its president and secretary duly authorized for all purposes hereof by resolution of the board of directors of the said Hull Electric Company, duly passed at the town of Aylmer, in the District of Ottawa, on the eighteenth day of January, 1899, has signed, sealed and executed the present agreement in the presence of the witnesses to their signatures the whole at the city of Montreal, in the province of Quebec, the day and year first above written.

THE CANADIAN PACIFIC RAILWAY COMPANY.

Signed, Sealed and Executed }
in the presence of
GEO. M. CLARK,
EDWARD SEYBOLD. }

T. G. SHAUGHNESSY,
Vice-President.
C. DRINKWATER,
Secretary.

THE HULL ELECTRIC COMPANY

Signed, Sealed and Executed }
in the presence of
GEO. M. CLARK,
EDWARD SEYBOLD. }

ALEXANDER FRASER,
President.
W. A. TAYLOR,
Secretary.



62-63 VICTORIA,

CHAP. 60.

An Act respecting the Central Counties Railway Company.

[Assented to 10th July, 1899.]

WHEREAS the Central Counties Railway Company has, by ^{Preamble.} its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. The paragraph substituted by section 1 of chapter 42 of the statutes of 1893 for paragraph (b) of section 1 of chapter 89 of the statutes of 1891, and sub-paragraph (2) added to section 1 of chapter 42 of the statutes of 1893, by section 1 of chapter 40 of the statutes of 1897, are hereby repealed, and the following paragraph (b) and sub-paragraph (2) are substituted therefor:—

“(b) A line from a point in the township of Hawkesbury at or near the village of Hawkesbury, thence westerly through the township of Caledonia to a junction with section three of the railway in the township of Clarence, or with the Canada Atlantic Railway at or near South Indian station or Casselman in the township of Cambridge, in the county of Russell, which said line shall be designated and known as “section two” of the undertaking.

“(2.) The Company may also construct a line from the said village of Hawkesbury, or from the village of Vankleek Hill, easterly to the boundary line of the province of Quebec, in the said county of Prescott, and the said line shall be designated and known as “section six” of the undertaking.”

2. The Company may issue bonds, debentures or other securities to the extent of fifteen thousand dollars per mile of the said sections two and six, and such bonds, debentures or other securities may be issued only in proportion to the length of railway constructed, or under contract to be constructed.

Agreement
with another
company.

3. The Company may enter into an agreement with the Canadian Pacific Railway Company, the Canada Atlantic Railway Company, or the Great Northern Railway Company for conveying or leasing to such company the railway of the Company, in whole or in part, or any rights or powers acquired under this Act, as also the franchises, surveys, plans, works, plant, material, machinery and other property to it belonging, or for an amalgamation with any one of such companies, or may purchase or lease the railways of the said companies, on such terms and conditions as are agreed upon, and subject to such restrictions as to the directors seem fit; provided that each such agreement has been first approved by two-thirds of the votes at a special general meeting of the shareholders duly called for the purpose of considering it, at which meeting shareholders representing at least two-thirds in value of the stock are present or represented by proxy, and that each such agreement has also received the sanction of the Governor in Council.

Approval of
shareholders
and Governor
in Council.

Notice of
application
for sanction.

2. Such sanction shall not be signified until after notice of the proposed application therefor has been published in the manner and for the time set forth in section 239 of *The Railway Act*, and also for a like period in one newspaper in each of the counties through which the railway of the Company runs, and in which a newspaper is published.

Agreement
to be filed.

3. A duplicate of the agreement referred to in subsection 1 of this section, shall, within thirty days after its execution, be filed in the office of the Secretary of State of Canada, and notice thereof shall be given by the Company in *The Canada Gazette*, and the production of *The Canada Gazette* containing such notice shall be prima facie evidence of the requirements of this Act having been complied with.

Time limited
for construc-
tion.

4. The sections of the undertaking of the Company not yet constructed shall be completed within three years from the passing of this Act, otherwise the powers granted for such construction by the Acts relating to the Company shall cease and be null and void as respects so much of the undertaking as then remains uncompleted.



62-63 VICTORIA.

CHAP. 61.

An Act respecting the Cobourg, Northumberland and Pacific Railway Company.

[Assented to 10th July, 1899.]

WHEREAS the Cobourg, Northumberland and Pacific Railway Company, has, by its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition : Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, declares and enacts as follows :—

1. The Act to incorporate the Cobourg, Northumberland and Pacific Railway Company, chapter 62 of the statutes of 1889, as amended by chapter 90 of the statutes of 1891, chapter 38 of the statutes of 1892 and chapter 68 of the statutes of 1894, is hereby revived and declared to be in force.

1889, c. 62
revived.

1891, c. 90 ;
1892, c. 38 ;
1894, c. 68.

2. The times limited for the commencement and completion of the railway of the said Company are hereby extended for one year and three years respectively from the passing of this Act ; and if the railway is not so commenced and completed the powers conferred upon the said Company by Parliament shall cease and be null and void as respects so much of the railway as then remains uncompleted.

Time for
construction
extended.

3. The capital stock of the said Company heretofore issued as fully paid-up stock is hereby declared to have been validly issued, and to be fully paid-up stock.

Issue of stock
confirmed.

4. The debentures of the said company heretofore issued are hereby declared to have been validly issued, and to be binding upon the said Company.

Issue of
debentures
confirmed.



62-63 VICTORIA.

CHAP. 62.

An Act to incorporate *La Compagnie du chemin de fer de Colonisation du Nord.*

[Assented to 10th July, 1899.]

WHEREAS a petition has been presented praying that it Preamble.
be enacted as hereinafter set forth, and it is expedient to
grant the prayer of the said petition: Therefore Her Majesty,
by and with the advice and consent of the Senate and House
of Commons of Canada, enacts as follows:—

1. Baron Joseph D'Halewyn, of the township of Loran- Incorpora-
ger, in the county of Ottawa, the Honourable J. Damien Rol- tion.
land, of the city of Montreal, Henri Lefebvre, of Chêneville,
in the township of Hartwell, Hector Chauvin, of the village
of Montebello, Charles Bautron Major, of Papineauville, all in
the county of Ottawa, and Edward J. Rainboth, of the town-
ship of Hull, in the county of Wright, all in the province of
Quebec, together with such persons as become shareholders in
the company, are hereby incorporated under the name of
“*La Compagnie du chemin de fer de Colonisation du Nord,*” Corporate
hereinafter called “the Company.” name.

2. The persons named in section 1 of this Act are hereby Provisional
constituted provisional directors of the Company. directors.

3. The capital stock of the Company shall be one million Capital stock
dollars, and may be called up by the directors from time to and calls
time, as they deem necessary, but no one call shall exceed ten thereon.
per cent on the shares subscribed.

4. The head office of the Company shall be in the city of Head office.
Montreal, in the province of Quebec.

5. The annual meeting of the shareholders shall be held on Annual
the first Wednesday in September in each year. meeting.

6. At such meeting the subscribers for the capital stock Election of
assembled who have paid up all calls due on their shares, directors.
shall

shall choose six persons to be directors of the Company, one or more of whom may be paid directors.

Line of railway described.

7. The Company may lay out, construct and operate a railway of the gauge of four feet eight and one-half inches from a point in or near Labelle, in the county of Labelle, in the province of Quebec, and passing within a mile of the parish church of L'Annonciation, in the township of Marchand, in the said county, and within a mile of the parish church in the village of Nominique, in the township of Loranger, in the said county, and within a mile of the village of Rapide de L'Original, in the townships of Robertson and Campbell, in the said county, and thence in a westerly direction to a point at or near Lake Temiscamingue, in the county of Pontiac, in the province of Quebec.

Declaratory.

2. The works of the Company are hereby declared to be works for the general advantage of Canada.

Amount of bonds, etc., limited.

8. The Company may issue bonds, debentures or other securities to the extent of twenty thousand dollars per mile of the railway and branches, and such bonds, debentures or other securities may be issued only in proportion to the length of railway constructed or under contract to be constructed.

Steamers, etc.

9. The Company may, for the purposes of its business, construct, acquire, charter, navigate and dispose of steam and other vessels upon all navigable waters upon or near the line of its railway.

Agreement with another company.

10. The Company may enter into an agreement with the Canadian Pacific Railway Company for conveying or leasing to such company the railway of the Company, in whole or in part, or any rights or powers acquired under this Act, as also the franchises, surveys, plans, works, plant, material, machinery and other property to it belonging, or for an amalgamation with such company, on such terms and conditions as are agreed upon, and subject to such restrictions as to the directors seem fit; provided that such agreement has been first approved by two-thirds of the votes at a special general meeting of the shareholders duly called for the purpose of considering it,—at which meeting shareholders representing at least two-thirds in value of the stock are present or represented by proxy,—and that such agreement has also received the sanction of the Governor in Council.

Approval of shareholders and Governor in Council.

Notice of application for sanction.

2. Such sanction shall not be signified until after notice of the proposed application therefor has been published in the manner and for the time set forth in section 239 of *The Railway Act*, and also for a like period in one newspaper in each of the counties through which the railway of the Company runs, and in which a newspaper is published.

Agreement to be filed with Secretary of State.

3. A duplicate of the agreement referred to in subsection 1 of this section shall, within thirty days after its execution, be

filed in the office of the Secretary of State of Canada, and notice thereof shall be given by the Company in *The Canada Gazette*, and the production of *The Canada Gazette* containing such notice shall be prima facie evidence of the requirements of this Act having been complied with.

OTTAWA: Printed by SAMUEL EDWARD DAWSON, Law Printer to the Queen's most Excellent Majesty.



62-63 VICTORIA.

CHAP. 63.

An Act respecting the Columbia and Western Railway Company.

[Assented to 10th July, 1899.]

WHEREAS the Columbia and Western Railway Company Preamble. has, by its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition : Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows :—

1. For the purpose of aiding in the construction and equip- Bond issue limited. ment of the railway and branches hereinafter mentioned, the Columbia and Western Railway Company, hereinafter called “the Company,” may issue bonds to an extent not exceeding thirty-five thousand dollars per mile on that portion of its railway which extends from Rossland, via Trail, to a point on the Columbia River opposite Robson ; thence to a point at or near Christina Lake, and thence to a point at or near Midway, all in British Columbia, or any part or parts thereof, and on the branches therefrom, which by its Act of incorporation it is authorized to construct, or which, at any time after the passing of this Act, either the Parliament of Canada or the Railway Committee of the Privy Council, under the provisions of *The Railway Act*, may have authorized it to construct.

2. The said bonds shall be a first preferential claim and charge on the said portions of the Company’s railway and on the said branches and their appurtenances, and the Company’s franchises in respect thereof, as well as on all tolls, income, rents and revenues derived therefrom, but not on any lands of the Company not taken or used for railway purposes in connection with the said sections of its railway, or the said branches, or some part thereof. Bonds to be a first claim on railway.



62-63 VICTORIA.

CHAP. 64.

An Act respecting the Edmonton District Railway Company, and to change its name to the Edmonton, Yukon and Pacific Railway Company.

[Assented to 11th August, 1899.]

WHEREAS a petition has been presented praying that it be Preamble.
enacted as hereinafter set forth, and it is expedient to
grant the prayer of the said petition: Therefore Her Majesty,
by and with the advice and consent of the Senate and House
of Commons of Canada, enacts as follows:—

1. The Edmonton District Railway Company, hereinafter Line of railway described.
called “the Company,” may lay out, construct and operate
from some point on the line of railway which it is already
authorized to construct, a line of railway either to the Yellow
Head Pass or to the Peace River Pass, and thence by such
route as is found or deemed most practicable to a port in the
province of British Columbia, or to connect with the line of
railway which the British Pacific Railway Company is autho-
rized to construct, and may also construct and operate a branch
line to some point on the navigable waters of the Yukon River.

2. The provisions of section 8 of chapter 17 of the statutes 1896 (1st Sess.)
of 1896 (First Session) relating to the issue of bonds, debentures c. 17, s. 8.
or other securities shall apply to the extension of the Bond issue.
said railway authorized by this Act; provided however that in
respect to so much of the said line as may be constructed
within the province of British Columbia or the Yukon
territory or within the territory to the westward of the eastern
entrance of either the said Yellow Head Pass or Peace River
Pass, the issue of bonds, debentures, or other securities under
such section may be extended to aggregate the sum of twenty-
five thousand dollars per mile.

3. The name of the Edmonton District Railway Company Name changed.
is hereby changed to “The Edmonton, Yukon and Pacific
Railway Company”; but such change in name shall not in any Existing rights saved.
way impair, alter or affect the rights or liabilities of the Com-
pany,

pany, nor in anywise affect any suit or proceeding now pending or judgment existing either by, or in favour of, or against the Company, which, notwithstanding such change in the name of the Company, may be prosecuted, continued, completed and enforced as if this Act had not been passed.

Head office.

4. The head office of the Company may be changed from Edmonton to such other place in Canada as is determined by the directors by by-law.

Time for
construction
extended.

5. The railway of the Company and the extension hereby authorized shall be commenced, and fifteen per cent of the amount of the capital stock expended thereon, within two years after the passing of this Act, and the railway and extension shall be finished and put in operation within five years from the passing of this Act, otherwise the powers conferred upon the Company by Parliament shall cease and be null and void as respects so much of the railway as then remains uncompleted.

OTTAWA : Printed by SAMUEL EDWARD DAWSON, Law Printer to the Queen's most Excellent Majesty.



62-63 VICTORIA.

CHAP. 65.

An Act to incorporate the Edmonton and Saskatchewan Railway Company.

[Assented to 10th July, 1899.]

WHEREAS a petition has been presented praying that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Preamble

1. William Henry Roughsedge, of the town of South Edmonton, district of Alberta; Henry MacLaren, John A. MacLaren, Daniel MacLaren and John E. O'Meara, all of the city of Ottawa; George F. Cleveland, of the town of Danville, Quebec; William MacLaren, of the town of South Edmonton, district of Alberta, and Richard B. Bennett, of the town of Calgary, district of Alberta, together with such persons as become shareholders in the company, are hereby incorporated under the name of "The Edmonton and Saskatchewan Railway Company," hereinafter called "the Company."

Incorporation.

Corporate name.

2. The persons named in section 1 of this Act are hereby constituted provisional directors of the Company.

Provisional directors.

3. The capital stock of the Company shall be one million dollars, and may be called up by the directors from time to time, as they deem necessary, but no one call shall exceed ten per cent on the shares subscribed.

Capital stock and calls thereon.

4. The head office of the Company shall be in the city of Ottawa, or in such other place in Canada as the directors from time to time determine by by-law.

Head office.

5. The annual meeting of the shareholders shall be held on the fifteenth day of October in each year.

Annual meeting.

6. At such meeting the subscribers for the capital stock assembled, who have paid all calls due on their shares, shall choose

Election of directors.

choose not less than five and not more than nine persons, to be directors of the Company, one or more of whom may be paid directors.

Line of
railway
described.

7. The Company may lay out, construct and operate a railway of the gauge of four feet eight and one-half inches, from a point in the town of Strathcona, in the district of Alberta, in the North-west Territories, thence north-easterly through the settlements of Clover Bar, or Cloverton, and the settlement of Agricola, thence north to a point in the village of Fort Saskatchewan, thence north-easterly to a point in or as near as practicable to the settlement of Edna, thence north-easterly to a point on the North Saskatchewan River, at, in or as near as practicable to the town, village or settlement of Victoria, thence running southerly to a point at, in or as near as practicable to the settlement of Manawan, thence southerly or south-westerly to a point at, in or as near as practicable to the Beaver Lake (or Beaver Hills Lake), thence south to the settlement of Logan, thence running west to Cooking Lake, and to the point of commencement of the line in Strathcona aforesaid.

Powers of
Company.

Vessels.

Transporta-
tion.

Roads, wharfs,
etc.

8. The Company may, for the purposes of its business,—
(a.) construct, charter, navigate and dispose of steam and other vessels upon Beaver Lake, adjacent to the proposed railway, and may carry on generally the business of transportation in connection with the said railway and vessels;
(b.) construct or aid in, and subscribe towards the construction, maintenance and improvement of roads, ways, docks, piers, wharfs, elevators and other buildings which are necessary or convenient for the purposes of the Company.

Aid to
undertaking.

9. The Company may receive by grant from any government or person as aid in the construction of the railways, vessels and works authorized by this Act, any Crown lands, real or personal estate or property, sums of money, debentures or subsidies, either as gifts, by way of bonus or guarantee, or in payment of or as subventions for services.

Preferred
stock.

10. The Company may, under the authority of the ordinary shareholders given at a special general meeting duly called for that purpose (at which meeting shareholders representing at least two-thirds in value of the stock are present or represented by proxy), issue any portion of its capital stock as preferred stock, and such preferred stock shall have the special incidents and privileges defined by the following paragraphs, that is to say:—

Preferential
dividend.

(a.) The profits of each year shall be first applied to pay a cumulative preferential dividend at a rate not exceeding six per cent per annum :

(b.) The residue of surplus profits applicable for dividend in each year shall be divided among the holders of the ordinary shares: Ordinary dividend.

(c.) Nothing herein contained shall prejudice or limit the powers or discretions of the directors as to the time or mode of application and distribution of profits, or as to the setting aside of profits for a reserve fund and depreciation accounts: Discretion of directors.

(d.) The holders of the said preference stock shall also be entitled to the preferential payment of the amount paid up on their shares out of the assets available for the return of capital, in priority to any return of capital in respect of ordinary shares in the Company; and, subject thereto, the residue of such surplus assets shall belong to, and be divided among the ordinary shareholders. Return of capital.

11. The Company may issue bonds, debentures or other securities to the extent of twenty thousand dollars per mile of the railway and branches, and such bonds, debentures or other securities may be issued only in proportion to the length of the railway constructed, or under contract to be constructed. Bond issue limited.

12. The Company may enter into an agreement with the Canadian Pacific Railway Company, the Calgary and Edmonton Railway Company, the Western Alberta Railway Company, the Edmonton and Slave Lake Railway Company, or the Edmonton District Railway Company, for conveying or leasing to such company the railway of the Company, in whole or in part, or any rights or powers acquired under this Act, as also the franchises, surveys, plans, works, plant, material, machinery and other property to it belonging, or for an amalgamation with such company, on such terms and conditions as are agreed upon, and subject to such restrictions as to the directors seem fit; provided that such agreement has been first approved by two-thirds of the votes at a special general meeting of the shareholders duly called for the purpose of considering it,—at which meeting shareholders representing at least two-thirds in value of the stock are present or represented by proxy,—and that such agreement has also received the sanction of the Governor in Council. Agreement with another company.

2. Such sanction shall not be signified until after notice of the proposed application therefor has been published in the manner and for the time set forth in section 239 of *The Railway Act*, and also for a like period in one newspaper in each of the electoral districts through which the railway of the Company runs, and in which a newspaper is published. Approval of shareholders.

3. A duplicate of the agreement referred to in subsection 1 of this section shall, within thirty days after its execution, be filed in the office of the Secretary of State of Canada, and notice thereof shall be given by the Company in *The Canada Gazette*. Notice of application for sanction.

Agreement to be filed.

Gazette, and the production of *The Canada Gazette* containing such notice shall be prima facie evidence of the requirements of this Act having been complied with.

OTTAWA : Printed by SAMUEL EDWARD DAWSON, Law Printer to the Queen's most Excellent Majesty.



62-63 VICTORIA.

CHAP. 66.

An Act to incorporate the Edmonton and Slave Lake Railway Company.

[Assented to 10th July, 1899.]

WHEREAS a petition has been presented praying that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, declares and enacts as follows:—

Preamble.

1. The Honourable John Costigan, John W. McRae, E. C. Whitney, W. J. Poupore, George Goodwin, Michael P. Davis, W. C. Edwards and F. X. St. Jacques, of the city of Ottawa, in the province of Ontario; Frederick H. Hale, of Woodstock, and James Robinson, of Newcastle, both in the province of New Brunswick; and H. J. Beemer, of the city of Quebec, in the province of Quebec, together with such persons as become shareholders in the company, are hereby incorporated under the name of "The Edmonton and Slave Lake Company," hereinafter called "the Company."

Incorporation.

Corporate name.

2. The undertaking of the Company is hereby declared to be a work for the general advantage of Canada.

Declaratory.

3. The persons named in section 1 of this Act are hereby constituted provisional directors of the Company.

Provisional directors.

4. The capital stock of the Company shall be nine hundred thousand dollars, and may be called up by the directors from time to time as they deem necessary, but no one call shall exceed ten per cent on the shares subscribed.

Capital stock and calls thereon.

5. The head office of the Company shall be at the city of Ottawa, in the province of Ontario, or at such other place in Canada as may be appointed by by-law.

Head office.

6. The annual meeting of the shareholders shall be held on the first Wednesday in September in each year.

Annual meeting.

Election of directors.

7. At such meeting the subscribers for the capital stock assembled, who have paid all calls due on their shares, shall choose five persons to be directors of the Company, one or more of whom may be paid directors.

Line of railway described.

8. The Company may lay out, construct and operate a railway of the gauge of four feet eight and one-half inches, from a point within the limits defined in the agreement between the town of Edmonton and the Edmonton District Railway Company for the location of the station of that company within the town of Edmonton, in the North-west Territories, via Athabasca Landing and Lesser Slave Lake to Peace River, a distance of about four hundred miles.

Railway station.

2. The Company shall provide and maintain a station for regularly receiving and delivering passengers and freight within the limits defined in the agreement between the town of Edmonton and the Edmonton District Railway Company for the location of the station of that company within the town.

Powers of Company. Vessels.

9. The Company may, for the purpose of its business,—

(a.) construct, acquire and navigate vessels upon and across the Athabasca River from Athabasca Landing to the mouth of the Little Slave River, and up the said river into and through and upon Lesser Slave Lake, or on other waters connecting with or adjacent to the proposed line of railway, and carry on generally the business of transportation in connection with the said railway and vessels ;

Transportation.

(b.) construct, acquire, lease and sell wharfs, docks, elevators, warehouses and other works for the transportation of passengers or freight upon or across said railway, and the said rivers, lakes and streams ;

Transportation facilities.

(c.) acquire any rights in letters patent, franchises, or patent rights for the purposes of the works and undertakings hereby authorized, and again dispose of such rights ;

Patent rights.

(d.) acquire lands, and erect, use and manage works, and manufacture machinery and plant for the generation, transmission and distribution of electric power and energy ;

Electricity.

(e.) build and maintain power houses and stations for the development of electrical force and energy.

Electric power houses.

Expropriation of lands.

10. If the Company require land for wharfs, docks and elevators, and cannot agree for the purchase thereof with the owner of such land, it may cause a map or plan and book of reference to be made of such land, and all the provisions of sections 107 to 111, both inclusive, of *The Railway Act* shall apply to the subject-matter of this section, and to the obtaining of such lands and determining the compensation therefor.

1888, c. 29.

Power to receive aid.

11. The Company may receive from any government or person, in aid of the construction, equipment and maintenance of the said railway, and of any line of steamships running in connection therewith, or otherwise, grants of land, bonuses,

Land, money, etc.

loans

loans or gifts of money or securities for money, and may also purchase or lease from any government or person, any lands, rights or privileges; and the lands, leases or privileges, so to be acquired by the Company, and held by the Company for sale or otherwise for the purposes thereof, may be conveyed to trustees, to be held, conveyed and otherwise disposed of by them upon the trusts and for the purposes herein declared in reference to such lands, leases and privileges, and all moneys arising from the sale, or other disposition of such lands, leases and privileges shall be held and applied in trust for the purposes following, that is to say: First, in payment of the expenses connected with the acquisition, purchase, survey, management and sale of the said lands; secondly, in payment of the dividends and interest on, and principal of, bonds issued upon the land grant or any portion thereof, or upon the railway from time to time, payable in cash by the Company, provided such dividends, interest and principal have been made a charge upon such lands; and thirdly, for the general purposes of the Company.

Application
of moneys
received.

12. The Company may issue bonds, debentures or other securities to the extent of twenty thousand dollars per mile of its railway, and such bonds, debentures, or other securities may be issued only in proportion to the length of railway constructed, or under contract to be constructed.

Bond issue
limited.

13. The Company, for the purposes of its business, may acquire and utilize water power, and dispose of surplus power either directly or by converting the same into electricity.

Water power.

14. If the construction of the railway is not commenced, and fifteen per cent on the amount of the capital stock is not expended thereon, within two years after the passing of this Act, or if the railway is not finished and put in operation within five years after the passing of this Act, then the powers conferred upon the Company by Parliament shall cease and be null and void as respects so much of the railway as then remains uncompleted.

Time for
construction
of railway
limited.



62-63 VICTORIA.

CHAP. 67.

An Act to authorize the amalgamation of the Erie and Huron Railway Company and the Lake Erie and Detroit River Railway Company.

[Assented to 10th July, 1899.]

WHEREAS the Erie and Huron Railway Company and the Lake Erie and Detroit River Railway Company have, by their petitions, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petitions: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Preamble.

1. The Erie and Huron Railway Company and the Lake Erie and Detroit River Railway Company may enter into an agreement for amalgamation with each other.

Power to amalgamate.

2. The name of the Company constituted by the amalgamation of the said two companies shall be "The Lake Erie and Detroit River Railway Company." The capital stock of such Company shall be the sum of the capital stocks of the two companies, divided into shares of one hundred dollars each, subject to the increase of capital stock under *The Railway Act*, and the agreement for amalgamation may prescribe the other terms and conditions of the amalgamation, and may provide for the mode of carrying the same into effect, the place of the head office, the number of the board of directors, the names of the first directors and their term of office, the manner of converting the capital stock of each company into that of the amalgamated company, and such other or additional details as may be necessary or convenient to perfect the new organization and the after-management and working thereof.

Terms of amalgamation agreement.

3. The said agreement shall be submitted to the shareholders of each company party thereto at an annual general meeting or at a special general meeting called for the purpose of taking the same into consideration, at which meeting

Agreement to be approved by shareholders.

shareholders representing at least two-thirds in value of the stock are present or represented by proxy; and the agreement which is accepted and approved by resolution passed by two-thirds of the votes of the shareholders present or represented by proxy at such meeting may be executed under the corporate seals of the said companies, and an application may be made to the Governor in Council for an order approving of the same.

Application for approval of Governor in Council.

Powers of amalgamated company.

4. On and after the date of an order of the Governor in Council approving of the said agreement, the companies parties thereto shall be amalgamated and shall form one company by the name in the said agreement provided, and upon the terms and conditions thereof; and the amalgamated company shall possess and be vested with all the powers, franchises, privileges, assets, rights, credits, effects and property, real, personal and mixed, of whatever kind and wheresoever situated, belonging to, possessed by or vested in each of the said companies, or to which each may be or become entitled.

Deposit and notice of agreement.

5. A copy of the said agreement as approved by the Governor in Council shall be deposited in the office of the Secretary of State of Canada; and notice of the said deposit shall within fifteen days thereafter be given by the secretary of the Company in *The Canada Gazette*, and the said amalgamation shall thereupon be complete; and the production of *The Canada Gazette* with the said notice therein contained shall be prima facie evidence that the said amalgamation is complete and regular in all respects, and of the existence of the said amalgamated company.

Bond issue limited.

6. The amalgamated company may, pursuant to section 93 of *The Railway Act*, issue bonds, debentures, debenture stock and other securities, to an amount not exceeding in all fifteen thousand dollars per mile of its lines of railway and extensions, and branch and other lines, but such securities shall be issued only in proportion to the length of railway constructed or under contract to be constructed. Such securities may be issued from time to time separately with respect to one or more specified lines of railway, extensions, branches or other lines, or as to all combined; and anything excepted by special or general reference from the mortgages which the company is hereby authorized to give under section 94 of *The Railway Act*, securing such bonds, debentures, debenture stock or other securities, shall be also excepted out of the preferential claim and charge created by section 95 of the said Act.

1888, c. 29, ss. 94, 95.

Existing rights saved.

7. Nothing in the said agreement of amalgamation, or in this Act contained, or done in pursuance thereof, shall take away or prejudice any claim, demand, right, security, cause of action or complaint which any person has against either of the companies so amalgamated, nor shall it relieve such company

from the payment or performance of any debt, liability, obligation, contract or duty; but the amalgamated company shall assume and be liable for all such claims, demands, rights, securities, causes of action, complaints, debt, obligation, contract or duty to as full an extent as either of the said companies was at or before the time of such amalgamation; and nothing in the said agreement or in this Act contained shall be or shall be construed to be inconsistent with or shall take away, annul or affect any agreement or stipulation whatsoever on the part of either of the said companies with any person or municipality which granted, or which was part of a district granting, any bonus, aid or assistance to either of the said companies, unless and until the consent in writing of such person or municipality (as the case may be) shall have been first obtained.

S. No pending or future claim, action or proceeding by or against either of the said companies so amalgamated shall abate or be affected by such amalgamation, but for all the purposes of such claim, action or proceeding the amalgamated company may be substituted in such claim, action or proceeding in the place thereof.

Amalgamated company may be substituted in existing claims.

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62-63 VICTORIA.

CHAP. 68.

An Act respecting the Great Northern Railway Company, and to change its name to Great Northern Railway of Canada.

[Assented to 11th August, 1899.]

WHEREAS the Great Northern Railway Company has, by Preamble.
its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. The name of the Great Northern Railway Company, hereinafter called "the Company," is hereby changed to "Great Northern Railway of Canada;" but such change in name shall not in any way impair, alter or affect the rights or liabilities of the Company, nor in any wise affect any suit or proceeding now pending, or judgment existing either by, or in favour of, or against the Company, which, notwithstanding such change in the name of the Company, may be prosecuted, continued, completed and enforced as if this Act had not been passed. Name changed. Existing rights saved.

2. Notwithstanding anything contained in the Acts relating to the Company, the time for the completion of the Great Northern Railway and of the bridge across the River Ottawa, at a point between Carillon and Grenville, is hereby extended for a period of three years from the passing of this Act, and the time for the completion of the railway from Lake St. John to James Bay is extended for a period of three years from the passing of this Act, and if not then so completed the powers conferred upon the Company by Parliament shall cease and be null and void as respects so much of the railway as then remains uncompleted. Time for construction extended.

3. Section 2 of chapter 64 of the statutes of 1884 is hereby repealed, and the following is substituted therefor:— 1884, c. 64, s. 2 repealed. New section.

"**2.** The capital stock of the Company shall be eight million dollars, divided as follows, viz:—(a.) Four million five hundred Capital stock.
and

and fifty thousand dollars of ordinary or common stock, divided into forty-five thousand five hundred shares of one hundred dollars each. (b.) Three million dollars of debenture stock, divided into thirty thousand shares of one hundred dollars each, upon which interest or a dividend not exceeding five per cent per annum may be paid by the Company, but no interest or dividend shall be paid on such debenture stock until the interest upon all the bonds issued by the Company shall have been fully satisfied in each year; provided that such interest or dividend shall be non-cumulative, and shall only be paid to the extent which the net earnings of the Company in any one year may permit. (c.) Four hundred and fifty thousand dollars of preference stock, divided into four thousand five hundred shares of one hundred dollars each, which shall rank after the debenture stock of the Company, and upon which interest or dividends not exceeding four and a half per cent per annum may be paid; provided such interest shall be non-cumulative, and shall only be paid out of the net earnings in any one year after payment of the interest on all the bonds and debenture stock outstanding in such year; provided further that such preference stock shall only be issued for the purpose of replacing the preference stock held by the city of Quebec in the Quebec and Lake St. John Railway Company, in the event of the purchase by the Great Northern Railway Company of the railway of the Quebec and Lake St. John Railway Company, and such preference stock may be issued in whole or in part as paid-up stock of the Company and shall, in such event, not be assessable for calls."

Issue of paid-up stock.

4. The directors of the Company elected by the shareholders may make and issue, as paid-up stock, shares in the ordinary or debenture stock of the Company, whether subscribed for or not, and may allot and hand over such stock in payment for right of way, plant, rolling stock or materials of any kind, and also for the services of contractors and engineers, and in whole or partial payment for the purchase, lease or other acquisition of railways, wharfs, lands, ships, appurtenances, franchises and other property which the Company is authorized under the provisions of any Act relating to it to acquire, construct, operate or own, and such issue and allotment of stock shall be binding on the Company and such stock shall not be assessable for calls.

1892, c. 40,
s. 13.

First mortgage bonds.

5. In addition to the bonds authorized by section 13 of chapter 40 of the statutes of 1892, the Company may issue first mortgage bonds to the extent of twenty thousand dollars per mile of railway acquired or to be acquired by it from any other railway company, under the authority of any Act relating to such company, which bonds shall form part of series A referred to in the said section.

2. The Company may also issue bonds, to be designated as Terminal and postal mortgage bonds. terminal and postal mortgage bonds, not exceeding three hundred thousand dollars, redeemable in not more than fifty years, and bearing interest not exceeding five per cent per annum, specially secured as to principal by a first mortgage upon the terminal property of the Company in the city of Quebec, and specially secured as to interest by a first charge upon the mail and colonization subsidies of the railway to be earned upon the railways, if any, acquired from the Lower Laurentian Railway and the Quebec and Lake St. John Railway, or either of them.

6. The Company may construct and operate a branch line Branch lines. from some point on its main line to some point at or near Shawenegan Falls; a branch line from some point on the Lower Laurentian line to a point on the Quebec and Lake St. John line between Rivière à Pierre and Quebec; and may also construct other branch lines from the main line; provided the length of any one such branch shall not exceed twenty miles.

7. The Company may also construct and operate grain Elevators, hotels, etc. elevators, warehouses, hotels and wharfs at any point touched or reached by its railway or connecting lines, and may also build and run steam vessels on any navigable waters touched or reached by its railway or connecting lines, except on the Mortgaging powers. Ottawa River; and may separately mortgage and hypothecate such branch lines, elevators, warehouses, hotels, wharfs and steam vessels for the cost thereof, and may pledge the revenue thereof for the payment of the interest upon the bonds issued in respect of each thereof.

8. Section 11 of chapter 40 of the statutes of 1892 is hereby repealed, and the following is substituted therefor: 1892, c. 40, s. 11 repealed. New section.

“11. The annual meeting of the shareholders shall be held Annual meeting. on the first Tuesday in October in each year, at the head office of the Company in the city of Quebec, or at such other place in Canada or Great Britain as may, by by-law, be made the head office of the Company.”

9. Section 12 of chapter 40 of the statutes of 1892 is hereby amended by adding thereto the following subsections:— Section 12 amended.

“2. The number of directors may be increased, from time to time, by by-law of the Company to any number not exceeding eleven, which by-law may also regulate the quorum of directors; and provided that the mayor of any city, town or municipality subscribing stock in or granting a bonus to the Company of twenty-five thousand dollars or more, may, after payment of the same, be ex-officio a director of the Company, and such ex-officio members of the board shall be in addition to the number of directors authorized by this section. Increase in number of directors.

Additional directors.

“3. If any such increase in the number of directors is authorized by by-law after the election of directors for the year has taken place, the elected directors may appoint from among the qualified shareholders of the Company such additional directors, who shall hold office until the next election of directors by the shareholders.”

Rights of province of Quebec.

10. Nothing in this Act contained shall in any way affect the rights now possessed by the Government of the province of Quebec over the Quebec and Lake St. John Railway under the provisions of chapter 43 of the statutes of 1899 of Quebec, or any other existing legislation of the said province.

Act to come into force upon proclamation. Conditions precedent.

11. This Act shall come into force on a day to be named by proclamation of the Governor General and notice thereof shall be published by the Company in *The Canada Gazette*; but such proclamation shall not issue until the Company has paid to the corporation of the parish of St. Andrews, in the county of Argenteuil, the sum of ten thousand dollars, or, in the alternative, until the Company has acquired the ownership or lease of the railway from the town of Lachute to St. Andrews; and upon acquiring such ownership or lease the Company shall become bound to continuously and effectively operate or cause to be operated the said railway from Lachute to St. Andrews.

Power to acquire railway.

2. For the purpose of enabling the Company to perform the condition hereinbefore mentioned the Company is hereby empowered to purchase, lease or otherwise acquire the said railway from the Atlantic and Lake Superior Railway Company, or the company owning the said railway, and such company is hereby empowered to sell, lease or otherwise dispose of the said railway to the Great Northern Railway of Canada, on such terms as are agreed upon and approved of by the Governor in Council.

Powers as to Central Counties Railway Co.

12. The Company may purchase or lease in whole or in part the railway, franchises, rights, powers, surveys, plans, works, plant, material, machinery and other property belonging to the Central Counties Railway Company.

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62-63 VICTORIA.

CHAP. 69.

An Act respecting the Great North-west Central Railway Company.

[Assented to 10th July, 1899.]

WHEREAS the Great North-west Central Railway Com-^{Preamble.}
pany has, by its petition, prayed that it be enacted as
hereinafter set forth, and it is expedient to grant the prayer
of the said petition: Therefore Her Majesty, by and with the
advice and consent of the Senate and House of Commons of
Canada, enacts as follows:—

1. Section 3 of chapter 64 of the statutes of 1898 is hereby ^{1893, c. 64,}
amended by striking out all the words after the word “same” ^{s. 3 amended.}
in the eleventh line thereof to the end of the section.

2. Subsection 7 of section 4 of the said Act is hereby ^{Section 4}
repealed. ^{amended.}

3. Section 5 of the said Act is hereby amended by striking ^{Section 5}
out the words “eight hundred and ninety-nine” in the seventh ^{amended.}
and eighth lines thereof, and substituting therefor the words
“nine hundred”; provided always, that the extension of time
granted by this section shall not be available to the Company
after the thirty-first day of December, one thousand eight hun-
dred and ninety-nine, unless the Company has before that time
expended at least the sum of twenty thousand dollars on the
construction of the said first twenty miles of the said extension.

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most Excellent Majesty.



62-63 VICTORIA.

CHAP. 70.

An Act respecting the Hudson's Bay and Yukon Railways and Navigation Company, and to change its name to the Hudson's Bay and North-west Railways Company.

[Assented to 10th July, 1899.]

WHEREAS the Hudson's Bay and Yukon Railways and Navigation Company has, by its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Preamble.

1. The name of the Hudson's Bay and Yukon Railways and Navigation Company, hereinafter called "the Company," is hereby changed to "The Hudson's Bay and North-west Railways Company," but such change in name shall not in any way impair, alter or affect the rights or liabilities of the Company, nor in any wise affect any suit or proceeding now pending, or judgment existing either by, or in favour of, or against the Company, which, notwithstanding such change in the name of the Company, may be prosecuted, continued, completed and enforced as if this Act had not been passed.

Name changed.

2. The Company may, in the North-west Territories, construct and maintain telegraph and telephone lines, establish offices for the transmission of messages for the public, and collect tolls for so doing; and for the purposes of operating such telegraph and telephone lines the Company may enter into a contract with any other company, or may lease the Company's lines or any part thereof; and may connect its lines with the lines of any other telegraph or telephone company in Canada.

Telegraph and telephone lines.

2. The Company may enter into arrangements with any other telegraph or telephone company for the exchange and transmission of messages, or for the working in whole or in part of the lines of the Company.

Arrangements with other companies.

Rates to be approved.

3. No rates or charges shall be demanded or taken from any person for the transmission of any message by telegraph or telephone, or for leasing or using the telegraphs or telephones of the Company, until such rates or charges have been approved of by the Governor in Council,—which rates may from time to time be revised by the Governor in Council.

R.S.C., c. 132

4. *The Electric Telegraph Companies Act* shall apply to the telegraphic business of the Company.

Business of Company.

3. The Company may—

Construction of docks, buildings, etc.

(a.) construct and operate, or aid in and subscribe towards the construction, operation, maintenance and improvement of stage or wagon roads, tramways, docks, piers, viaducts, flumes, ditches, mills, elevators or other buildings and works which may be deemed necessary or convenient for the purposes of the Company ;

Electricity.

(b.) erect, use and manage or aid or subscribe towards works, machinery and plant for the generation, transmission and distribution of electric power and energy ;

Carriers.

(c.) carry on in the North-west Territories the business of carriers, forwarding and transportation agents, and all other business incident thereto or connected therewith, and also the business of wharfingers, shippers and vessel owners ;

Acquisition of lands, vessels, etc.

(d.) acquire timber, lands, buildings, docks, works, vessels, vehicles, goods, wares or merchandise and other property, real and personal, movable and immovable ; and improve, extend, manage, develop, lease, mortgage, dispose of or turn to account the same ;

Fisheries.

(e.) establish and carry on fisheries and fishing industries, and the operations and business incidental thereto, in and along the shores of Hudson's Bay and waters tributary thereto, and other waters within the North-west Territories ;

Shops and merchandise.

(f.) establish shops or stores within the North-west Territories, and purchase and vend general merchandise, clothing, provisions, stores, machinery appliances and supplies, fish and mineral and other products, and improve, extend, manage, develop, lease, mortgage, or dispose of the properties or business aforesaid or the revenues or profits derived therefrom, and generally may do all such things as are incidental or conducive to the attainment of the above objects or any of them.

Tolls to be approved.

2. The fares, tolls and other charges in respect of any stage or wagon roads or tramways operated by the Company for the conveyance of passengers or freights shall be subject to the approval of, and to revision from time to time by, the Governor in Council under the provisions of *The Railway Act*.

Agreement with other companies.

4. The Company may enter into an agreement with the Ontario, Hudson's Bay and Western Railway Company, for conveying or leasing to such company the railway of the Company, in whole or in part, or any rights or powers acquired under this Act, as also the franchises, surveys, plans, works,

plant, material, machinery and other property to it belonging, or for an amalgamation with such company, on such terms and conditions as are agreed upon, and subject to such restrictions as to the directors seem fit ; provided that such agreement has been first approved by two-thirds of the votes at a special general meeting of the shareholders duly called for the purpose of considering it, at which meeting shareholders representing at least two-thirds in value of the stock are present or represented by proxy, and that such agreement has also received the sanction of the Governor in Council.

Approval of shareholders and Governor in Council.

2. Such sanction shall not be signified until after notice of the proposed application therefor has been published in the manner and for the time set forth in section 239 of *The Railway Act* and also for a like period in one newspaper in each of the electoral districts through which the railway of the Company runs, and in which a newspaper is published.

Notice of application for sanction.

3. A duplicate of the agreement referred to in subsection 1 of this section, duly ratified and approved, shall, within thirty days after its execution, be filed in the office of the Secretary of State of Canada, and notice thereof shall be given by the Company in *The Canada Gazette*, and the production of the *Canada Gazette* containing such notice shall be prima facie evidence of the requirements of this Act having been complied with.

Agreement to be filed with Secretary of State.

5. The Company may receive from any government, corporation or person in aid of the construction, equipment or maintenance of any of its works, grants of land, bonuses, loans or gifts of money or securities for money or the guarantee of bonds of the Company, and may dispose thereof, and may alienate such property, other than right of way acquired for railway purposes, as is not required for the purposes of the Company.

Aid to Company.

6. The Company may issue its bonds, debentures, or other securities on the whole of its lines of railway ; or separately, (1) with respect to the section thereof extending from Chesterfield Inlet to Great Slave Lake ; or (2) with respect to that section thereof extending from a point on the Mackenzie River to another point on the said river ; or (3) with respect to that section extending from the Mackenzie River to the Porcupine River ; or (4) with respect to any business of the Company apart from its railways ; and such bonds, debentures or other securities, if so issued, shall, subject to the provisions contained in section 94 of *The Railway Act*, form a first charge upon and be limited to the particular works, business or section, in respect of which the same are thus respectively issued, and upon the rents and revenues thereof, and upon all the property of the Company appertaining or belonging to such works, business or section, and the Company may guarantee the amount of the rent or revenues to be derived from any such works, business or sections.

Bond issue.

1888, c. 29.

1897, c. 46,
s. 10 repealed.

Time for
construction
of railway
extended.

7. Section 10 of chapter 46 of the statutes of 1897 is hereby repealed, and in lieu thereof it is hereby enacted that if the construction of the railway of the Company is not commenced, and fifteen per cent on the amount of the capital stock is not expended thereon within three years after the passing of this Act, or if the railway is not finished and put in operation within seven years after the passing of this Act, the powers conferred upon the Company by Parliament shall cease and be null and void as respects so much of the railway as then remains uncompleted.

Separate
accounts
to be kept.

8. The Company shall keep the accounts of and relating to the railways and the operation thereof separate and distinct from the accounts of and relating to any other business which the Company is authorized to carry on.

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62-63 VICTORIA.

CHAP. 71.

An Act respecting the James Bay Railway Company.

[Assented to 10th July, 1899.]

WHEREAS the James Bay Railway Company has, by its Preamble. petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. Section 6 of chapter 47 of the statutes of 1897 is hereby 1897, c. 47, repealed. s. 6 repealed.

2. The time for the commencement of the railway of the James Bay Railway Company, and the extension thereof, authorized by the Acts relating to the said Company, is hereby extended for a period of two years from the passing of this Act, and if fifteen per cent of the amount of the capital stock is not expended thereon within such two years, or if the railway is not finished and put in operation within five years from the passing of this Act, then the powers conferred upon the said Company by Parliament shall cease and be null and void as respects so much of the railway and extension as then remains uncompleted. Time for construction of railway extended.

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62-63 VICTORIA.

CHAP. 72.

An Act to incorporate the Klondike Mines Railway Company.

[Assented to 10th July, 1899.]

WHEREAS a petition has been presented praying that it Preamble.
be enacted as hereinafter set forth, and it is expedient
to grant the prayer of the said petition: Therefore Her Majesty,
by and with the advice and consent of the Senate and House
of Commons of Canada, enacts as follows:—

1. Thomas W. O'Brien of Dawson City, James Arthur Seybold of Ottawa, William D. Ross of New Glasgow, Nova Scotia, and Llewellyn N. Bate and Harold Buchanan McGivern of Ottawa, together with such persons as become shareholders in the company, are hereby incorporated under the name of "The Klondike Mines Railway Company," hereinafter called "the Company." Incorporation.
Corporate name.

2. The persons named in section 1 of this Act shall be the first or provisional directors of the Company, of whom a majority shall form a quorum, and they may forthwith open stock books and procure subscriptions of stock and receive payments on account of stock subscribed, and carry on the business of the Company. Provisional directors.

3. The capital stock of the Company shall be one million dollars, and may be called up by the directors from time to time as they deem necessary, but no one call shall exceed ten per cent on the shares subscribed. Capital stock and calls thereon.

4. The head office of the Company shall be in the city of Ottawa, in the province of Ontario, or in such other place in Canada as the directors from time to time determine by law. Head office.

5. The annual meeting of the shareholders shall be held on the first Monday in September in each year. Annual meeting.

Election of directors.

6. At such meeting the shareholders present or represented by proxy, who have paid all calls due on their shares, shall choose not more than nine and not less than five persons to be directors of the Company, each of whom shall hold at least fifty shares of the capital stock of the Company, and one or more of whom may be paid directors.

Line of railway described.

7. The Company may lay out, construct and operate single or double lines of railway or tramway, or both, worked by electric or any other motive power in Klondike City, and also from Klondike City along the Klondike River to Bonanza Creek, thence along Bonanza Creek to the Divide, thence across the Divide by the most feasible route to Dominion Creek, thence along Dominion Creek to the Indian River, thence along the Indian River to the Yukon River, and thence along the Yukon River to Dawson City, and may also lay out, construct and operate branch lines of such railway or tramway on Klondike River, Hunker Creek, Bean Creek, Quartz Creek, Sulphur Creek, Eldorado Creek and other creeks in the vicinity.

Route to be approved.

2. The Company shall not commence the construction of any one of such lines of railway or tramway until the proposed route thereof has been approved of by the Governor in Council; and, as to any portion of any such lines which lies along or through any mountain pass or river gorge, and which in the opinion of the Governor in Council, has room for only one line of rails, every other railway company whose authorized line necessarily runs through such pass or gorge, shall, upon such conditions, terms and regulations as the Governor in Council makes in that behalf, also have the right to operate its line of railway by the exercise of running powers, or otherwise, as the Governor in Council determines, over any such portions of the line of the Company which lies along or through such pass or gorge.

Telegraph and telephone lines.

8. The Company may, in Klondike City, and elsewhere in the district covered by its said lines of railway or tramway, construct, maintain and operate telegraph and telephone lines, establish offices for the transmission of messages for the public, and collect tolls therefor, and, for the purposes of operating such telegraph and telephone lines, the Company may enter into a contract with any other company, or may lease the Company's lines, and may connect its lines with the lines of any other telegraph or telephone companies in the United States at or near some point or points on the international boundary between British Columbia or the Yukon District and the district of Alaska, and with the lines of any other telegraph or telephone companies in Canada, for the purposes of its business.

Arrangements with other companies.

2. The Company may enter into arrangements with any other telegraph or telephone company for the exchange and transmission

transmission of messages, or for the making in whole or in part of the lines of the Company.

3. No rates or charges shall be demanded or taken from any person for the transmission of any message by telegraph or telephone or for leasing or using the telegraphs or telephones of the Company until such rates or charges have been approved of by the Governor in Council. Rates to be approved.

4. *The Electric Telegraph Companies Act* shall apply to the telegraphic business of the Company. R.S.C., c. 132.

9. The Company may, in connection with its railway or tramway and for the purposes of its business,— Powers of Company.

(a.) acquire lands, and erect, use and manage works, manufacture machinery and plant for the generation, transmission and distribution of electric power and energy; Electricity.

(b.) build and maintain power houses and stations for the development of electrical force and energy; Power houses.

(c.) acquire exclusive rights in letters patent, franchises, or patent rights, for the purpose of the works and undertakings hereby authorized, and again dispose of such rights; Patent rights.

(d.) sell or lease any surplus power which the Company may develop or acquire, either as water power or by converting the same into electricity, or other force for the distribution of light, heat, or power, or for all purposes for which electricity can be used, with power to transmit the same. Surplus power.

10. The Company may receive from any government or person in aid of the construction, equipment or maintenance of any of its works, grants of land, bonuses, loans or gifts of money or securities for money, and may dispose of the same, and may alienate such property as is not required for the purposes of the Company. Aid to Company.

11. The Company may, under the authority of the ordinary shareholders given at a special general meeting duly called for that purpose (at which meeting shareholders representing at least two-thirds in value of the stock are present or represented by proxy) issue any portion of its capital stock as preferred stock, and such preferred stock shall have the special incidents and privileges defined by the following paragraphs, that is to say:— Preferred stock.

(a.) The profits of each year shall be first applied to pay a cumulative preferential dividend at a rate not exceeding six per cent per annum: Preferential dividend.

(b.) The residue of surplus profits applicable for dividend in each year shall be divided among the holders of the ordinary shares: Ordinary dividend.

(c.) Nothing herein contained shall prejudice or limit the powers or discretion of the directors as to the time or mode of application and distribution of profits, or as to the setting aside of profits for a reserve fund and depreciation accounts: Application of profits.

Return of capital.

(d.) The holders of the said preferred stock shall also be entitled to the preferential payment of the amount paid up on their shares out of the assets available for the return of capital, in priority to any return of capital in respect of ordinary shares in the Company; and, subject thereto, the residue of such surplus assets shall belong to, and be divided among the ordinary shareholders.

Rights of preferred stockholders.

2. The holders of such preferred stock shall have and enjoy the rights, privileges and qualifications of holders of capital stock for voting at all meetings of the shareholders and for the purpose of becoming directors.

Bond issue on Company's property generally.

12. The directors, under the authority of a resolution of the shareholders passed at the first general meeting of the shareholders, or at any special general meeting called for that purpose, or at any annual meeting at which shareholders representing, at least, two-thirds in value of the issued capital stock of the Company are present or represented by proxy, may from time to time, at their discretion, borrow money for the purposes of the Company, and may issue bonds or debentures in respect of the same, and secure the repayment of the said moneys in such manner and upon such terms and conditions as they see fit, and for this purpose may mortgage, pledge, hypothecate, or charge all or any of the assets and property of the Company other than the railway.

Bond issue on railway.

13. The Company may, in addition to the powers granted by the next preceding section, issue bonds, debentures or other securities to the extent of thirty thousand dollars per mile of its railways and tramways, and such bonds, debentures or other securities may be issued only in proportion to the length of railways and tramways constructed or under contract to be constructed.

Time for construction limited.

14. If the construction of the railway is not commenced, and fifteen per cent on the amount of the capital stock is not expended thereon, within two years after the passing of this Act, or if the railway is not finished and put in operation within five years after the passing of this Act, the powers conferred upon the Company by Parliament shall cease and be null and void as respects so much of the railway as then remains uncompleted.

1888, c. 29.

15. *The Railway Act* shall apply to the Company, and shall be incorporated with and form part of this Act in so far as it is not inconsistent with any of the provisions hereof.

R.S.C., c. 118.

16. *The Companies Clauses Act* shall not apply to the Company.



62-63 VICTORIA.

CHAP. 73.

An Act respecting the Lindsay, Bobcaygeon and Pontypool Railway Company.

[Assented to 10th July, 1899.]

WHEREAS the Lindsay, Bobcaygeon and Pontypool Railway Company has, by its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, declares and enacts as follows:—

1. The Act to incorporate the Lindsay, Bobcaygeon and Pontypool Railway Company, chapter 55 of the statutes of 1890, is hereby revived and declared to be in force. 1890, c. 55 revived.

2. Section 1 of the said Act is hereby amended by striking out of the said section the names John Petrie, George Bick, John McDonald, Duncan John McIntyre and James Bain Knowlson. Section 1 amended. Incorporators.

3. Section 4 of the said Act is hereby repealed, and in lieu thereof it is enacted that John Dundas Flavelle, Frederick C. Taylor, James Gordon Edwards, James Graham, Robert Kennedy, William Needlar, James L. Deacon, William McDonell, John Dobson, John Kennedy and Thomas Brady, all of the town of Lindsay, and Albert E. Bottum, Mossom Martin Boyd, William Thornton Cust Boyd, John L. Read and John T. Robinson, all of the village of Bobcaygeon, shall be the provisional directors of the said Company. Section 4 amended. Provisional directors.

4. If the construction of the railway is not commenced, and fifteen per cent of the amount of the capital stock is not expended thereon within two years from the first day of August, one thousand eight hundred and ninety-nine, or if the railway is not finished and put in operation in five years from the said first day of August, then the powers conferred upon the said Company by Parliament shall cease and be null and void as respects so much of the railway as then remains uncompleted. Time for construction limited.



62-63 VICTORIA,

CHAP. 74.

An Act respecting the Lindsay, Haliburton and
Mattawa Railway Company.

[Assented to 10th July, 1899.]

WHEREAS the Lindsay, Haliburton and Mattawa Railway Preamble.
Company has, by its petition, prayed that it be enacted
as hereinafter set forth, and it is expedient to grant the prayer
of the said petition: Therefore Her Majesty, by and with the
advice and consent of the Senate and House of Commons of
Canada, enacts as follows:—

1. Notwithstanding anything contained in section 1 of chapter Time for
construction
extended.
51 of the statutes of 1897 the time limited for the commen-
cement of the railway of the Lindsay, Haliburton and Mattawa
Railway Company, and for the expenditure of fifteen per cent on 1897, c. 51, s. 1.
the amount of its capital stock as required by section 89 of *The*
Railway Act, is hereby extended for a period of two years 1888, c. 29.
from the twenty-second day of July, one thousand eight
hundred and ninety-nine; and if such expenditure is not so
made, and if the railway is not finished and put in operation
within five years from the said date, the powers conferred
upon the said Company by Parliament shall cease and be null
and void as respects so much of the railway as then remains
uncompleted.

OTTAWA: Printed by SAMUEL EDWARD DAWSON, Law Printer to the Queen's
most Excellent Majesty.



62-63 VICTORIA.

CHAP. 75.

An Act respecting the Manitoba and South-eastern Railway Company.

[Assented to 11th August, 1899.]

WHEREAS the Manitoba and South-eastern Railway Company has, by its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. The Manitoba and South-eastern Railway Company may enter into an agreement with the Canadian Northern Railway Company, or with the company which may be formed by an amalgamation between that company and the Ontario and Rainy River Railway Company (if such amalgamation takes place), for an amalgamation with such company, on such terms and conditions as are agreed upon, and subject to such restrictions as to the directors seem fit; provided that such agreement has been first approved by two-thirds of the votes at a special general meeting of the shareholders duly called for the purpose of considering it,—at which meeting shareholders representing at least two-thirds in value of the stock are present or represented by proxy,—and that such agreement has also received the sanction of the Governor in Council.

2. Unless the said agreement has been approved by every shareholder in each company party thereto, the sanction of the Governor in Council shall not be signified until after notice of the proposed application therefor has been published in the manner and for the time set forth in section 239 of *The Railway Act*, and also for a like period in one newspaper in each of the counties through which the railway of the Company runs and in which a newspaper is published.

3. A duplicate of the said agreement shall, within thirty days after its execution, be filed in the office of the Secretary

When amal-
gamation to
take effect.

of State of Canada, and notice thereof shall be given by the Company in *The Canada Gazette*, and thereupon such amalgamation shall be deemed to be complete and operative in accordance with the terms of the said agreement, and the production of *The Canada Gazette* containing such notice shall be prima facie evidence of the requirements of this Act having been complied with.

Amalgama-
tion or pooling
contract with
C. P. R.
prohibited.

4. The Company shall not, nor shall any of the branch lines thereof, or any line of railway leased by the Company or under its control, be at any time amalgamated with the Canadian Pacific Railway Company or any of its branch lines, or with any branch lines leased by the Canadian Pacific Railway Company or under its control; and such amalgamation and any arrangement for making a common fund or pooling the earnings or receipts of the said two railways, or their or any of their branch lines, or any railway lines or parts thereof leased by the said companies or either of them, shall be absolutely void. This provision, however, shall not extend to traffic or running arrangements with the assent of the Governor in Council.

Mortgage
confirmed.

5. The mortgage set out in the schedule to this Act is hereby declared to be valid, binding and effectual according to the terms thereof, which may be enforced as therein provided as fully and effectually as if they were embodied in this Act.

SCHEDULE.

THIS INDENTURE, made the first day of February, A.D. 1899, between The Manitoba and South Eastern Railway Company, hereinafter called the Company, of the first part; the Honourable Thomas Greenway, of the city of Winnipeg, Railway Commissioner of the Province of Manitoba, and the Honourable Robert Watson, of the same place, Minister of Public Works of the said province, and their successors in the trust, hereinafter called the trustees, of the second part; and Her Majesty, the Queen, hereinafter called the Government, and herein represented and acting by the Railway Commissioner of the province of Manitoba, of the third part.

1. Whereas by agreement dated the thirteenth day of May, 1898, made between the Government and the Company, pursuant to and under the authority of the Act of the Legislature of Manitoba, being chapter 43 of the statutes of Manitoba for the year 1898, the Company agreed to construct or cause to be constructed, completed and running the line of railway therein mentioned, and the Government agreed to guarantee the payment of the principal and interest of the first mortgage bonds of the Company to the extent of eight thousand dollars per mile for the said line of railway;

2. And whereas under the Acts relating thereto the Company is duly authorized to issue the bonds hereinafter mentioned and to secure the payment of the same by this mortgage;

3. And whereas the said line is a line of railway commencing at a point in the city of Winnipeg, thence in a south-easterly direction to the boundary of the Province of Manitoba, en route to Rainy River at or near its mouth, via the State of Minnesota, which line from Winnipeg to said boundary is 101 miles in length or thereabouts;

4. And whereas all necessary and requisite by-laws and resolutions of the directors and shareholders of the Company have been duly passed so as to make the issue of bonds hereby secured and the execution of these presents legal and valid and in accordance with the requirements of the statutes relating to the Company and of all other statutes and laws in that behalf;

5. And whereas these presents have been duly submitted to and have been duly approved of by the shareholders and directors of the Company at meetings duly called and held to consider the same, and these presents are also satisfactory to the Government;

Now this indenture witnesseth—

6. Wherever in these presents the Company is mentioned or referred to such mention or reference shall extend to and include its successors and assigns, and wherever the trustees are mentioned or referred to such mention or reference shall extend to and include their successors in this trust and any other trustee or trustees who may be appointed or succeed to the trusts hereof.

7. The total amount of the issue of bonds hereby secured shall be at the rate of eight thousand dollars per mile, and no more, for each mile of the said line of railway. Each bond shall be for the sum of one hundred pounds sterling money of Great Britain. The said bonds shall be dated the first day of February, A. D. 1899. The principal money thereby secured shall be payable on the first day of February, A. D. 1929, with interest at the rate of four per cent per annum, half-yearly, on the first days of August and February in each year during the currency of the said bonds; all interest to be represented by coupons attached to the said bonds. The place of payment of both principal and interest shall be at the Bank of Scotland in London, England. The form of bond shall be as follows or to the like effect:—

DOMINION OF CANADA.

PROVINCE OF MANITOBA.

Series A.
£100.0.0

[No.]

THE MANITOBA AND SOUTH-EASTERN RAILWAY COMPANY.

Four per cent First Mortgage Bond.

Guaranteed by the Province of Manitoba.

The Manitoba and South Eastern Railway Company, for value received, hereby promises to pay the bearer hereof, or, if registered, to the registered holder, one hundred pounds, sterling money of Great Britain, on the first day of February, A.D. 1929, at the office of the Bank of Scotland, in London, England, with interest thereon at the rate of four per cent per annum, payable half-yearly, at the said place, on the first days of August and February in each year, on the presentation and surrender of the interest coupons hereto annexed as they severally become due.

This bond is one of a series of like tenor and date, the total amount of which is at the rate of eight thousand dollars per mile, and no more, of the said Company's line of railway from a point in the city of Winnipeg, thence in a south-easterly direction to a point in or near Township 1, in Range 14, east of the principal meridian in the Province of Manitoba, thence to the boundary of the said province, en route to Rainy River at or near its mouth, via the State of Minnesota, which line from Winnipeg to said boundary is estimated at 101 miles in length or thereabouts. The payment of principal of all of said bonds and interest thereon is secured by a deed of mortgage bearing even date herewith, duly executed by the Company, to the Hon. Thomas Greenway, the Railway Commissioner of the Province of Manitoba, and the Hon. Robert Watson, the Minister of Public Works of the said province, and their successors in the trust, as trustees, which conveys to the said trustees by way of mortgage the said line of railway of the Company and the other premises and properties as in said mortgage described, save and except as provided in the Railway Act of Canada and save and except the Company's land grant from the Dominion of Canada.

And the payment of the principal of the said bonds and interest thereon is guaranteed by the Province of Manitoba as thereon endorsed.

This bond may be registered in the books of the company at its head office, or at the office of the Bank of Scotland, London, after which no transfer, except upon the books of the Company, at the place of registry, will be valid, but it is not to be deemed registered until the name of the holder is

registered on the back of the bond as well as in the said books. A transfer in favour of bearer may subsequently be registered, after which this bond shall be transferable by delivery alone until again registered in the name of the holder.

This bond is subject to the terms of said mortgage and shall not become obligatory until it shall be certified by the trustees for the time being under the said mortgage.

In witness whereof the Manitoba and South Eastern Railway Company has caused its seal to be hereto affixed, and these presents to be signed by its president and countersigned by its secretary, this first day of February, one thousand eight hundred and ninety-nine.

.....
Countersigned. *President.*
[Seal.]

.....
Certified by *Secretary.*

.....
.....
Trustees.

INTEREST COUPON.

£2.0.0.

Coupon No.

The Manitoba and South Eastern Railway Company will pay the bearer two pounds sterling on the _____ day of _____, at the office of the Bank of Scotland, London, England, being half-yearly interest on bond No. _____.

Series A.

.....
Secretary.

GUARANTEE TO BE ENDORSED ON BOND.

Under the provisions of 61 Victoria, Chapter 43, Statutes of Manitoba, 1898, the principal sum secured by the within bond, and interest thereon payable semi-annually for thirty years, at the rate of four per cent per annum, is hereby guaranteed by the Government of Manitoba.

Dated the _____ day of _____, A.D. 1899.

.....
Provincial Treasurer.

8. For and in consideration of the premises, and for the purpose of securing the payment of the said bonds and the interest thereon, the Company doth hereby grant and convey unto the trustees, their heirs and assigns, as joint tenants and not as tenants in common, that portion of the said Company's railway, viz.: Commencing at a point in the city of Winnipeg, thence in a south-easterly direction to the boundary of the province of Manitoba, en route to Rainy River at or near its mouth, via the state of Minnesota, which line from Winnipeg to said boundary is estimated at 101 miles in length or thereabouts, which line is hereinafter referred to as "the said railway," as the same is now located and constructed or in course of construction, and as the same may be hereafter located and constructed; together with all the Company's property, comprising telegraph and telephone lines erected along the said railway or used in connection therewith and with all rights of way and station grounds, station houses, engine houses, freight sheds, machine shops and all other structures now held and acquired, or which hereafter may be held or acquired by the Company, its successors or assigns, for use in the construction, maintenance, operation and running of the said railway and telegraph and telephone lines, and also all locomotives, tenders, passenger, baggage, freight and other cars, and all other rolling stock, steam shovels and equipment whatsoever, and all machinery, tools and implements, and all supplies and materials now held or hereafter acquired by the Company, its successors or assigns, for constructing, maintaining, operating and repairing the said railway and telegraph and telephone lines, or any of the equipment or appurtenances, thereof, and all tolls, incomes, rents, issues, profits and sources of money arising or to arise from the said railway and other property except as hereinafter provided; and also all other privileges, powers, immunities and all other corporate and other franchises in respect of the said railway now owned, held or enjoyed by the Company or hereafter to be held, owned or conferred upon it, its successors and assigns; save and except as provided in *The Railway Act* of Canada, and save and except the Company's land grant from the Dominion of Canada which is hereby expressly excepted and reserved from the operation of this mortgage.

To have and to hold the above described property, premises, things, rights, privileges and franchises acquired and to be acquired, and hereby expressed to be conveyed and intended so to be unto the trustees, their heirs and assigns, according to the nature and quality thereof, as joint tenants and not as tenants in common, and to their successors in the said trust:

In trust, nevertheless, to and for the uses and for the purposes and conditions hereinafter set forth:

9. Until default shall be made in the payment of the principal or interest of the said bonds hereby secured, or of some one or more of them, or in respect of something herein required

to be done, or some condition or covenant to be performed by it, the Company and its assigns shall be suffered and permitted to possess, manage and enjoy the said railway, and all other property expressed to be conveyed hereby, together with the equipment and appurtenances thereof, and the franchises appertaining thereto, and to take and use the rents, incomes, profits, tolls and issues thereof, in the same manner and with the same effect as if this deed had not been made, but subject or to be subject nevertheless to the lien of these presents.

10. In case default shall be made in the payment of any interest to accrue on any of the aforesaid bonds to be issued by the Company, when such interest shall become payable according to the tenor of such bond or the terms of any coupons thereto annexed, and such default shall continue for a period of six months, or in case default shall be made in the observance or performance of any other matter or thing in these presents mentioned, and agreed or required to be observed and performed by the said Company, and such default shall continue for a period of six months after written notice thereof to the Company, then and from thenceforth, and in either of such cases, except as hereinafter mentioned, it shall be lawful for the trustees, personally or by their or his attorneys or agents, to enter into and upon all and singular the railway and property hereby conveyed or intended so to be acquired or constructed, and to be acquired or constructed, or any part thereof; and thenceforth to have, hold, possess and use the said railway and property, and each and every part and parcel thereof, then subject to the lien of these presents, with full power for the period of three months thereafter, and afterwards until the sale and subsequent delivery of the said railway shall have been made as herein provided, to operate and conduct the business of the said railway, including all telegraph and telephone lines by their superintendents, managers and servants or attorneys or agents, and to make, from time to time, all repairs and replacements, and such needful alterations, additions and improvements thereto as may seem to them to be judicious, and to collect and receive all tolls, fares, freights, incomes, rents, issues and profits of the same, and of every part thereof; or to lease to some other company the said railway and telegraph and telephone lines, with full power to such other company to operate and conduct the business of the railway and telegraph and telephone lines, and after deducting the expenses of operating the said railway and telegraph and telephone lines and conducting the business thereof, and of all the said repairs, replacements, alterations, additions and improvements, and all payments which may be made or may be due for taxes, assessments, charges or liens, prior to the lien of these presents upon the said premises, or any part thereof, as well as just compensation for their own services and for the services of such attorneys and counsel and all other agents and persons as shall have been by them

employed, and all other charges and expenses reasonably incurred in or about the execution of the trusts or powers by this indenture created, the trustees shall apply the moneys arising from such collections and receipts, as aforesaid, to the payment of interest on the said bonds, but excluding all interest coupons which may have been paid by the Government of Manitoba under its guarantee, in the order in which such interest shall have become and shall become due, ratably to the persons entitled to such interest, and if, after paying in full the interest which shall have accrued on the said bonds, a surplus of the moneys arising, as aforesaid, shall remain, and the principal of the said bonds shall not be due, and such surplus or any part thereof shall not be required, in the judgment of the trustees, for the protection of the property, or to provide for the instalment of interest next thereafter to fall due, the same shall be applied in payment of the interest coupons which may have been paid by the Government of Manitoba, and any surplus which shall remain after such payment shall be paid over to the Company or its assigns; but in case the principal of said bonds shall have become due, or shall have been declared by the trustees to be due, under the provisions of paragraph 12 of this indenture, the surplus arising, as aforesaid, shall be reserved, to be applied to the payment of said bonds, upon the sale of the said railway and premises as hereinafter provided.

11. In case default shall be made in the payment of interest on the said bonds, or any of them, as aforesaid, and shall continue as aforesaid, for the period of six months thereafter; or in case default shall be made in the payment of the principal of the said bonds, or any of them, or any part thereof, when the same shall respectively become due and payable, and shall continue for a period of six months thereafter, it shall be lawful for the trustees, after such entry as aforesaid, or after other entry, or without entry, personally or by their attorneys or agents to sell and dispose of the said railway, property, and all and singular the property, rights and franchises hereinbefore particularly described and expressed to be conveyed, and which shall be then subject to the lien of these presents at public auction in the city of Winnipeg, in the Province of Manitoba, and at such time as the trustees shall appoint, having first given notice of the time and place of such sale, by advertisement, published not less than three times a week for three successive months, in one or more daily newspapers published in the cities of Winnipeg, London (England), Toronto and Montreal. And, after such notice, it shall be lawful for the trustees to make such sale, with or under any special conditions as to upset price, reserved bid, or otherwise, or as to receiving the price or consideration of such sale in whole or in part in bonds or interest coupons secured hereunder, which may be prescribed or authorized by the bondholders in the manner hereinafter provided; also with power to rescind or

vary any contract of sale that may have been entered into thereat, and re-sell with or under any of the powers herein. And the trustees may stop, suspend or adjourn such sale from time to time, in their discretion, and if so adjourning, and after one month's notice thereof, published not less than three times a week for one month in the said daily newspaper or newspapers, make such sale with or under any of the powers herein, at the time and place to which the same shall be so adjourned, and make and deliver to the purchaser or purchasers of the said railway, property, or any part thereof, good and sufficient deed or deeds in the law for the same, which sale, made as aforesaid, shall be a perpetual bar, both in law and equity, against the Company and its assigns, and all other persons claiming the said premises or any part or parcel thereof, by, from or under the said Company or its assigns. And, after deducting from the proceeds of such sale just allowances for all expenses thereof, including attorneys' and counsel fees, and all other expenses, advances or liabilities, which may have been made or incurred by the trustees in operating or maintaining the said railway and property, or in managing the business thereof, and all payments by them made for taxes and assessments, and for charges and liens prior to the lien of these presents on the same or any part thereof, as well as reasonable compensation for their own services, and any other expenses or charges referred to in paragraph 10, it shall be lawful for the trustees, and it shall be their duty, to apply the residue of the moneys arising from such sale to the payment of the principal and accrued and unpaid interest on all the said bonds which shall then be outstanding, without discrimination or preference as between principal and accrued and unpaid interest, or as between the holders of the said bonds or of any coupons issued therewith, but equally and ratably and to all such bond and coupon holders, excluding, however, any bonds and interest coupons paid by the Government of Manitoba; and if, after the payment and satisfaction of said bonds, principal and interest, a surplus of the said proceeds shall remain, the same shall be applied in payment of the bonds and coupons which may have been paid by the Government of Manitoba, and if any surplus thereafter to pay such surplus to the Company or its assigns. And it is hereby declared and agreed that the receipt of the trustees shall be a sufficient discharge to the purchaser or purchasers at such sale for his or their purchase money; and that after payment of such purchase money, and having such receipt, such purchaser or purchasers shall not be obliged to inquire into the application of such purchase money upon or for the trusts or purposes of these presents, or be in any manner whatsoever answerable for any loss, misapplication or non-application of such purchase money, or of any part thereof, nor shall he or they at any time be obliged to inquire at any time into the necessity, expediency or authority of or for any such sale.

12. In case default shall be made in the payment of any half-yearly instalment of interest on any of the said bonds, when such interest shall become payable according to the tenor of such bond, or of any coupon thereto annexed, and such instalment of interest shall remain unpaid and in arrear for a period of six months after the same shall have become payable as aforesaid, and been demanded, and such default shall continue for six months thereafter, then and from thenceforth the principal sum of each of the bonds aforesaid shall, upon a declaration of the trustees to that effect, made upon the request hereinafter provided for, become and be immediately due and payable, notwithstanding that the time limited in the said bonds for the payment thereof may not then have elapsed; but such declaration shall not be made by the trustees unless a majority in interest of the holders of all bonds aforesaid which shall then be outstanding, and upon which default in the payment of interest shall have been made and shall be continuing, shall have requested the trustees so to do, by an instrument in writing under their hands and seals, or by a vote at a meeting duly convened and held as hereinafter provided at any time before the actual payment and acceptance of the interest in arrear, have instructed the trustees to declare such principal sum due; and such majority of the bondholders as aforesaid shall have the power to cancel any declaration already made to that effect, or to waive the right so to declare, on such terms and conditions as such majority in interest shall prescribe; provided, always that no act or omission either of the trustees or of the bondholders in the premises shall extend to, or be taken in any manner whatsoever to affect, any subsequent default, or the rights resulting therefrom.

13. It shall be the duty of the trustees, but subject always to the provisos herein contained, to exercise the power of entry hereby granted, or the power of sale hereby granted, or both, or to proceed by suit or suits in equity, or at law, to enforce the rights of bondholders in the several cases of default herein specified, on the part of the Company or its assigns, in the manner, and subject to the qualifications herein expressed, upon the requisition of bondholders as herein prescribed as follows:

1. In case default shall be made in the payment of any semi-annual instalment of interest to accrue on any of the said bonds to be issued as herein provided, and such default shall continue as aforesaid for a period of six months, then and in every such case, upon a requisition in writing signed by the holder or holders of said bonds to an aggregate amount of not less than one-fifth of the amount of said bonds then outstanding, and adequate and proper indemnification of the trustees against the costs, expenses and liabilities to be by them incurred it shall be the duty of the trustees to proceed to enforce the rights of the bondholders under these presents by such proceeding authorized by these presents or by

law, as they shall be in such requisition directed to take by the said proportion of bondholders; or, if such requisition contains no such direction, then by entry, sale, or suit or suits in equity or at law, as they being advised by counsel learned in the law, shall deem most expedient for the interest of the holders of said bonds; the rights of entry and sale hereinbefore granted being intended as cumulative remedies, additional to all other remedies allowed by law for the execution and enforcement of the trusts hereof; provided, nevertheless, that it shall be lawful for a majority in interest of the holders of said bonds for the time being, by an instrument under their hands and seals, or by a vote at a meeting duly convened and held as hereinafter provided, to direct the trustees to waive such default, upon such terms as may be directed by such majority in such instrument, or by such vote, if required under the conditions hereof. And it is hereby provided and expressly agreed that no holder of bonds or coupons, secured to be paid hereby, shall have the right to institute any suit or proceeding for the foreclosure of this indenture, or the execution of the trusts thereof, except upon and after the refusal or neglect of the trustees hereunder to proceed to act in the premises, upon requisition and indemnification as aforesaid; but it shall nevertheless be lawful for a majority in interest of the holders of said bonds, for the time being, to direct the party or parties bringing any such suit or proceeding, to waive the default or defaults, on which it is founded, in like manner as is hereinbefore provided for a direction to the trustees to waive default. And it is hereby further declared and provided that no action, taken by the trustees or by the bondholders under this clause, shall prejudice or in any manner affect the powers or rights of the trustees, or of the bondholders, in the event of any subsequent default or breach of condition or covenant herein.

2. If the Company shall make default or breach in the performance or observance of any other condition, obligation or requirement by the said bonds or by this present deed imposed upon them, then and in such case the trustees shall, upon a requisition in the manner aforesaid, of not less than one-fifth in interest of the bondholders, for the time being, and upon adequate and proper indemnification of the trustees against the costs, expenses and liabilities to be by them incurred, proceed to enforce the rights of the bondholders under these presents in the manner by the first clause of this article provided, subject to the power in such majority at any time to direct in manner aforesaid, the trustees to waive such default or breach, upon due reparation therefor to the satisfaction of such majority being made. And it is hereby provided that no action taken by the trustees or by the bondholders, under this clause, shall prejudice or in any manner affect the powers or rights of the trustees or of the bondholders, in the event of any subsequent default or breach of condition or covenant herein.

14. The trustees shall at all times during the continuance of the trust hereby created, have power and authority, to be exercised in their own discretion and not otherwise, to convey or release from the lien and operation of these presents, to any party who may be designated in writing by the Company to receive the same, any portion of the lands and premises which are conveyed hereby, or which are at any time acquired or held by the said Company or its assigns for use in connection with the said railway and telegraph and telephone lines or extension thereof, or the construction, maintenance or operation thereof, but which in the judgment of the trustees it shall be unnecessary longer to retain for use in connection therewith. And the trustees shall also have power and authority to allow the Company or its assigns from time to time to dispose of, in its discretion, any or any part of the locomotives, tenders, passenger, baggage, freight and other cars and other rolling stock, steam shovels, and equipment, machinery, tools and implements required or held for the use of the said railway and telegraph and telephone lines or the extension thereof as shall become unfit or unnecessary for such use.

15. In the event at any time of the interest upon the said bonds remaining unpaid and owing, then at the next ensuing annual general meeting of the Company all the holders of the bonds hereby secured shall have and possess the same rights and privileges and qualifications for directors and for voting as are attached to shareholders; provided that the bonds and any transfers thereof shall have been first registered in the same manner as is provided for the registration of shares, and it shall be the duty of the secretary of the Company to register the same on being required to do so by any holder thereof.

16. All bonds hereby secured shall be payable to bearer, and negotiable and pass by delivery unless registered for the time being in the name of the owner thereof in the manner hereinafter provided; and the Company shall keep at its head office or at its transfer office in the Counting House of the Bank of Scotland, in the city of London, England, a bond register in which every holder of a bond shall be entitled to have his name and address and the number of the bond held by him entered, upon presenting at either of the said places a written statement of the said particulars and verifying his title to such bond by production thereof; and every registration of ownership shall be properly certified on the bond. After such registration of ownership of any such bond so certified thereon, no transfer shall be made or shall be valid except in writing, in a suitable transfer book to be kept by the Company at the said place for such transfers, signed by the party registered as the owner thereof for the time being, or his legal representatives, or his or their agent or attorney thereunto duly authorized. And the fact of every such transfer shall be entered upon the said last-mentioned transfer book so as to show the number of the bond transferred, and the name and address of the transferee,

transferee, unless any such transfer shall be to bearer, in which case it shall be so entered; and every such transfer shall be noted on the bond, and if the last transfer be to bearer, it shall restore to it transferability by delivery; but every such bond shall be subject to successive registrations and transfers to bearer as aforesaid, at the option of each holder.

17. The Company shall from time to time and at all times hereafter well and truly defend and keep harmless and fully indemnify the Government against all loss, costs, charges, damages and expenses which the Government may at any time or times hereafter bear, sustain or be put to for, by reason or on account of the Company failing to pay the said coupons and bonds or any of them.

18. In the event of the Government under the terms of its guarantee paying the interest coupons upon such bonds, or any of them, or paying the said bonds themselves or any of them, the Government shall be subrogated to all the rights of the holders of such coupons or bonds so paid by the Government, and the Government shall in such event be deemed to be purchasers of such coupons and bonds so paid, and shall have all the rights and remedies which are provided in this instrument for the protection of original holders of such bonds, and the trustees shall in such event be deemed to be trustees for the Government in respect of the coupons and bonds so paid by the Government, and may be called upon by the Government to exercise and shall then exercise all the powers and remedies herein provided in the event of any default in payment on the part of the Company so as to fully secure payment and recoupment to the Government of any and of all coupons and bonds paid by it under the terms of the said guarantee. And the trustees shall in such event and upon being requested so to do have the right to apply to a court of competent jurisdiction for and to secure the appointment of a receiver of the undertaking, assets and revenues of the Company.

19. Provided, however, that no steps shall be taken by the said trustees or by the Government to enforce the payment by the Company to the Government of any instalment of interest paid by the Government before the expiration of four years from the completion of the said railway unless and until the certificate of the Chief Justice of the Court of Queen's Bench of Manitoba has been given that during the financial year preceding the giving of such certificate there have been net earnings of the Company over and above the working expenses of the railway and any amount received from the land grant of the Company above excepted, and that such net earnings or some part thereof have not been applied in payment of interest upon the said bonds guaranteed by the Government. And in the construction of this mortgage the term "working expenses" shall in no case be held to include the salary of any officer or employee whose time is not wholly

employed bona fide in the operation or management of the said railway except that as to officers and employees whose services are necessary or desirable but whose whole time is not fully taken up in the service of the Railway Company. Under the head of "working expenses" there shall be included a reasonable remuneration for the time actually expended and services actually rendered by such officer or employee to the Company in connection with the operation or maintenance of the railway, and that under the term "working expenses" there shall not be included any expenses, payments or outgoings not reasonably necessary for the efficient management, maintenance, operation and repair of the said railway.

20. The said Chief Justice shall have full power, subject to the terms hereof, to decide what are proper working expenses, and in so deciding may take evidence or consult with experts and use his own judgment in coming to a decision, and the decision of the Chief Justice thereon shall in any and all cases be final and binding without appeal. Three months' notice of any application for the granting of a certificate by the Chief Justice as aforesaid shall be given to the Company by leaving the same at its head office or by publishing the same in a daily newspaper of the city of Winnipeg.

21. Provided further, however, that the said trustees shall not take any steps for the sale of the said railway or for the foreclosure of this mortgage or other steps which would have the effect of returning to the bondholders the principal or part of the principal of their bonds before the maturity thereof at the instance of the Government or its assigns or any person acting on their behalf or in their interest, until the principal money of the said bonds has become due in accordance with the terms of such bonds, or has been declared by the Trustees to be due under the provisions of paragraph 12 of this indenture, it being agreed and intended that the principal money of the said bonds shall not be called in at the instance of the Government until the principal money of the said bonds becomes due according to the terms thereof or has been declared by the trustees to be due under the provisions of paragraph 12 of this indenture, and that no proceedings by way of sale, foreclosure or otherwise which would have the effect of returning to the bondholders the principal or part of the principal of their bonds before the maturity thereof shall be taken at the instance of or on behalf of or in the interests of the Government, and that any interest and coupons not paid by the Government under the terms of the said guarantees shall be paid in priority to the claim of the Government for any interest paid under the terms of the guarantee.

22. The trustees, or any trustee hereunder, may take such legal advice and employ such assistance as may be necessary in their judgment to the proper discharge of their duties, and shall be entitled to reasonable compensation for any and

all services which may hereafter be rendered by them, or either of them, in said trust, which compensation the Company hereby promises and agrees to pay ; but in case the Company should make default in such payment, the same shall be retained by the trustees out of any trust moneys coming into their hands.

23. The trustees shall not, nor shall any trustee hereunder, be answerable for the default or misconduct of any agent or attorney by them appointed under or pursuant to these presents, if such agent or attorney be selected with reasonable care, nor for any error or mistake made by them in good faith, but only for personal misconduct or gross negligence in the execution of said trusts, and not the one for the other or others of them, or the acts or defaults of the other or others.

24. The trustees shall be the parties who occupy the offices of Railway Commissioner and Minister of Public Works in the Province of Manitoba, and their successors in such offices from time to time, and, in the event of those offices becoming vacant, then the Government shall have power to appoint such person or persons as to the Government may seem meet to be trustees under the terms of this mortgage, and on such appointment each person so appointed shall, and on a successor in such office succeeding thereto, he shall be vested with the same powers, rights and interests, and charged with the same duties and responsibilities as if he had been named the parties of the second part to this instrument in place of the trustee whom he succeeds, without any further assurance, conveyance, act or deed ; but in the event of any conveyance or other instrument being thought necessary or suitable, for the purpose of assuring the new trustee so appointed a full general estate in the premises, then the Company shall forthwith execute the same.

25. Meetings of the bondholders under this deed of trust may be called in such mode as may be fixed by regulations prescribed or established by the bondholders ; and the bondholders may vote at such meetings personally or by proxy ; and the quorum may be defined, and such other regulations or by-laws in respect of such meetings may be from time to time established, altered or repealed by the bondholders, acting by the majority in interest, as to them shall seem expedient ; and until the bondholders shall define the quorum, and make such regulations or by-laws, such powers may be exercised by the trustees. And the trustees shall have the right, at or before any meeting of bondholders, to require that any act or resolution of the bondholders affecting the duties of the trustees, shall be authenticated by the signatures of all the persons assenting thereto, as well as by a minute of the proceedings of the meeting. And whenever, and as often as any contingency shall arise, in which the action of the holders of the bonds secured hereby shall be necessary, or in which the said bondholders are herein declared to have any discretionary voice or

power; it shall be the duty of the trustees, and such trustees shall be and are hereby authorized and required to call a meeting of the holders of bonds secured hereby, to be held at any city in Canada, and in the absence of any regulation or by-law determining the notice to be given of such meeting, it shall be notified to the bondholders by advertisement (the expenses whereof shall be a liability of the Company, and may be defrayed, if necessary, from the trust fund) to be published three times in each week for six weeks, in one or more daily newspapers of good circulation among the business community in the cities of Winnipeg, London (England), Toronto and Montreal, and in default of such meeting being called by the trustees within thirty days after notification to them in writing by any bondholder of the necessity therefor, or in case the trust shall be wholly vacant, it shall be competent for any holder or holders of said bonds, to the aggregate amount of at least one-fifth of the entire outstanding bonds of the Company, to call such meeting; and at such meeting so convened, the holders of the said bonds shall be competent to exercise in person, or by proxy, by the vote of the majority in interest of those present or represented at such meeting, all the powers and authority conferred upon them by these presents. But, until otherwise provided, pursuant to the provisions of this instrument in that behalf, a majority in interest of the holders of the outstanding bonds for the time being, shall be required to constitute a quorum at any such meeting.

26. Each of the trustees hereby accepts the trusts hereby created and agrees to discharge the same unless and until he be legally discharged therefrom either by resignation or removal as hereinbefore provided or otherwise.

27. If the Company, or its assigns, shall pay the principal of each and every of the bonds secured by this instrument when the same shall become payable, and all interest coupons thereon as they shall from time to time mature, according to the tenor of such bonds and coupons respectively, and shall well and truly do and observe every other matter and thing provided or mentioned in these presents to be by them or either of them done or observed, then and in that case all the estate, right, title and interest of the trustees by these presents created shall cease, determine and become void; otherwise the same shall remain in full force and virtue. And upon any such determination of such interest, the trustees shall execute such reconveyance and reassignment of the premises as may be necessary or expedient.

28. And the Company, for itself and its assigns, hereby covenants and agrees to and with the trustees, and their successors in the trust created by these presents, that the bonds hereby secured or intended so to be, shall be issued only at such times and in such amounts as hereinbefore limited; that the said Company will, in each and every year ensuing the date hereof, faithfully use and apply the net earnings and income

come to be from time to time derived from said railway, branches and extensions, or from any part thereof (after discharging its obligations upon or with respect to prior liens thereon), or so much of such net earnings and income as may be necessary for that purpose, to the payment of the interest accruing in such year, on said bonds, when the same shall become due, until all the said bonds shall be fully paid and satisfied; and that it will seasonably, in each and every year, pay and discharge all taxes and assessments of every description which may be lawfully imposed, levied or assessed upon all or any part of the franchises or other property herein and hereby conveyed, or intended or contemplated so to be, which may not be covered by the exemption from taxation under the said recited Act, so as to keep the mortgaged premises free and clear from any encumbrance by reason thereof; and that it will from time to time, and at all times hereafter, and as often as thereunto requested by the trustees under this indenture, execute, deliver and acknowledge all such further deeds, conveyances and assurances in the law, for the better assuring unto the trustees, upon the trusts herein expressed, the railway aforesaid, acquired and to be acquired, constructed and to be constructed, together with their equipment, appurtenances and franchises, and all and singular the lands, property and things hereinbefore mentioned or described, acquired and to be acquired, and granted or conveyed, or agreed or intended or contemplated to be granted or conveyed to the trustees, or their successors in the trust created by these presents, as by the trustees, or by their counsel learned in the law, shall be reasonably advised, devised or acquired, so that the trustees or their successors in the trust and their assigns may become fully possessed of and entitled to the same.

29. The Company for itself and its assigns hereby covenants and agrees to and with the trustees and their successors in the trust created by these presents and with the government as follows:

(a.) At all stations upon the said railway there shall always be permitted the loading of grain into cars from farmers' vehicles or flat warehouses, subject to reasonable regulations made by the Company, and at all reasonable times during the period of the guarantee hereinbefore referred to, proper facilities therefor shall be afforded.

(b.) No lease, agreement, contract or transaction shall be at any time entered into the effect of which will be to interfere with or prevent the fulfilment of the various covenants herein entered into, on the part of the Company.

(c.) No lease of the said railway, no contract for running powers or wheelage over the said railway, no traffic contract or contract for the operation of the said railway, made or entered into during the currency of the said bonds without the consent of the Government shall be valid as against the

Government after default made by the Company in payment of interest on any of the bonds so guaranteed by the Government.

(d.) During the currency of the said bonds, the said line of railway shall be preserved in a proper and efficient state of repair and equipment, and it shall be efficiently and regularly operated.

(e.) Proper and correct books of account shall be kept by the Company which shall show all the transactions of the Company, and particularly shall clearly exhibit a statement of the working expenses of the said railway and the earnings thereof, and all earnings properly applicable to the said railway, whether the same is further extended or connected with another railway or other railways or not, and the Company shall deliver to the Government within one month after the 31st day of December in each year after the date hereof a statement of such working expenses and earnings in such detail as shall be required by the Government.

(f.) This mortgage and the bonds secured hereby shall not apply to any portion of the Company's railway except the portion above described in paragraph 8 hereof, and the rents, revenues, receipts or earnings derived from or applicable to the line of railway so described and granted and conveyed to the trustees shall not under any circumstances be chargeable, as against the holders of said bonds or the trustees or the Government, with any working expenditure, operating expenses, repairs or cost of maintenance incurred or to be incurred or arising in respect of any other portion of the Company's railway than that so above described, or any extension or branch line thereof.

(g.) All reasonable facilities shall be furnished to any other Railway Company for the receiving and forwarding and delivering of traffic upon and from the line of railway belonging to or worked by such Companies respectively, and for the return of carriages and cars and no undue or unreasonable preference or advantage shall be made or given to or in favour of any particular person or Company or any particular description of traffic in any respect whatsoever, nor shall any particular person or Company or any particular description of traffic be subjected to any undue or unreasonable prejudice or disadvantage in any respect whatsoever, and all due and reasonable facilities for receiving and forwarding over the said railway of the traffic arriving by such other railway or railways shall be forwarded without any unreasonable delay and without any such preference or advantage or prejudice or disadvantage as aforesaid, and so that no obstruction is afforded to the public desirous of using such railway as a continuous line of communication and so that all reasonable accommodation by means of the railways of the several Companies is at all times afforded to the public in that behalf, and any agreement made between the said Company or its assigns and any other Company or its assigns and any

other Company contrary to the provisions of this instrument or anything therein contained shall be null and void.

(h.) If requested so to do by the Government, the Company will make an application to the Parliament of Canada for an Act to ratify and confirm and make binding upon the Company and its assigns everything herein contained, and the parties hereto covenant that they will assist and promote in every way in their power such application and the obtaining of the passage of the said Act.

(i.) There will not, during the currency of the said bonds, be charged on the said line of railway higher rates of transportation per hundred pounds, in car lots of a minimum of thirty thousand pounds, on cordwood, than two and a half cents up to twenty-five miles, three cents between twenty-five and fifty miles, three and a half cents between fifty and seventy-five miles, four cents between seventy-five and one hundred miles, four and a half cents between one hundred and one hundred and fifty miles, and five cents between one hundred and fifty and two hundred miles; and on pine and spruce saw logs than two dollars and a half per thousand feet, board measure, up to one hundred and fifty miles, or from the point where the railway touches the Rainy River to the city of Winnipeg; and that such merchandise will be carried and delivered at rates not higher than those above specified.

(j.) The Government shall be entitled to take proceedings by way of injunction to prevent the infringement of any of the terms or provisions of this instrument, and in the event of the Company failing to fully and completely perform all such terms and provisions, the Government shall be entitled to enforce such performance.

In witness whereof the Company has caused its corporate seal to be hereunto affixed and these presents to be signed by its president and secretary; and the trustees, to evidence their acceptance of the said trust, have likewise signed and sealed
these

these presents; and the Government have also caused these presents to be executed under the hand and seal of the Railway Commissioner of the province of Manitoba.

SIGNED, SEALED AND DELIVERED } THE MANITOBA AND SOUTH-
 BY THE COMPANY } EASTERN RAILWAY COMPANY.
 in the presence of } [Coy's.
 R. S. GOSSET, } FREDERIC NICHOLLS, Seal.]
 President.

J. M. SMITH,
Secretary.

BY THE TRUSTEES }
 in the presence of } THOS. GREENWAY,
 W. W. CORY. } *Trustee.* [Seal.]

ROBT. WATSON,
Trustee. [Seal.]

BY THE GOVERNMENT }
 in the presence of } THOS. GREENWAY,
 W. W. CORY. } *Railway Commissioner of the* [Seal.]
Province of Manitoba



62-63 VICTORIA.

CHAP. 76.

An Act respecting the Montreal Island Belt Line Railway Company, and to change its name to the Montreal Terminal Railway Company.

[Assented to 11th August, 1899.]

WHEREAS the Montreal Island Belt Line Railway Company has, by its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition : Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows :—

Preamble.

1. The name of the Montreal Island Belt Line Railway Company, hereinafter called "the Company," is hereby changed to "The Montreal Terminal Railway Company;" but such change in name shall not in any way impair, alter or affect the rights or liabilities of the Company, nor in any wise affect any suit or proceeding now pending, or judgment existing either by, or in favour of, or against the Company, which, notwithstanding such change in the name of the Company, may be prosecuted, continued, completed and enforced as if this Act had not been passed.

Name changed.

Existing rights not affected.

2. The section substituted by section 5 of chapter 79 of the statutes of 1898 for section 22 of chapter 83 of the statutes of 1894 is hereby repealed, and in lieu thereof it is hereby enacted that the Company may divide its undertakings into sections, which shall be designated and known as—

1898, c. 79, s. 5 repealed.

Undertaking may be divided into sections.

(a.) section one : that part of the main line extending from a point in Hochelaga Ward, in the city of Montreal, northerly to Rivière des Prairies, in the parish of Pointe aux Trembles, a distance of about thirteen miles, and including all branches therefrom ;

(b.) section two: that part of the main line extending from the southern limit of the city of Montreal westerly to Ste. Anne and thence north-easterly to the northerly end of section one ;

(c.) the Montreal section : consisting of that portion of the railway of the Company extending across the city of Montreal, as located and defined in the Company's franchise from the city of Montreal, passed before O. Marin, notary, on the thirteenth day of March, one thousand eight hundred and ninety-five, together with a connecting line from a point at or near Montcalm Avenue to the point in Hochelaga Ward mentioned in paragraph (a) of this section, and consisting also of all terminal lands (and works thereon), branch lines, sidings and spurs, constructed, purchased or otherwise acquired by the Company in connection with its railway across the said city of Montreal ;

- (d.) section three : the Joliette extension ;
- (e.) section four : the Grenville extension ;
- (f.) section five : the Ste. Justine extension ;
- (g.) section six : the Rivière des Prairies bridge section ;
- (h.) section seven : the Ottawa River bridge section.

Section 6 repealed.

Bond issue on Montreal section.

3. The section substituted by section 6 of chapter 79 of the statutes of 1898 for section 24 of chapter 83 of the statutes of 1894 is hereby repealed, and in lieu thereof it is hereby enacted that the Company may issue bonds, debentures or other securities to the extent of four million dollars for the Montreal section, consisting of that portion of the railway of the Company extending across the city of Montreal, from the southern limit to the northern limit thereof, and a connecting line from a point at or near Montcalm Avenue to the point in Hochelaga Ward mentioned in paragraph (a) of section 2 of this Act and all terminal lands (and works thereon), branch lines, sidings and spurs, constructed, purchased or otherwise acquired by the Company in connection with the said Montreal section. Such bonds or debentures shall be secured by a deed of mortgage specifying the security therefor, and such deed may also provide that the tolls and revenues derived from the use of the said Montreal section, terminal lands (and works thereon), branch lines, sidings and spurs, as defined in the said substituted section, by the Company or other corporations or persons, shall be specially charged and pledged as security for such bonds, which bonds shall be designated " Montreal section bonds."

Bond issue on bridges.

2. The Company may also issue bonds, debentures or other securities to the extent of three hundred thousand dollars for each bridge which it has authority to construct across the Ottawa River and across Rivière des Prairies, in the parish of Sault au Recollet, and across Rivers Des Prairies and Mille Iles or Jésus from Bout de l'Île to Île Bourdon, and Île Bourdon to Charlemagne, which bonds shall be designated " bridge bonds" and shall be secured by deeds of mortgage specifying the security therefor ; and such deeds may also provide that the tolls and revenues derived from the use of such bridges shall be specially charged and pledged as security for such bonds.

3. The Company may also issue bonds, debentures or other securities to the extent of one million dollars for the docks, dock-yards, wharfs, slips, piers, warehouses and elevators, or other buildings or works, constructed, purchased or acquired by the Company in connection with its Montreal Section, which bonds shall be called "Elevator Bonds;" and such bonds shall be secured by deed of mortgage specifying the security therefor, and further providing that all tolls and revenues derived from the use of the said docks, dock-yards, wharfs, slips, piers, warehouses or elevators by the Company or other corporations or persons, shall be specially charged and pledged as security for such bonds.

Bond issue
on elevators,
buildings, etc.

4. Subsection 6 of section 3 of chapter 83 of the statutes of 1894 is hereby amended by striking out all the words from "the" in the eighth line to "that" in the eighteenth line, both inclusive.

1894, c. 83, s.3,
amended.

5. The Company may lay out, construct and operate—

(a.) an extension of its main line from Ste. Anne de Bellevue, in the county of Jacques Cartier, to a point on the Canada Atlantic Railway at or near Ste. Justine, which shall be known as the Ste. Justine extension;

Extensions
and branch
lines.

(b.) an extension of its main line from Bout de l'Île, in the parish of Pointe aux Trembles, to the town of Joliette, in the county of Joliette, and to a point on the Great Northern Railway at or near the said town of Joliette, which shall be known as the Joliette extension;

(c.) a branch line from a point on the main line extension described in paragraph (b) of this section, to the town of Berthier, passing through the town of l'Assomption, and this branch shall be built concurrently with the extension mentioned in paragraph (b) of this section;

(d.) a branch line from a point on the main line extension described in paragraph (b) of this section, to the village of Rawdon, in the county of Montcalm, passing by or near the village of St. Jacques;

(e.) branch or circuit lines to be operated by electricity only, in such streets in the city of Montreal as are designated by the council of the said city, and subject to such terms and conditions as are imposed upon the Company by the said council, and subject also to the rights, if any, of the Montreal Street Railway Company in any street in the city of Montreal under the existing contract between the said company and the city of Montreal.

2. The provisions of the Acts relating to the Company with respect to its main line shall apply also to the extensions and branches hereby authorized.

6. The Company may acquire the railway, charter rights, franchises, privileges and powers of the Chateauguay and Northern

Power to
acquire
another
railway.

Northern Railway Company, and the surveys, plans, works, plant, machinery and other property to it belonging, on such terms and conditions as are agreed upon, and subject to such restrictions as to the directors seem fit ; provided that such agreement has been first approved by two-thirds of the votes at a special general meeting of the shareholders duly called for the purpose of considering it,—at which meeting shareholders representing at least two-thirds in value of the stock are present or represented by proxy,—and that such agreement has also received the sanction of the Governor in Council.

Approval of shareholders and Governor in Council.

2. Such sanction shall not be signified until after notice of the proposed application therefor has been published in the manner and for the time set forth in section 239 of *The Railway Act*, and also for a like period in one newspaper in each of the counties through which the railway of the Company runs, and in which a newspaper is published.

Notice of application for sanction.

3. A duplicate of the agreement referred to in subsection 1 of this section, shall, within thirty days after its execution, be filed in the office of the Secretary of State of Canada, and notice thereof shall be given by the Company in *The Canada Gazette*, and the production of *The Canada Gazette* containing such notice shall be prima facie evidence of the requirements of this Act having been complied with.

Agreement to be filed with Secretary of State.

7. Notwithstanding anything in any other Act contained, the Company may commence the construction of its bridges, branches and extensions at any time within two years after the passing of this Act.

Time for construction of works extended.

8. The powers and franchises of the Company cannot be exercised by it over or upon property vested in the Harbour Commissioners of Montreal, except upon agreement with the commissioners and upon terms satisfactory to them, or, in case of their failing to agree, upon terms to be approved by the Governor in Council.

As to property of Montreal Harbour Commissioners.

9. Nothing in this Act shall empower the Company to interfere with the existing rights of any railway company.

Rights saved.

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62-63 VICTORIA.

CHAP. 77.

An Act to incorporate the Niagara, St. Catharines and Toronto Railway Company.

[Assented to 11th August, 1899.]

WHEREAS a petition has been presented praying that it Preamble.
be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, declares and enacts as follows:—

1. Joseph Allen Powers of Lainsborough, Addison Beecher Colvin of Glen's Falls and J. Ledlie Hees of Fonda, all in the state of New York, John W. Herbert of Helmetta, in the state of New Jersey, Z. A. Lash, J. W. Flavelle, Æmilius Jarvis, W. H. Blake and E. W. McNeil, all of the city of Toronto, in the province of Ontario, together with such persons as become shareholders in the company, are hereby incorporated under the name of "The Niagara, St. Catharines and Toronto Railway Company," hereinafter called "the Company." Incorporation.
Corporate name.

2. The undertaking of the Company is hereby declared to be a work for the general advantage of Canada. Declaratory.

3. The persons named in section 1 of this Act are hereby constituted provisional directors of the Company. Provisional directors.

4. The capital stock of the Company shall be one million dollars, and may be called up by the directors from time to time as they deem necessary, but no one call shall exceed ten per cent on the shares subscribed. Capital stock and calls thereon.

5. The head office of the Company shall be in the city of St. Catharines, in the province of Ontario. Head office.

6. The annual meeting of the shareholders shall be held on the first Tuesday in September in each year. Annual meeting.

Election of directors.

7. At such meeting the subscribers for the capital stock assembled, who have paid all calls due on their shares, shall choose seven persons to be directors of the Company, one or more of whom may be paid directors.

Power to acquire another railway.

8. The Company may, upon such terms and conditions as are agreed on with the purchasers of the line of railway heretofore owned by the St. Catharines and Niagara Central Railway Company, acquire such line of railway, and the rights, powers and franchises connected therewith, and may repair, reconstruct and operate the same; and may lay out, construct and operate an extension thereof, to a point on the Niagara River at or near Fort Erie, and an extension to a point in or near the city of Toronto by way of the city of Hamilton or thereabouts, and a branch line from a point on the main line in or near the city of St. Catharines to a point on Lake Ontario, in or near Port Dalhousie, in the county of Lincoln.

Extensions of railway.

Application of Railway Act.

2. All the provisions of *The Railway Act* shall apply to the Company and to the line so acquired from the said purchasers, and to the maintenance, repairs and operation thereof, as if the Company had been authorized to lay out, construct and operate the said line, and as if the same had been laid out and constructed by it.

Bond issue limited.

9. The Company may issue bonds, debentures or other securities to the extent of twenty thousand dollars per mile of its railway and branches, but such bonds, debentures and other securities may be issued only in proportion to the length of railway constructed or under contract to be constructed; provided that with respect to the railway heretofore constructed, and by this Act authorized to be acquired from the said purchasers, bonds, debentures or other securities shall be issued only to the extent of fifteen thousand dollars per mile thereof, unless and until the said railway shall be operated by electrical power, after which the remaining five thousand dollars per mile may be issued.

Bond issue on acquired railway.

Powers of Company. Transportation.

10. The Company may, for the purpose of its business,—
(a.) construct, acquire and navigate vessels upon or across the Niagara River and Lake Ontario to Toronto and points west of Toronto, and may carry on generally the business of transportation in connection with its railway and vessels;

Wharfs, elevators, etc.

(b.) construct, acquire, lease and sell wharfs, docks, elevators, warehouses and other works in connection with freight and passenger business upon its railway and vessels;

Lands, electricity, etc.

(c.) acquire lands, and erect, use, make and manage works, machinery and plant for the generation, transmission and distribution of electric and other power and energy;

Water power.

(d.) acquire and utilize water power, and dispose of the surplus power either directly or by converting the same into electric and other power and energy.

11. If the said line of railway heretofore owned by the St. Catharines and Niagara Central Railway Company is not acquired from the said purchasers within one year after the passing of this Act, and if the extensions hereby authorized are not commenced within two years and finished and put in operation within three years after the passing of this Act, the powers granted by this Act or by *The Railway Act* shall cease and be null and void as respects so much of the said extensions as then remains uncompleted.

Time limited for acquiring other railway, and building extensions.

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62-63 VICTORIA,

CHAP. 78.

An Act respecting the Nipissing and James Bay Railway Company.

[Assented to 10th July, 1899.]

WHEREAS the Nipissing and James Bay Railway Company Preamble. has, by its petition, prayed that it be enacted as herein-after set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, declares and enacts as follows:—

1. The Act to consolidate and amend certain Acts relating to the Nipissing and James Bay Railway Company, being chapter 30 of the statutes of 1896 (First Session), is hereby revived and declared to be in force. 1896, c. 30 (1st Sess.) revived.

2. Section 18 of the said Act is hereby repealed, and in lieu thereof it is hereby enacted that the railway of the said Company to Lake Tamogaming shall be commenced within one year and completed within two years after the passing of this Act and the remainder of the said railway shall be completed within five years after the passing of this Act, otherwise the powers of construction conferred upon the said Company by Parliament shall cease and be null and void as respects so much of the undertaking as then remains uncompleted. Section 18 amended. Time for construction limited.

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62-63 VICTORIA,

CHAP. 79.

An Act respecting the Northern Pacific and Manitoba Railway Company.

[Assented to 10th July, 1899.]

WHEREAS the Northern Pacific and Manitoba Railway Company has, by its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Preamble.

1. Notwithstanding anything contained in chapter 58 of the statutes of 1889, or in any other Act, the Northern Pacific and Manitoba Railway Company, hereinafter called "the Company," shall construct the railway and branches mentioned in the said Act of 1889 within five years after the passing of this Act, otherwise the powers granted for such construction by the Acts relating to the Company shall cease and be null and void as respects so much of the undertaking as then remains uncompleted.

1889, c. 58.

Time for construction extended.

2. The Company may construct and operate a branch line of railway not exceeding four miles in length, and of such gauge as the Company thinks proper, from a point on the Company's line on river lot one hundred and ninety-one, in the parish of Ste. Agathe, thence westerly to a point to be fixed by the Company in section fifteen, township three, range one, east, in the province of Manitoba.

Branch line.

3. The said branch line shall be commenced within three years and be completed within five years after the passing of this Act, otherwise the powers granted for such construction shall cease and be null and void as respects so much of the said branch line as then remains uncompleted.

Time for construction of branch line.

4. All the powers and privileges conferred by the Acts relating to the Company shall apply to the said branch lines.

Powers apply to branches.



62-63 VICTORIA,

CHAP. 80.

An Act respecting the Ontario and Rainy River Railway Company.

[Assented to 11th August, 1899.]

WHEREAS the Ontario and Rainy River Railway Company Preamble. has, by its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. The Ontario and Rainy River Railway Company, hereinafter called "the Company," may acquire and operate all or any part of the railway of the Port Arthur, Duluth and Western Railway Company, and also the capital stock, bonds, rights, franchises, powers, privileges and property thereof, or any part thereof, in such manner and upon such terms and conditions as the directors deem expedient under the authority of the shareholders to them given at any special general meeting called for the purpose, at which meeting shareholders representing at least two-thirds in value of the subscribed stock of the Company are present or represented by proxy. Power to acquire railway of another company. Authority of shareholders.

2. The Company may, with reference to the said railway so purchased, as well as all other rights, franchises, powers, privileges and property acquired in connection therewith, exercise in the name of the Company, in addition to all the rights, franchises, powers and privileges conferred upon the Company by *The Railway Act* and the special Acts relating thereto, all the rights, franchises, powers and privileges conferred upon the Port Arthur, Duluth and Western Railway Company by any of its special Acts. Power to exercise rights of other company.

3. In the event of the Company or any company in which it may become amalgamated, acquiring the railway, it shall maintain within one mile of the intersection of Arthur Street with Court Street, in the town of Port Arthur, such stations and Station and workshops to be maintained at town of Port Arthur.

and other buildings as may be necessary and sufficient for the traffic of the district of Thunder Bay, and the said town shall be a divisional terminal point of the railway and all regular passenger trains shall arrive and depart from the said station and the Company shall also maintain in the said town such workshops as may be necessary and sufficient for the divisions terminating in the said town.

Certain agree-
ment binding
on other
companies.

2. Any company in which the Company may become amalgamated shall be bound by and entitled to all the benefits of and rights under the agreement dated fifteenth of May, one thousand eight hundred and ninety-seven, made between the Company and the corporation of the said town, respecting the Company's terminals at Port Arthur and the municipal taxation of the Company there.

Extension
eastwards.

3. Nothing in the said agreement shall prevent any company from extending the railway eastwards from Port Arthur if authorized so to do.

What to be
deemed
compliance
with agree-
ment.

4. In the event of the Company or amalgamated company exercising rights of running powers over the Port Arthur, Duluth and Western Railway, and making use of the terminals of that railway in Port Arthur, such use shall be deemed a compliance with the terms of the said agreement respecting the Company's terminals in Port Arthur.

Assent of town
of Port
Arthur.

5. The provisions of this section shall not come into force unless and until the corporation of the town of Port Arthur assents thereto and duly agrees under its corporate seal with the Company or amalgamated company to be bound thereby.

Agreement for
amalgamation
with another
company.

4. The Company may enter into an agreement with the Canadian Northern Railway Company, or with the company which may be formed by an amalgamation between that company and the Manitoba and South-eastern Railway Company, for an amalgamation with such company, on such terms and conditions as are agreed upon, and subject to such restrictions as to the directors seem fit; provided that such agreement has been first approved by two-thirds of the votes at a special general meeting of the shareholders duly called for the purpose of considering it, at which meeting shareholders representing at least two-thirds in value of the stock are present or represented by proxy, and that such agreement has also received the sanction of the Governor in Council.

Approval of
shareholders
and Governor
in Council.

2. Unless the said agreement has been approved by every shareholder in each company party thereto, the sanction of the Governor in Council shall not be signified until after notice of the proposed application therefor has been published in the manner and for the time set forth in section 239 of *The Railway Act*, and also for a like period in one newspaper in each of the counties through which the railway of the Company runs and in which a newspaper is published

Deposit of
duplicate,
notice, &c.

3. A duplicate of the agreement referred to in subsection 1 of this section, duly ratified and approved, shall within thirty

days after its execution, be filed in the office of the Secretary of State of Canada, and notice thereof shall be given by the company in *The Canada Gazette*, and thereupon such amalgamation shall be deemed to be complete and operative according to the terms of the said agreement, and the production of *The Canada Gazette* containing such notice shall be prima facie evidence of the requirements of this Act having been complied with.

5. The Company shall not, nor shall any company in which it may become amalgamated, nor shall any of the branch lines thereof, or any line of railway leased by the Company or amalgamated company or under its control, be at any time amalgamated with the Canadian Pacific Railway Company, or any of its branch lines, or with any branch lines leased by the Canadian Pacific Railway Company or under its control; and such amalgamation and any arrangement for making a common fund or pooling the earnings or receipts of the said two railways or their or any of their branch lines, or of any railway lines or parts thereof leased by the said companies, or either of them, shall be absolutely void; this provision, however, shall not extend to traffic or running arrangements made with the assent of the Governor in Council.

Amalgamation or pooling with Canadian Pacific Railway Company prohibited.

6. The expression "the railway" when used in this Act means the railway which the Port Arthur, Duluth and Western Railway Company was authorized to construct and operate, and includes everything comprised in the meaning given to the word "railway" as used in *The Railway Act*.

"Railway" defined.



62-63 VICTORIA.

CHAP. 81.

An Act to amalgamate the Ottawa, Arnprior and Parry Sound Railway Company and the Canada Atlantic Railway Company under the name of the Canada Atlantic Railway Company.

[Assented to 11th August, 1899.]

WHEREAS the Ottawa, Arnprior and Parry Sound Railway Company and the Canada Atlantic Railway Company, each duly incorporated under the statutes of Canada, have, pursuant to the powers severally upon them conferred, become amalgamated into one Corporation under the name of the "Canada Atlantic Railway Company" by a deed of amalgamation duly confirmed and executed by each of the said companies as provided by the statutes relating thereto; and whereas each of the said companies has, by its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, declares and enacts as follows:—

1. The said deed of amalgamation (a copy of which with the four schedules thereto is set out in schedule B, and embodied in this Act) is hereby confirmed and made valid and binding, and the said the Ottawa, Arnprior and Parry Sound Railway Company and the Canada Atlantic Railway Company, parties to the said deed, and the shareholders thereof respectively, are hereby amalgamated as and from the date of the said deed, and are hereby declared to be and from the date of the said deed to have been a body corporate and politic under the name of "Canada Atlantic Railway Company," hereinafter called "the Company," on the terms and conditions and under the provisions set out in the said deed and in this Act.

Amalgamation agreement confirmed.

Corporate name of new company.

2. From the date of the said deed the Company shall be vested with, and shall possess, be entitled to, and be capable of having and exercising all of the rights, franchises, powers, authorities,

Company to have rights, etc., of amalgamating companies.

authorities, privileges, property, assets and credits of the said amalgamating companies, and each of them; and shall be vested with and entitled to hold, exercise and enjoy all the right, title, property and interest, term and terms of years yet to come and unexpired, and right of renewal, and all other rights, powers and privileges comprised in and now held and enjoyed by the Ottawa, Arnprior and Parry Sound Railway Company, as mentioned and set forth in four several grants from the Crown under the Great Seal of Canada, by way of leases, and made between Her Majesty Queen Victoria of the first part and the Ottawa, Arnprior and Parry Sound Railway Company of the second part, which are mentioned and referred to in the said deed, and which said four several grants shall, as from the date of the said deed, be deemed to have been and to be assigned and transferred to the Company; and all the rights and privileges, as well as the liabilities and obligations of the Ottawa, Arnprior and Parry Sound Railway Company under each of the said four several grants, shall be vested in the Company as the assignees of the Ottawa, Arnprior and Parry Sound Railway Company without further consent or concurrence on the part of Her Majesty, as if the words "Canada Atlantic Railway Company" had been inserted in each of the said four several grants from the Crown wherever the words "the Ottawa, Arnprior and Parry Sound Railway Company" occur; and this section is hereby expressly declared to be binding upon Her Majesty, her successors and assigns.

Shareholders
of amalga-
mating
companies.

3. The shareholders of the Ottawa, Arnprior and Parry Sound Railway Company and of the Canada Atlantic Railway Company respectively, as mentioned and set out in schedule B to this Act, are declared to have been from the date of the said deed shareholders in the Company, and entitled as holders to the same number of shares in the Company, with the same amounts paid thereon respectively, as are set opposite their names in the schedules 1 and 3 respectively of schedule B to this Act, with all the rights and privileges belonging or appertaining to the holders of such shares in the capital stock of the said companies respectively immediately before the execution of the said deed.

Capital stock
and calls
thereon.

4. The capital stock of the Company shall be seven million two hundred thousand dollars, and may be called up by the directors from time to time as they deem necessary, but no one call shall exceed ten per cent on the shares subscribed.

Head office.

5. The head office of the Company shall be in the city of Ottawa.

Annual
meeting.

6. The annual meeting of the shareholders shall be held on the last Tuesday in September in each year.

7. The directors of the Company, may, by by-law, as provided in the said deed of amalgamation, convert such part of the shares of the capital stock of the Company into preference shares in the manner, for the purpose and having the rights, privileges and priorities to be prescribed and set forth in such by-law as are mentioned and set forth in the said deed.

Preference shares.

8. In addition to the bonds which the Company is authorized to issue upon the security of the bridge over the River St. Lawrence, as provided by chapter 67 of the statutes of 1887, amounting to one million two hundred thousand dollars, the Company may issue bonds, debentures, or other securities to the extent of twenty-five thousand dollars per mile of the railway and branches of the Company ; and such bonds, debentures or other securities may be issued as provided in the said deed of amalgamation, but only in proportion to the length of railway constructed or under contract to be constructed, exclusive of the said bridge over the River St. Lawrence and its approaches ; and the bonds, debentures or other securities hereby authorized shall, subject to the provisions of section 94 of *The Railway Act*, and to the present charge in favour of outstanding first mortgage bonds of the Canada Atlantic Railway Company and of the Ottawa, Arnprior and Parry Sound Railway Company respectively, until the same are redeemed, exchanged or paid off, be a first charge and lien upon the whole of the said railway and branches, except the said bridge and the tolls and revenues thereof.

Bond issue.

1887, c. 67.

9. The Company shall be liable for all the existing debts, liabilities, duties and obligations of the Ottawa, Arnprior and Parry Sound Railway Company and of the Canada Atlantic Railway Company, and such amalgamation shall not in any wise affect any suit or proceeding now pending or judgment existing either by, or in favour of, or against either of the companies hereby amalgamated, but, notwithstanding such amalgamation, such suit, proceeding or judgment may be prosecuted, continued, completed and enforced by or against the Company, as the case may be, as if this Act had not been passed ; and in all pending suits or proceedings the name of the Company may be substituted for that of either of the companies hereby amalgamated.

Liability for debts, etc., of amalgamating companies.

10. The directors may, from time to time, enter into an agreement with any companies or persons to lease, hire, charter or use any locomotives, carriages, rolling stock, ships, barges, boats and other movable property, for operating the works and carrying on the undertakings of the Company.

Agreements for use of rolling stock, vessels, etc.

11. The provisions of *The Railway Act* and of the Acts and parts of Acts mentioned in schedule A to this Act, shall, except in so far as they are varied by this Act, apply to the Company and its undertakings.

Acts in schedule A to apply.

Time for
construction
extended.

12. The time for completion of the railways and undertakings authorized to be constructed by the Acts and parts of Acts mentioned in schedule A to this Act, and in this Act, is hereby extended for five years from the passing of this Act, otherwise the powers granted by the said Acts, and by this Act, shall cease and be null and void as respects so much of the railways and undertakings as then remains uncompleted.

Existing by-
laws, etc.,
confirmed.

13. The by-laws, rules and regulations of the Canada Atlantic Railway Company and of the Ottawa, Arnprior and Parry Sound Railway Company respectively, which have been duly passed by the amalgamating companies and approved by the Governor in Council under the provisions of *The Railway Act*, and which are now in force, shall, subject always to the provisions of *The Railway Act*, be binding on the officers, agents, servants and employees of the Company and all others affected thereby, and shall in all respects be as valid and effectual as if made and approved after the passing of this Act.

SCHEDULE A.

CONTAINING the names of the several Acts and parts of Acts which are made to apply to the Company and its undertakings, referred to in section 11 of this Act.

Statutes of 1871, chapter 47, sections 7, 8, 9, 10, 11, 12, 16, 17.	An Act to incorporate the Montreal and City of Ottawa Junction Railway Company.
Statutes of 1872, chapter 83, sections 5, 15.	An Act to incorporate the Coteau and Province Line Railway and Bridge Company.
Statutes of 1877, chapter 61, the whole Act, except section 1.	An Act to amend the Coteau and Province Line Railway and Bridge Act.
Statutes of 1879, chapter 57, the whole Act, except section 5.	An Act to amend the Acts incorporating the Coteau and Province Line Railway and Bridge Company, and the Montreal and City of Ottawa Junction Railway Company, and amending Acts, and to amalgamate the said Companies.
Statutes of 1886, chapter 72, the whole Act.	An Act to amend the Act incorporating the Canada Atlantic Railway Company.
Statutes of 1887, chapter 67, the whole Act.	An Act to further amend the Act incorporating the Canada Atlantic Railway Company.
Statutes of 1892, chapter 33, sections 1 and 5.	An Act respecting the Canada Atlantic Railway Company.
Statutes of 1896, (Second Session) chapter 8, the whole Act.	An Act amalgamating the Ottawa, Arnprior and Parry Sound Railway Company and the Parry Sound Colonization Railway Company under the name of the Ottawa, Arnprior and Parry Sound Railway Company.
Statutes of 1897, chapter 37, the whole Act.	An Act respecting the Canada Atlantic Railway Company.
Statutes of 1898, chapter 58, the whole Act.	An Act respecting the Canada Atlantic Railway Company.

SCHEDULE B.

REFERRED to in section 1 of this Act.

This Indenture made the sixth day of June, in the year of Our Lord one thousand eight hundred and ninety-nine, between the Ottawa, Arnprior and Parry Sound Railway Company, hereinafter called the Parry Sound Company, of the first part, and the Canada Atlantic Railway Company, hereinafter called the Atlantic Company, of the second part.

Whereas the Parry Sound Company have been duly incorporated by an Act of the Parliament of Canada, being chapter eight of the statutes of eighteen hundred and ninety-six, intituled "An Act amalgamating the Ottawa, Arnprior and Parry Sound Railway Company and the Parry Sound Colonization Railway Company, under the name of 'The Ottawa, Arnprior and Parry Sound Railway Company,'" and empowered to lay out, construct, complete, equip and operate a single or double line of railway, branches and side lines, as is therein mentioned and set forth, all of which will more fully appear, reference being had to the said Act and to the several Acts mentioned and set forth in the preamble thereto.

And whereas, pursuant to the provisions of the said Act, shares amounting to four million two hundred thousand dollars of the capital stock of the Parry Sound Company have been duly issued and allotted.

And whereas, the persons named in the first schedule hereto are the shareholders of the Parry Sound Company holding the shares in the capital stock of the Parry Sound Company for the amounts and with the amounts paid thereon respectively, as is set opposite their respective names.

And whereas the final completion of the said railway is still in progress.

And whereas, the assets of the Parry Sound Company are specified and set out in the second schedule hereto annexed.

And whereas the Parry Sound Company have agreed and have legally bound themselves to issue, pursuant to the powers on them conferred by the said Act of incorporation, and to deliver to John Rudolphus Booth first mortgage bonds to the amount of six million six hundred thousand dollars, bearing interest at the rate of five per cent per annum from the date of said obligations to issue the same respectively, all of which obligations shall be assumed and duly carried out by and as an obligation of the company to be amalgamated under this indenture.

And whereas the Atlantic Company have been duly incorporated by an Act of the Parliament of Canada, being chapter fifty-seven of the statutes of eighteen hundred and seventy-nine, intituled "An Act to amend the Acts incorporating the Coteau and Province Line Railway and Bridge Company and the Montreal and Ottawa Junction Railway Company, and amending Acts, and to amalgamate the said companies," which

said Act has been duly amended in divers particulars by the following Acts duly passed by the Parliament of Canada, and being chapter seventy-two of the statutes of eighteen hundred and eighty-six, also chapter sixty-seven of the statutes of eighteen hundred and eighty-seven, and also chapter thirty-seven of the statutes of eighteen hundred and ninety-seven, as will more fully and at large appear reference being had to to the said several amending Acts.

And whereas, pursuant to the provisions of the said Act of incorporation and of the amending Acts thereto, ordinary shares to the amount of two million dollars of the capital stock of the Atlantic Company have been duly issued, and also preference shares to the amount of one million dollars of the capital stock of the Atlantic Company have been duly issued.

And whereas the parties named in the third schedule hereto are the shareholders of the Atlantic Company, holding ordinary shares of the capital stock as well as preferred shares of the capital stock of the Atlantic Company for the amounts and with the sums paid thereon respectively as is set opposite their respective names.

And whereas the further completion of the said railway and branches is still in progress.

And whereas the assets of the Atlantic Company are specified and set out in the fourth schedule hereto.

And whereas the Atlantic Company have, pursuant to the powers to them granted, issued first mortgage bonds to the amount of three million four hundred and fifty thousand dollars.

And whereas the Parry Sound Company and the Atlantic Company have agreed each with the other, to amalgamate and consolidate the said two companies into one company under the name of "Canada Atlantic Railway Company," on the terms and conditions hereinafter expressed, and also upon the condition that an application shall be made to the Parliament of Canada for an Act confirming this deed of amalgamation and for incorporating the company amalgamated herein and for the extension of the time within which to complete the several works and undertakings which the several companies, parties hereto, have been duly authorized to undertake, complete and carry on.

Now this indenture witnesseth that the Parry Sound Company and the Atlantic Company do hereby agree each with the other that they, the Parry Sound Company and the Atlantic Company shall as and from the date hereof be forever, and they are hereby amalgamated and consolidated into one Company under the name of the "Canada Atlantic Railway Company," (hereinafter called the Company).

That the Company is hereby vested with and declared to have, possess and be entitled to and capable of having and exercising all the rights, franchises, powers, privileges and all the property, assets, rights and credits of the Parry Sound

Company and the Atlantic Company respectively, and every of them, which they and every of them the Parry Sound Company and the Atlantic Company respectively have had possess are entitled to, or capable of having or exercising or holding, under and by virtue of the said several Acts as well of the Parliament of Canada as of the legislature of Ontario relating to the Parry Sound Company and the Atlantic Company respectively, not inconsistent herewith; and the Company is also hereby vested with and declared to have and possess and be entitled to hold and enjoy all the right, title, property and interest, term and terms of years yet to come and unexpired, and right of renewal of, in, to and out of four several grants from the Crown under the Great Seal of Canada one bearing date the sixth day of June, eighteen hundred and ninety-five, and duly recorded in Liber 136, also another bearing date the sixth day of June, eighteen hundred and ninety-five and duly recorded in Liber 131, also another bearing date the thirty-first day of July, eighteen hundred and ninety-five, and duly recorded in Liber 136, and also another bearing date the second day of March, eighteen hundred and ninety-six, and duly recorded in Liber 137, of and respecting certain lands and premises for entering upon and forming railway terminals within the city of Ottawa, together with all the rights, powers and privileges in the said four several grants respectively mentioned and set forth, and particularly, but without limiting the generality of the preceding words, the Company shall have, and it is hereby vested with and declared to hold and be entitled to all the property, assets, franchises, rights and credits of the Parry Sound Company and of the Atlantic Company respectively, mentioned in the second and fourth schedules hereto; and the by-laws of the directors of the respective companies, and the by-laws, rules and regulations of the respective companies parties hereto, which have been duly passed by the respective companies and approved by the Governor in Council under the provisions of *The Railway Act* and which are now in full force and effect, shall remain valid and effectual for all purposes as if made and done after the execution of this agreement.

That the annual general meeting of the shareholders of the Company for the election of directors and for all other general purposes of the Company shall be held on the last Tuesday in September in each year, and the mode of calling any meeting of the Company and the place of holding such general meetings shall be governed by the provisions of *The Railway Act*, unless provided for by by-law of the Company.

That Charles Jackson Booth, John Frederick Booth, Claude McLachlin, Francis McDougal, William Anderson, Neil MacIntosh, and James Arthur Seybold shall be and they are hereby constituted the first directors of the Company and shall hold office as such until others shall be duly elected by the shareholders at the first general or special meeting of the Company

duly called after the passing of the Act confirming this deed of amalgamation and incorporating the Company.

That the number of the directors of the Company shall be seven, but the number of directors may at any time be increased or reduced by the shareholders at any general meeting; and the qualification for directors shall be the same as the qualification for directors of the Ottawa, Arnprior and Parry Sound Railway Company at the date of this agreement.

That the Company shall have full power and authority to amalgamate with or enter into or conclude any agreement for selling, conveying or leasing the railways, branches and works of the Company, or any part thereof, or for the working of the railways of the Company or any part or parts thereof, or with any railway company or companies now or hereafter to be incorporated within or without the Dominion of Canada by a deed or deeds executed by such company or companies so amalgamating or agreeing as aforesaid, in such manner, on such terms and conditions and under such name as may be agreed upon between them; and in case of amalgamation such newly amalgamated company shall after the execution of such deed or deeds of amalgamation, have all the rights, powers and privileges of either or any of the said companies so amalgamating and shall become vested and possessed of and be entitled to all the franchises, assets and properties and be subject to all the obligations and liabilities which by law may be established of the said companies respectively so amalgamated.

That the capital stock of the Company shall be seven million two hundred thousand dollars, and may be called up by the directors from time to time as they deem necessary, but no one call shall exceed ten per cent of the shares subscribed.

That the directors of the Company, under the authority of the shareholders to them given at a general or special meeting duly called for the purpose, at which meeting shareholders representing at least two-thirds in value of the capital stock of the Company are present or represented by proxy, may by by-law, convert a proportionate part of the shares authorized to be issued by this Act into preference shares, and the ratio which such proportionate part bears to the whole shares of the Company shall not exceed the ratio which the preference shares of the Atlantic Company bear to the whole number of shares authorized to be issued by the Atlantic Company, and such preference shares shall be apportioned share for share to the holders of preference shares of the Atlantic Company as they appear in schedule three hereto, and shall also be apportioned pro rata to the holders of shares of the Parry Sound Company, as set out in schedule one hereto, and such preference shares shall entitle the holders thereof in priority to all other shareholders of the Company to a dividend payable thereon at such rate (which may be declared cumulative) not exceeding five per cent per annum, as may be determined by the by-law authorizing the conversion of said shares; and in the event of

the distribution of the assets of the Company, either by process of law or otherwise, the holders of such preference shares shall have priority of rank over the holders of the ordinary shares of the Company and shall be paid in full the amount of such preference shares before any payments shall be made to the holders of the ordinary shares of the Company.

The Company may redeem and cancel such preference shares, or any portion thereof, or the preference shares heretofore issued by either of the companies parties hereto, upon the terms and conditions to be stipulated and set forth in the said by-law authorizing the conversion of said portion of the shares of the Company.

That the directors may issue and exchange shares of the Company for all or any of the preference shares heretofore issued by either of the companies parties hereto, on such terms and conditions as may be set forth in the by-law authorizing the conversion of said portion of the shares of the Company.

That the holders of such preference shares shall have and enjoy all the rights, privileges and qualifications of holders of shares of the capital stock of the Company, and the shareholders of the Parry Sound Company and of the Atlantic Company set out in schedules one and three hereto respectively, shall receive share for share in the capital stock of the Company having the same amount paid up thereon as the respective shares held by them as shown in said schedules respectively.

That in addition to the bonds which the Company are authorized to issue upon the security of the bridge over the River St. Lawrence, as provided by chapter sixty-seven of the statutes of eighteen hundred and eighty-seven, amounting to one million two hundred thousand dollars, the Company may issue bonds, debentures or other securities to the extent of twenty-five thousand dollars per mile of the railway and branches of the Company, and such bonds, debentures, or other securities may be issued only in proportion to the length of railway constructed or contracted to be constructed, exclusive of the said bridge over the River St. Lawrence and its approaches, and the bonds, debentures or other securities hereby authorized, shall be a first charge and lien upon the whole of the said railway and branches, except the said bridge and the tolls and revenues thereof, subject to the provisions of *The Railway Act*; and the mortgage or mortgages securing the same shall be a first charge and lien upon the whole railway, branches, bridges, franchises, rolling stock, plant, tolls and revenues, and other property, real and personal, movable and immovable, now owned or that shall hereafter be acquired by the Company as well for all outstanding first mortgage bonds of the Atlantic Company and of the Parry Sound Company (which until redeemed, exchanged or paid off shall be deemed to be a part of the said issue of first mortgage bonds so to be issued by the Company) as for the said bonds of the Company; and such mortgage shall contain in addition to the covenants, provisoes,

provisoes, stipulations and agreements that may be deemed necessary and proper, such provisos and stipulations as shall preserve the rights, powers and remedies as well of the holders of the outstanding bonds of the Atlantic Company as of the Parry Sound Company respectively, for all purposes, in form as full and extensive as are contained in the present subsisting mortgages from the Atlantic Company dated the fourteenth day of January, eighteen hundred and eighty-nine, and from the Parry Sound Company dated the twenty-seventh day of April, eighteen hundred and ninety-seven, hereinafter more fully mentioned and referred to; and whenever and so soon as all the outstanding first mortgage bonds which have been issued by the Atlantic Company and the Parry Sound Company respectively, shall have been surrendered, paid off or exchanged for the bonds herein authorized to be issued by the Company, the said mortgage or mortgages securing the same shall still remain a first charge and lien upon the whole railway and branches, franchises, rolling stock, plant, tolls, revenues, and other property, real and personal, movable and immovable, now owned or that shall hereafter be acquired by the Company as limited and provided by the provisions of *The Railway Act*; and it shall not be necessary, in order to preserve the priority of the lien, charge, mortgage or privileges purporting to appertain to or created by any bonds issued by the Company (including as part thereof the present outstanding bonds of the Atlantic Company and of the Parry Sound Company, until such outstanding bonds are redeemed, exchanged or paid as aforesaid) that the bonds authorized to be issued by this deed or the mortgage or mortgages to be executed under the authority hereof, should be registered in any manner or in any place whatsoever, but every such mortgage deed or mortgages shall be deposited in the office of the Secretary of State of Canada, and thereupon that certain indenture of mortgage bearing date the second day of January, eighteen hundred and eighty-nine, and made between the Atlantic Company of the first and the Farmers' Loan and Trust Company, trustees of the second part, duly executed by the parties thereto and thereafter duly deposited in the office of the Secretary of State of Canada on the fourteenth day of January, eighteen hundred and eighty-nine, and also that certain other indenture of mortgage bearing date the twenty-seventh day of April, eighteen hundred and ninety-seven, and made between the Parry Sound Company of the first part and Alexander Gillespie Ramsay and Frederick William Gates, trustees of the second part, duly executed by the parties thereto and thereafter duly deposited in the office of the Secretary of State of Canada on the third day of May, eighteen hundred and ninety-seven, shall be deemed satisfied and discharged, and shall be for ever cancelled as though the same and each of them had never been made; but all the rights, powers

and remedies of the holders of the said outstanding bonds so issued by the Atlantic Company and by the Parry Sound Company, respectively, shall attach upon, merge in, and be preserved to them and for their benefit by the said mortgage deed or mortgages, so to be executed by the Company as aforesaid, as fully and completely for all and every purpose whatsoever, as though the said outstanding first mortgage bonds so issued by the Atlantic Company and also by the Parry Sound Company, respectively, had been severally and specifically secured by the said mortgage or mortgages for securing the due payment of the first mortgage bonds authorized to be issued by this agreement; and whenever and so soon as the said outstanding bonds so issued by the Atlantic Company and by the Parry Sound Company, respectively, shall from time to time have been paid, redeemed, exchanged, as aforesaid, and surrendered to the trustees for the time being of the said mortgage deed or mortgages so to be executed by the Company, then such bond or bonds shall thereupon by the trustees be cancelled and defaced and delivered by the trustees to the Company

That a copy of any such mortgage deed or mortgages certified to be a true copy by the Secretary of State or by his deputy, shall be received as *prima facie* evidence of the original in all courts of justice without proof of the signatures or seals upon such original, or of the matters therein certified to.

That the Company hereby undertakes to assume and carry out the obligation of the Parry Sound Company to deliver to John R. Booth first mortgage bonds and debentures to the amount of six million six hundred thousand dollars, bearing interest at the rate of five per cent per annum from the date of said obligation, and shall issue and deliver to John R. Booth said bonds, or such part or parts thereof as have not been already issued and delivered to him.

That all conveyances, assignments and deeds (if any), necessary for carrying out completely all the terms and objects of this agreement, or of the amalgamation hereby made or intended so to be, shall be executed by the proper officers of the respective parties hereto, or by such of them as it may be deemed necessary; and the corporate powers of the respective companies, parties hereto, shall not cease until the final completion and carrying out of the terms and objects of this agreement, and of the amalgamation hereby made or intended so to be. In

In witness whereof the parties hereto have hereunto affixed their corporate seals by the hands of their respective presidents and secretary-treasurers, the day and year first above written.

THE OTTAWA, ARNPRIOR AND PARRY SOUND RAILWAY COMPANY,

Signed, sealed and delivered } By C. J. BOOTH,
in presence of } *President.*
JOHN CHRISTIE. } [SEAL.]

A. W. FLECK,
Secretary-Treasurer.

CANADA ATLANTIC RAILWAY COMPANY,

C. J. BOOTH,
President.
[SEAL.]

A. W. FLECK,
Secretary-Treasurer.

SCHEDULE No. 1.

SHAREHOLDERS OF THE OTTAWA, ARNPRIOR AND PARRY SOUND RAILWAY COMPANY.

Names.	Number of Shares.	Value.	Amount paid thereon.
		\$	\$
John R. Booth.....	37,315	3,731,500	3,731,500
John R. Booth.....	3,350	335,000	33,500
Hugh F. McLachlin.....	215	21,500	21,500
Claude McLachlin.....	200	20,000	20,000
Corporation of the Town of Arnprior.....	300	30,000	30,000
Corporation, United Townships of Hagerty, Sherwood, Jones, Rogers and Burns.....	20	2,000	2,000
Elkanah Honeywell.....	15	1,500	1,500
S. R. Poulin.....	60	6,000	6,000
Hugh Fitzpatrick.....	60	6,000	6,000
Galetta Whyte.....	5	500	500
George Whyte.....	20	2,000	200
C. J. Booth.....	100	10,000	1,000
J. F. Booth.....	100	10,000	1,000
Neil MacIntosh.....	40	4,000	400
William Anderson.....	40	4,000	400
E. J. Chamberlin.....	40	4,000	400
A. W. Fleck.....	5	500	50
G. H. Perley.....	20	2,000	200
William H. Berry.....	10	1,000	50
Francis McDougal.....	10	1,000	100
Patrick McCurry.....	10	1,000	100
C. Mohr.....	20	2,000	200
E. Mohr.....	25	2,500
J. A. Seybold.....	20	2,000	200
Total.....	42,000	4,200,000	3,856,800

C. J. BOOTH,
President.

A. W. FLECK,
Secretary-Treasurer.

C. J. BOOTH,
President.

A. W. FLECK,
Secretary-Treasurer.

Witness,
JOHN CHRISTIE.

SCHEDULE No. 2.

ASSETS OF THE OTTAWA, ARNPRIOR AND PARRY SOUND
RAILWAY COMPANY.

The right of way, roadbed, ties, rails, connections, bridges, culverts, buildings, shops, machinery, wharfs, docks, elevators, engines, boilers and machinery, stations, freight sheds, coal chutes, locomotives, cars, rolling-stock, plant, tools, equipment, surveys, plans, telegraphs, telephones and supplies, lands, tenements, premises, goods, chattels, rights, franchises and unpaid subsidies.

C. J. BOOTH,
President.

C. J. BOOTH,
President.

A. W. FLECK,
Secretary-Treasurer.

A. W. FLECK,
Secretary-Treasurer.

Witness,
JOHN CHRISTIE.

SCHEDULE No. 3.

SHAREHOLDERS OF THE CANADA ATLANTIC RAILWAY COMPANY.

Names.	Number of Ordinary Shares par value \$100.	Number of Preferred Shares par value \$100.	Amount paid thereon.
			\$
J. Gregory Smith.....	4,953	1,540	649,300
W. G. Perley.....	2,494	266	276,000
J. R. Booth.....	11,910	5,154	1,706,400
Guy C. Noble.....	310		31,000
F. S. Stranhan.....	10		1,000
J. W. Newton.....	10		1,000
A. Coote.....	10		1,000
McL. Stewart.....	10		1,000
L. Millis.....	137		13,700
D. A. Macdonald.....	10		1,000
Peter Kennedy.....	5		500
Arch. McNab.....	5		500
R. S. McDonald.....	5		500
E. McGillivray.....	5		500
John Rankin.....	5		500
Geo. H. Perley.....	10	10	2,000
J. J. Gormully.....		5	500
A. W. Fleck.....		5	500
E. C. Smith.....	10	10	2,000
Wm. Anderson.....	15	5	2,000
Fitchburg R. R.....		3,000	300,000
C. J. Booth.....	15	5	2,000
C. B. Powell.....	20		2,000
J. F. Booth.....	25		2,500
A. W. Fraser.....	5		500
N. MacIntosh.....	21		2,100
	20,000	10,000	3,000,000

C. J. BOOTH,
President.

A. W. FLECK,
Secretary Treasurer.

C. J. BOOTH,
President.

A. W. FLECK,
Secretary-Treasurer.

Witness,
JOHN CHRISTIE.

SCHEDULE No. 4.

ASSETS OF THE CANADA ATLANTIC RAILWAY COMPANY.

The right of way, roadbed, ties, rails, connections, bridges, switches, side tracks, terminals, culverts, buildings, shops, machinery, wharfs, docks, elevators, engines, boilers and machinery, stations, freight sheds, coal chutes, locomotives, cars, rolling-stock, plant, tools, equipment, surveys, plans, telegraphs, telephones, supplies, lands, tenements, premises, goods, chattels, rights, franchises and unpaid subsidies.

C. J. BOOTH,
President.

C. J. BOOTH,
President.

A. W. FLECK,
Secretary-Treasurer.

A. W. FLECK,
Secretary-Treasurer.

Witness,

JOHN CHRISTIE.

OTTAWA : Printed by SAMUEL EDWARD DAWSON, Law Printer to the Queen's
most Excellent Majesty.



62-63 VICTORIA.

CHAP. 82.

An Act respecting the Ottawa Electric Railway Company.

[Assented to 10th July, 1899.]

WHEREAS the Ottawa Electric Railway Company has, by Preamble.
its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, declares and enacts as follows:—

1. The Ottawa Electric Railway Company, hereinafter called “the Company,” may, as an extension of its present railway, construct, and operate by means of electricity or other motive power, except steam, a double or single track iron or steel railway, with the necessary side tracks, switches and turnouts for the passage of cars, carriages and other vehicles adapted to the same, from some point on its present railway in the municipalities of Hintonburgh or Nepean in the county of Carleton, to some point at or near Bell’s Corners in the township of Nepean. Extension of railway authorized.

2. The said extension shall be commenced within eighteen months and completed within two years from the passing of this Act, otherwise the powers granted for such construction shall cease and be null and void as respects so much of such extension as then remains uncompleted. Time for construction limited.

3. Sections 90 to 172, both inclusive, of *The Railway Act*, 1888, c. 29. and such of the other sections of the said Act as are applicable, shall apply to the Company with respect to the said extension.

4. Nothing in this Act shall impair or affect the right which the Company now has under the Acts respecting the Company and the Ottawa City Passenger Railway Company of constructing, maintaining and operating its railway on such streets or highways in the municipalities outside of the city of Ottawa Existing rights not affected.

as it may be authorized to pass along by the corporations of the said municipalities respectively, but the said right is hereby confirmed.

Certain provision of 1868 (Ont.), c. 45 not applicable.

5. Notwithstanding anything contained in section 6 of chapter 53 of the statutes of 1892, it is hereby declared and enacted that the following words in section 2 of chapter 45 of the Ontario statutes of 1868: "no car of any description shall be run between midnight of Saturday and midnight of Sunday," are not and shall not be applicable to the Ottawa Electric Railway Company.

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62-63 VICTORIA.

CHAP. 83.

An Act respecting the Ottawa and Gatineau Railway Company.

[Assented to 10th July, 1899.]

WHEREAS the Ottawa and Gatineau Railway Company Preamble.
has, by its petition, prayed that it be enacted as herein-
after set forth, and it is expedient to grant the prayer of the
said petition: Therefore Her Majesty, by and with the advice
and consent of the Senate and House of Commons of Canada,
enacts as follows:—

1. The section substituted by section 1 of chapter 58 of the 1897, c. 58,
statutes of 1897 for section 82 of chapter 87 of the statutes s. 1 amended.
of 1894 is hereby repealed, and the following is substituted
therefor:—

“**32.** If the construction of the main line, branches and Time for
extensions of the railway of the Company hereby authorized is construction
not completed on or before the thirty-first day of December, extended.
one thousand nine hundred and four, the powers granted for
the construction thereof shall cease and be null and void as
respects so much thereof as then remains uncompleted.”

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most Excellent Majesty.



62-63 VICTORIA.

CHAP. 84.

An Act respecting the Pontiac Pacific Junction Railway Company.

[Assented to 10th July, 1899.]

WHEREAS the Pontiac Pacific Junction Railway Company Preamble. has, by its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. Notwithstanding anything contained in section 2 of chapter 31 of the statutes of 1896 (First Session), the Pontiac Pacific Junction Railway Company, hereinafter called "the Company," may, in addition to its line of railway already constructed, lay out, construct and operate, with single or double track of the gauge of four feet eight and one-half inches, the following lines of railway:—

Lines of railway described.

(a.) an extension of its present line from its present north-westerly terminus at or near Waltham, in the county of Pontiac, crossing the Ottawa River at Allumette Island, to the town of Pembroke, in the province of Ontario, and thence in a north-westerly direction beyond Pembroke, passing to the south of Lake Nipissing and crossing the Gravenhurst and Callender railway at a point about twenty miles south of Callender station to Sault Ste. Marie:

Extension from Waltham to Sault Ste. Marie.

(b.) a branch or extension of its line from its present terminus at or near Waltham aforesaid in a north-westerly direction through the province of Quebec to some point in the county of Pontiac:

N. W. from Waltham.

(c.) an extension of its line from its present south-easterly terminus at or near the town of Aylmer, in the county of Ottawa, to some point in or near the city of Hull, and thence across the Ottawa River to some point in the city of Ottawa.

From Aylmer to Ottawa.

2. The said extensions, or such of them as have not already been commenced, shall be commenced within two years, and they

Time for construction limited.

they shall all be completed within five years from the passing of this Act, otherwise the powers granted for the construction thereof shall cease and be null and void as respects such or so much of any of the said extensions as then remains uncompleted.

1896 (1st Sess.)
c. 31, s. 9
amended.
Time for
constructing
bridges
extended.

3. Section 9 of chapter 31 of the statutes of 1896 (First Session) is hereby repealed, and in lieu thereof it is hereby enacted that the bridges authorized to be constructed by section 3 of the said chapter 31, shall be completed within six years from the passing of this Act, otherwise the powers granted for such construction shall cease and be null and void as respects such of the said bridges as are not then completed.

OTTAWA : Printed by SAMUEL EDWARD DAWSON, Law Printer to the Queen's most Excellent Majesty.



62-63 VICTORIA.

CHAP. 85.

An Act respecting the Quebec, Montmorency and Charlevoix Railway Company, and to change its name to the Quebec Railway, Light and Power Company.

[Assented to 10th July, 1899.]

WHEREAS the Quebec, Montmorency and Charlevoix Railway Company has, by its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Preamble.

1. The name of the Quebec, Montmorency and Charlevoix Railway Company, hereinafter called "the Company," is hereby changed to "The Quebec Railway, Light and Power Company;" but such change in name shall not in any way impair, alter or affect the rights or liabilities of the Company, nor in any wise affect any suit or proceeding now pending, or judgment existing either by, or in favour of, or against the Company, which, notwithstanding such change in the name of the Company, may be prosecuted, continued, completed and enforced as if this Act had not been passed.

Name changed.

Existing rights not affected.

2. Section 9 of chapter 59 of the statutes of 1895 is hereby repealed, and the following is substituted therefor:—

1895, c. 59, s. 9 amended.

Business of Company.

Electricity.

"**9.** The Company may, for the purposes aforesaid,—
(a.) "manufacture, furnish, use and sell or lease in the city and district of Quebec, light, heat and motive power, generated from electricity, and construct, acquire, work and carry on any lines of wires, tubes or other apparatus for conducting electricity either by land or water;

(b.) "acquire lands, water powers and watercourses, and erect, use and manage works, machinery and plant for the generation, transmission and distribution of electrical power and energy;

Lands, power etc.

"(c.) build power houses and stations for the development of electrical force and energy, and acquire the factories or stations

Power houses.

Works, etc. of other like companies, or lease their works, equipments, appurtenances and power ;

Patent rights. "(d.) acquire any exclusive rights in letters patent, franchises or patent rights for the purposes of the works and undertakings hereby authorized, and again dispose of such rights."

Power to carry on business of Montmorency Company. **3.** The Company may carry on the business and undertaking acquired by it from the Montmorency Electric Power Company in the same manner and to the same effect as the said business and undertaking was carried on by the said Montmorency Electric Power Company ; and the franchise, powers and privileges heretofore enjoyed by the said Montmorency Electric Power Company, in virtue of its charter, shall for the future be exercised and enjoyed by the Company.

Dams and watercourses. **4.** The Company may, for the purpose of utilizing water powers and watercourses acquired by it, construct all necessary dams, locks and other constructions, either on the banks or in the beds of streams, and for such purpose may enter upon and survey lots adjoining or close to any water powers or watercourses ; provided that no such works shall interfere with navigation, or with the public right of using any stream.

Proviso.

Damages. **5.** The Company shall be responsible for all damage caused by the exercise of the powers conferred by the last preceding section, whether any portion of the land so damaged be taken or not, and in the event of dispute the damages shall be ascertained in the same manner as is provided for determining compensation under the provisions of *The Railway Act*.

1888, c. 29.

1895, c. 59. s. 10, ss. 4 amended.

Consent of municipalities.

6. Subsection 4 of section 10 of chapter 59 of the statutes of 1895 is hereby repealed, and the following is substituted therefor :—

"4. The powers hereby granted shall not be exercised upon any of the streets of the city of Quebec until the Company has obtained the consent of the city council, and the Company shall not lay out, construct or operate any railroad, by whatever power operated, over any of the roads under the control of the Quebec North Shore Turnpike Trust, nor along any roads belonging to the municipality, without having first obtained the consent of the trustees of the Quebec North Shore Turnpike Trust, or the municipality to which the roads so made use of belong ; provided, however, that the Company may cross such roads in the manner provided by *The Railway Act* without such consent."

Subsection added.

Railway in Lévis County.

7. Section 10 of the said Act is hereby amended by adding thereto the following subsection :—

"5. The Company may lay out, construct and operate, with single or double tracks, by means of electricity, or other mechanical or approved motive power, force or energy, except steam, lines of railway from some point in or near the town

of Lévis, in the county of Lévis, passing through the parishes of St. Romuald, St. Nicholas, St. Anthony, Ste. Croix, Lotbinière, St. Edouard, St. Flavien, Ste. Agathe, St. Sylvestre, St. Elzéar, Ste. Marie, Ste. Marguerite, Ste. Claire, St. Lazare, St. Raphaël, St. Valier, St. Michel, Beaumont and St. Joseph.”

8. Subsection 4 of section 12 of the said Act is hereby repealed, and the following is substituted therefor :— S. 12, s-s 4 amended.

“ 4. The telephone powers and privileges conferred by this Act shall not be exercised within the limits of any municipality which is provided with a telephone service at the time of the passing of this Act, save and except for the business of the Company.” Existing telephone lines.

9. Section 15 of the said Act is hereby amended by adding thereto the following subsection :— Section 15 amended.

“ 6. The Company may acquire the franchise, property, works, plant, equipment and rights of any gas or lighting company, and thereafter may manufacture gas and other products of coal, and distribute the same, and after such purchase the Company shall enjoy all the rights and privileges, and be subject to the obligations contained in the charter of such company.” Power to acquire business of gas and lighting companies.

10. If the Company and the owner or occupier of any land, or the owner of any right in respect of land, which the Company requires for the purpose of erecting, maintaining or repairing any of its poles or wires, cannot agree as to the compensation in respect thereof, the Company may take such land or such right, and all the provisions of *The Railway Act* respecting the expropriation of lands shall apply to the taking of such land or such right, and the determining of the compensation therefor. Expropriation powers.

11. The acquisition of the Quebec District Railway by the Company, the deed passed for that purpose before Campbell, notary public, the twenty-ninth day of June, one thousand eight hundred and ninety-eight, set out in schedule A to this Act, and the issue of one million five hundred thousand dollars of bonds and twenty thousand shares of stock fully paid up to pay for the said railway and liquidate the Company’s debts are hereby ratified and confirmed and declared to be valid and binding. Quebec District Railway.
Agreement and bonds confirmed.

12. The acquisition of the Montmorency Electric Power Company’s property by the Company, the deed passed for that purpose before Meredith, notary public, the fifteenth day of September, one thousand eight hundred and ninety-eight, set out in part in schedule B to this Act, and the issue of one million dollars of bonds and five thousand shares of stock fully paid up, for that purpose, are hereby ratified and confirmed and declared to be valid and binding. Montmorency Company.
Agreement and bonds confirmed.

Liabilities not affected.

13. Nothing in this Act or in the said agreements shall be held to relieve the said companies or any of them from any of their duties or liabilities under the railway laws of Canada or under the laws of the province of Quebec.

Separate accounts to be kept.

14. The Company shall keep the accounts of and relating to its railway and the operation thereof separate and distinct from the accounts of and relating to any other business which the Company is authorized to carry on.

Rights of Montmorency Cotton Co.

15. Nothing in this Act contained shall in any way affect the rights and franchises of the Montmorency Cotton Mills Company.

SCHEDULE A.

On this day, the twenty-ninth of June, in the year one thousand eight hundred and ninety-eight,

Before me, the undersigned William Noble Campbell, Notary Public for the Province of Quebec in Canada, residing in the City of Quebec,

Personally came and appeared the Quebec District Railway Company, a body corporate and politic, having its principal place of business in the said City of Quebec, herein represented by Andrew Thomson and E. Elliot Webb, both of the said City of Quebec, Bankers, the President and a Director respectively of the said Company, duly authorized for the effect hereof under a resolution adopted at a meeting of the Directors of the said Company, duly held on the seventeenth day of June instant (1898) copy of which Resolution is hereunto annexed, of the first part,

And the Quebec, Montmorency and Charlevoix Railway Company, a body corporate and politic, having its principal place of business in the said City of Quebec, herein represented by Horace Jansen Beemer, of the City of Montreal, the President, and Ernest Frederick Wurtele, of the said City of Quebec, the Secretary Treasurer of the said Company, duly authorized for the effect hereof under a Resolution adopted at a meeting of the Directors of the said Company duly held on the twenty-ninth day of June instant (1898) copy of which Resolution is hereunto annexed, of the second part.

Which said Quebec District Railway Company (hereinafter styled the vendor) did and doth hereby sell, convey and make over with warranty against all encumbrances and debts whatsoever unto the said Quebec, Montmorency and Charlevoix Railway Company (hereinafter styled the purchaser) accepting thereof as aforesaid, that is to say:—

All and every the property, real and personal, movable and immovable, of what kind or nature soever, belonging to and forming the assets of the said Company the vendor, including

real estate, rails, sidings, branches and lines, together with all and singular the rights of way, road beds and all tracks, and all structures and buildings whatsoever, and all motor and other cars and all other rolling stock and equipment whatsoever and all machinery, tools and implements, supplies and materials and also all revenues, profits and sums of money arising or to arise from the use of the railway belonging to the said Company the vendor and hereby sold, and also all rights, powers, immunities and exemptions, plant, appurtenances, privileges and franchises of every kind, rights and claims against all individuals, parties and corporations by virtue of Deeds, Agreements, Instruments in writing or otherwise, and generally everything belonging to the said Company the vendor and used for the purposes of its railway and operations and in any way connected therewith, also the beneficial interest of any kind the said Company the vendor hath or may have in all contracts whatsoever the whole without any reserve whatsoever on the part of the said Company the vendor.

To have, hold, use and enjoy the premises hereby bargained and sold, as hereinbefore set forth and as hereinafter more particularly described unto the said Company the purchaser, to its own proper use and benefit, with possession thereof from this day.

And for the purposes of registration of these presents in part or in whole, the immovable properties belonging to the said Company the vendor and hereby sold and conveyed may be more particularly described as follows:

1. All and every the unsubdivided portion of the lot known and designated upon the Cadastral plan and in the book of reference thereto for St. John's Ward of the said City of Quebec under the number three thousand seven hundred and fifty-five (3,755).

2. Subdivision number five of said lot number three thousand seven hundred and fifty-five (3,755-5) upon said Cadastral plan and book of reference.

3. Subdivision number thirty-six of said lot number three thousand seven hundred and fifty-five (3,755-36) upon said Cadastral plan and book of reference.

4. Subdivision number six of said lot number three thousand seven hundred and fifty-five and subdivision number thirty-five of the same lot (3,755-6 and 3,755-35) upon said Cadastral plan and book of reference.

Together with the car shed, offices and buildings on the said lots of land erected and being, circumstances and dependencies.

It is hereby declared and agreed that the premises hereby sold and conveyed shall include all and every the rights, claims, privileges, franchises and beneficial interests of every kind belonging to the said Company the vendor under and by virtue of the following Agreements, Contracts and Instruments or Writings, that is to say:

1. That certain Deed of Agreement entered into by the said Company the purchaser with the City of Quebec, bearing date at Quebec the Seventeenth of July, eighteen hundred and ninety-five, executed before Mtre. Joseph Allaire, Notary, under the number 6759 of his original deeds and the modification thereof under and by virtue of the three following deeds, to wit, Those certain Deeds bearing date at Quebec the Thirteenth of September, eighteen hundred and ninety-five, the Ninth of July, eighteen hundred and ninety-six and the Twenty-second of October, eighteen hundred and ninety-six respectively, executed before said Allaire, Notary, under the numbers 6778, 7220 and 7291 of his original deeds respectively, the said Company the purchaser having vested the said Company the vendor in all the right, title and interest of the former under and by virtue of the said Deeds as hereafter set forth.

2. That certain Deed of Agreement entered into by the said Company the vendor, the said Company the purchaser, the Montmorency Electric Power Company and the City of Quebec and bearing date at Quebec the Twenty-third of said month of October (1896), executed before said Allaire, Notary, under the number 7293 of his original Deeds, whereby the said Company the purchaser for and in consideration of the various covenants and stipulations in the said deed set forth and contained, sold, conveyed and transferred to the said Company the vendor accepting thereof, all and singular that portion of their franchise duly acquired by law for the purpose of constructing and operating an electric railway in the City of Quebec and upon the Ste. Foye road outside the city limits together with all the right, title and interest of the said Railway Company, the purchaser in and to the four several Agreements entered into between them and the City of Quebec for the construction of the said electric road hereinafter specially referred to, the said Company the purchaser therein specially agreeing that, subject always to the terms and conditions set forth in the said deed the said Company the vendor should be and remain fully vested in all their rights in the premises.

3. That certain Deed of Sale by the Quebec Street Railway Company of its franchises and other things to and in favour of the said Company the vendor bearing date at Quebec the tenth of June last (1897) and executed before Mtre. J. A. Charlebois, Notary, under the number 5497 of his original deeds.

4. That certain Deed of Agreement between the City of Quebec and the said Company the vendor bearing date at Quebec the twenty-fifth of September last (1897) and executed before said Allaire, Notary, under the number 7717 of his original deeds.

5. That certain Deed of Agreement between the City of Quebec and the said Company the vendor bearing date at Quebec the twenty-sixth of October last (1897) and executed

before said Allaire, Notary, under the number 7738 of his original deeds.

6. That certain Deed of Agreement between the said Company the vendor and Messrs. Proteau and Carignan, bearing date at Quebec the Eighteenth of October last (1897) and executed before said Charlebois, Notary, under the number 5561 of his original deeds.

7. That certain Agreement between the Municipality of Notre Dame de Québec and said Company the vendor, bearing date at Quebec the twenty-fifth of February eighteen hundred and ninety-seven, executed before me the undersigned Notary under the number 3526 of my original deeds.

8. That certain Deed of Sale of Franchise by the St. John Street Railway Company unto the said Company the vendor bearing date at Quebec the seventeenth of May eighteen hundred and ninety-seven and executed before me the undersigned Notary under the number 3560 of my original deeds.

9. That certain Deed of Agreement between the Quebec Curling Club and the said Company the vendor bearing date at Quebec the ninth of October last (1897) and executed before me the undersigned Notary under the number 3719 of my original deeds.

10. That certain Agreement between the Canadian Pacific Railway Company and the said Company the vendor for crossing on Dalhousie and St. André Streets, executed *sous seing privé* and bearing date the twentieth of May eighteen hundred and ninety-seven.

11. That certain Contract for the conveyance of Her Majesty's Letter Carriers executed *sous seing privé* and bearing date the twenty-seventh of April last (1898).

The said Company the vendor declares that the above described immovable property and real estate belong to it under and by virtue of the following deeds :

1. That certain Deed of Sale and Conveyance by the St. John Street Railway Company unto the said Company the vendor bearing date at Quebec the second of February eighteen hundred and ninety-seven and executed before me the undersigned Notary under the number 3517 of my original deeds.

2. That certain Deed of Sale by Mr. S. D. Poulin unto the said Company the vendor, bearing date at Quebec the tenth of April eighteen hundred and ninety-seven and executed before Mtre. C. A. Lafrance, Notary, under the number 1148 of his original deeds.

3. That certain Deed of Sale by "La Communauté des Religieuses de l'Hôtel-Dieu de Québec" unto the said Company the vendor bearing date at Quebec the tenth of April eighteen hundred and ninety-seven, and executed before Mtre. Cyprien Labreque, Notary, under the number 7485 of his original deeds.

4. That certain Deed of Sale by Dame Alice Dowling, widow of the late James Myler unto the said Company the

vendor, bearing date at Quebec the First of September, eighteen hundred and ninety-seven and executed before Mtre. J. A. Charlebois, Notary, under the number 5532 of his original deeds.

The present Sale is made subject to all rights, rents, dues and charges for which the said property is or may be liable.

The present Sale is also made for and in consideration of the price or sum of five hundred and fifty-one thousand five hundred and sixty-seven dollars and eight cents (\$551,567.08), the receipt of which the said Company the vendor doth hereby acknowledge at and before the execution of these presents, whereof General and Final Discharge.

And for the effect of the present Sale, Conveyance, Transfer and Assignment the said Company the vendor doth hereby put, substitute and subrogate the said Company the purchaser in the place and stead of it the said Company the vendor and in all its rights, title, claim, interest and demand, privileges and hypothecs for and respecting the premises and did and doth hereby constitute and appoint the said Company the purchaser to be its true and lawful attorney irrevocable, with full power and authority to use the name of the said Company the vendor, but at the cost, risk and expense of the said Company the purchaser, and to ask, demand, sue for, recover and receive from all and every person or persons, corporations, companies and institutions, the premises hereby assigned and all matters and things connected therewith and dependent thereon, and to transact, compound, acquit, release and discharge for and respecting the same. And generally all the matters and things whatsoever necessary to do and perform as fully and amply to all intents and purposes as the said Company the vendor might or could do if personally present, hereby ratifying, allowing and confirming and agreeing to ratify, allow and confirm all and whatsoever the said Company the purchaser shall lawfully do or cause to be done by virtue hereof.

And it is agreed by and between the parties hereto that the said Company the vendor shall and will from time to time and at all times hereafter at the request of the said Company the purchaser, make, do and execute every such further and other reasonable act, deed or deeds as may be necessary for the further and better and more effectually conveying, assigning and assuring unto the said Company the purchaser the premises hereby sold, assigned and transferred.

Thus done and passed at the said City of Quebec in the office of me the said Notary under the number Three thousand eight hundred and fifty.

In witness whereof the said parties have signed these presents with me the said Notary, the same being first duly read according to law.

A. THOMSON,
President.
E. E. WEBB,
Director Quebec District Ry. Co.
H. J. BEEMER,
President.
ERNEST F. WURTELE,
*Secretary-Treasurer Quebec,
Montmorency and Charle-
voix Ry. Co.*
W. NOBLE CAMPBELL,
Notary Public

Moved by E. W. Methot,
Seconded by Hon. Judge Chauveau,
Resolved,

That Mr. Andrew Thomson, President, and Mr. E. E. Webb be authorized and full and complete powers are hereby given to them to take such measures and to sign and execute such deed or deeds on behalf of this Company as may be necessary to convey and transfer to the Quebec, Montmorency and Charlevoix Railway Company all their property, rights and franchises as fully as the Board of Directors were themselves authorized so to do, by Resolution passed at a Meeting of the shareholders held on the Twelfth day of May, 1898, and they are hereby specially empowered to execute the draft deed of trust between the Quebec District Railway Company, of the first part, and the Quebec, Montmorency and Charlevoix Railway Company, of the second part, and themselves, the said Messrs. Thomson and Webb, acting as Trustees therein, parties of the third part, the said deed now submitted and identified by the President and Secretary.

Certified to be a true Extract from the Minutes of a meeting of the Board of Directors of the Quebec District Railway Company held at Quebec on the Seventeenth day of June, 1898.

J. R. H. WHITE,
Sec.-Treas. Q. D. Ry. Co.

This is the copy of the Resolution of the Quebec District Railway Company referred to in the deed of sale and conveyance to which the present is annexed, dated at Quebec this twenty-ninth day of June, one thousand eight hundred and ninety-eight.

A. THOMSON,
E. E. WEBB,
H. J. BEEMER,
ERNEST F. WURTELE.
W. NOBLE CAMPBELL,
Notary Public.

Extract from the proceedings of a Meeting of the Directors of the Quebec, Montmorency and Charlevoix Railway Company held in the City of Quebec on Wednesday the 29th day of June, 1898, at 2 p.m.

The Draft Deed transferring the Quebec District Railway Company to the Quebec, Montmorency and Charlevoix Railway Company was laid before the Board.

Moved by Mr. J. T. Ross,

Seconded by Mr. T. A. Piddington,

That the President and Secretary-treasurer of the Company be and they are hereby authorized to sign and execute the same and do such further acts as may be necessary in the premises.—Carried.

Certified correct.

ERNEST F. WURTELE,
Secretary-Treasurer.

This is the copy of the resolution of the Quebec, Montmorency and Charlevoix Railway Company, referred to in the deed of sale and conveyance to which the present is annexed, dated at Quebec this twenty-ninth day of June, one thousand eight hundred and ninety-eight.

A. THOMSON,
E. E. WEBB,
H. J. BEEMER,
ERNEST F. WURTELE,
W. NOBLE CAMPBELL,
Notary Public.

SCHEDULE B.

Before me, Edward Graves Meredith, the undersigned Notary Public for the Province of Quebec in the Dominion of Canada, residing at the City of Quebec in the said province, came and appeared:—

The Montmorency Electric Power Company, a body politic duly incorporated by an Act of the Legislature of the Province of Quebec passed in the forty-fourth and forty-fifth year of Her Majesty's reign, amended by an Act of the said Legislature passed in the fifty-sixth year of Her Majesty's reign, and having its head office in the said City of Quebec, hereto represented by Henry Turner Machin of the said City of Quebec, the vice-president of the said Company, duly authorized for the purposes hereof under and in virtue of a resolution passed at a meeting of the directors of the said Company held at the said City of Quebec on the fourteenth day of September (1898) a copy of which said resolution is hereto annexed marked "A" and signed by the parties hereto and by me the said Notary for identification.

Party of the first Part—hereinafter sometimes called the Vendor.

And the Quebec, Montmorency and Charlevoix Railway Company, a body politic duly incorporated by an Act of the Legislature of the Province of Quebec, forty-four and forty-five Victoria and amendments, and declared to be a body politic and corporate within the legislative authority of the Parliament of Canada by a certain Act fifty-eight and fifty-nine Victoria, Chapter 59, hereto represented by Horace Jansen Beemer of the City of Montreal, the president of the said Company, and Ernest Frederick Wurtele of the said City of Quebec, the Secretary treasurer of the said Company, duly authorized for the purposes hereof by a resolution passed at a meeting of the directors of the said Company held at the City of Quebec on the twelfth day of September instant (1898) a copy of which said resolution is hereto annexed marked "B" and signed by the said parties and by me the said Notary for identification.

Party hereto of the second Part—hereinafter sometimes called the Purchasers.

Which said parties have declared, covenanted and agreed together in the manner following, that is to say:—

Whereas the said Quebec, Montmorency and Charlevoix Railway Company by the said Statute 58 and 59 Victoria, Canada, Chap. 59, is authorized to acquire lands and erect, use and manage works, machinery and plant for the generation, transmission and distribution of electric power and energy and build and maintain power houses and stations for the development of electrical force and energy, and buy or lease the factories or stations of other like companies or lease their works, equipments and appurtenances, and also to purchase or lease the works, buildings, plant and machinery of the said Montmorency Electric Power Company provided that such purchase has been first sanctioned by two-thirds of the votes at a general meeting of the shareholders duly called for the purpose of considering the same, at which meeting shareholders representing at least two-thirds in value of the stock are present in person or represented by proxy, and that such purchase has also secured the approval of the Governor in Council.

And whereas it is enacted by the Act 58 & 59 Vic., Chap. 59 as amended by the Act of the Parliament of Canada 60-61 Vic., Chap. 59 as follows: "The Company may make and issue in the manner provided by and subject to the provisions of *The Railway Act*, Bonds not exceeding in the whole thirty thousand dollars per mile of single track of its railway, extensions, branches, and sidings, constructed or under contract to be constructed, and may secure such bonds in the manner provided by *The Railway Act*" the said amendment by the said Act 60-61 Vic., Chap. 59, section 2, being as follows: "Provided that in the event of the Company acquiring the property of the Montmorency Electric Power Company, as provided for

in subsection three of section fifteen of this Act the Company make and issue bonds, debentures or other securities to an amount not exceeding four million dollars, made up of the following, that is to say: an issue at the said mileage rate for at least seventy-five miles of the portions of its railway described in section twenty-three of this Act then constructed or under contract to be constructed, and the balance of the said issue of four million dollars to be in respect of the purchase of the property of the said Power Company and of the development and improvement thereof and of the other property of the Company."

And whereas the Quebec, Montmorency and Charlevoix Railway Company has issued Bonds secured upon the mileage of its railway to an amount of one million five hundred thousand dollars.

Whereas the said Quebec, Montmorency and Charlevoix Railway Company did on the eleventh of June last, (1898), before W. N. Campbell, Notary Public at Quebec, execute a Deed of Trust and Mortgage in favour of The Montreal Trust and Deposit Company whereby all the property of the said Quebec, Montmorency and Charlevoix Railway Company was conveyed to the said Montreal Trust and Deposit Company, to secure the payment of the bonds so issued, in principal and interest.

Whereas it was stipulated by the said Deed of Trust and Mortgage as follows in section 38 of said Deed: "Any provision in this Deed to the contrary notwithstanding the Railway Company shall be entitled to issue gold mortgage Bonds of similar tenor to those hereinbefore set forth, affecting *pari passu* with them all the mortgaged premises in the event "only and to the extent only hereinafter set forth."

"1. In the event of the Railway Company acquiring, as entitled under its Charter the franchise and property of the Montmorency Electric Power Company, it may issue bonds to an amount not exceeding two-thirds of the actual purchase price or of the reasonable value of such property, whichever may be lowest."

Whereas the said Montmorency Electric Power Company by the said Act 44-45 Vic., Chap. 71, is empowered to sell or otherwise dispose of its business, property or undertaking or any part thereof for such consideration as the Company may think proper.

Whereas the said Quebec, Montmorency and Charlevoix Railway Company on the twelfth day of August last (1898) offered to purchase the property, plant and undertaking of the said Montmorency Electric Power Company upon the terms and conditions hereinafter set forth, and whereas on the sixteenth day of August last (1898) the said Montmorency Electric Power Company accepted the said offer.

Now therefore in order to carry out the said agreement and to give effect to the said Sale, the said Montmorency Electric

Power Company doth hereby declare to have sold, assigned, transferred, conveyed and made over, as by these presents it hereby sells, transfers, assigns, conveys and makes over with warranty against all mortgages, hindrances and troubles whatsoever, save and except as hereinafter provided, to the said Quebec, Montmorency and Charlevoix Railway Company accepting thereof for themselves, their assigns and legal representatives, all the property, movable and immovable, works, buildings, plant, machinery, good-will and assets generally of the said Montmorency Electric Power Company, save as hereinafter mentioned, and more specially the immovable property of which the following is a description, that is to say :—*[Description not printed.]*

The said Vendors also selling and transferring unto the said Purchasers hereof accepting, viz. :—

The right of planting or erecting poles and of fixing wires and electric or other appliances, the right of passage and other rights and servitudes acquired by the said Vendors in and by or resulting from the following Deeds, and affecting the property therein described, viz. :—

A Deed of Constitution of Servitude by Dame Marie Giroux wife of Grégoire Couture, in favour of the said Montmorency Electric Power Company passed before J. D. Marcoux, Notary Public at Beauport, on the thirtieth day of November Eighteen hundred and ninety-three and registered at Quebec on the fourth day of December of the same year under No. 91,028.

A Deed of Constitution of Servitude by Sylvain Parent in favour of the said Montmorency Electric Power Company, passed before J. D. Marcoux, Notary Public, on the twenty-first day of April Eighteen hundred and ninety-four and registered at Quebec on the twenty-fifth day of the same month under No. 91,872.

A Deed of Constitution of Servitude by Frs. Marcoux and others in favour of the said Montmorency Electric Power Company, passed before J. D. Marcoux, Notary Public, on the twenty-sixth day of October, Eighteen hundred and ninety-three, and registered at Quebec on the fourth day of December of the same year under the No. 91,027.

A Deed of Constitution of Servitude by Jos. Grenier and others in favour of the said Montmorency Electric Power Company passed before J. D. Marcoux, Notary Public, on the twenty-sixth day of October, Eighteen hundred and ninety-three, and registered at Quebec on the fourth day of December of the same year under the No. 91,026.

A Deed of Constitution of Servitude by Frs. Lafleur and others in favour of the said Montmorency Electric Power Company passed before J. D. Marcoux, Notary Public, on the twenty-second day of January, eighteen hundred and ninety-four, and registered at Quebec on the twenty-fifth day of the same month under the No. 91,268.

A deed of Constitution of Servitude by J. B. Paré and others in favour of the said Montmorency Electric Power Company, passed before J. D. Marcoux, Notary Public, on the twenty-second day of January, eighteen hundred and ninety-four, and registered at Quebec on the twenty-fifth day of the same month under the No. 91,267.

A Deed of Constitution of Servitude by Jos. Rob. Racey, in favour of the said Montmorency Electric Power Company, passed before J. D. Marcoux, Notary Public, on the twenty-ninth day of May, eighteen hundred and ninety-four, and registered at Quebec on the first of June of the same year under the No. 92,129.

A Deed of Constitution of Servitude by The Honourable Philippe Landry and George Alford, in favour of the said Montmorency Electric Power Company, passed before J. D. Marcoux, Notary Public, on the twenty-third day of March, eighteen hundred and ninety-five, and registered at Quebec on the twenty-fifth day of the same month under the No. 93,789.

A Deed of Constitution of Servitude by Léon Poulin and others in favour of the said Montmorency Electric Power Company, passed before J. D. Marcoux, Notary Public, on the fourth day of June, eighteen hundred and ninety-four and registered at Quebec on the sixth day of June of the same year under the No. 92,158.

A Deed of Constitution of Servitude by Jean Mathieu and others in favour of the said Montmorency Electric Power Company, passed before J. D. Marcoux, Notary Public at Quebec, on the thirtieth day of November, eighteen hundred and ninety-three, and registered at Quebec on the fourth day of December of the same year under the No. 91,029.

A Deed of Agreement between Les Sœurs de la Charité and the said Montmorency Electric Power Company, passed before L. P. Sirois, Notary Public at Quebec, on the third day of July, eighteen hundred and ninety-four, and registered at Quebec on the fifth day of the same month under the No. 92,323.

A Deed of Agreement between Le Séminaire de Québec and the said Montmorency Electric Power Company, passed before L. P. Sirois, Notary Public at Quebec on the twenty-second day of June Eighteen hundred and ninety-four and registered at Quebec on the fifth day of July of the same year under the No. 92,322.

It being understood that nothing herein contained shall be construed as selling what is known as the "Church lot" near the toll-gate on the Queen's Highway in the said Parish of Beauport.

Together with the machinery, plant and other gear belonging to the said Montmorency Property and as acquired by the said Montmorency Electric Power Company from Andrew Thomson by Deed of Conveyance passed before E. G. Meredith, Notary Public on the seventh of December Eighteen

hundred and ninety-two, registered at Quebec on the third of January Eighteen hundred and ninety-three and in the Registry Office for the County of Montmorency on the fifth of January of the same year, and together with all the machinery, plant, poles, wires, lamps, motors, stores and generally all the movable property of the said Montmorency Electric Power Company wherever the same is situated, also all the sums of money due to the said Montmorency Electric Power Company which have accrued since the sixteenth day of August last [1898] whether for the supply of electricity or power or rent of property or other cause whatsoever.

To have and to hold the above described and hereby sold real estate, property and premises with all and every the appurtenances and dependencies thereunto belonging of every nature and kind whatsoever erected thereon or thereunto in anywise belonging, together with the hereinafter mentioned and hereby transferred Leases unto the said Purchaser and assigns for ever, with the right to enter upon and take possession of the same at the time hereinafter mentioned, subject however to all the reserves and conditions hereinafter mentioned, and also subject on the part of the said Purchaser and assigns to all and every the terms, conditions, provisions, reserves and stipulations mentioned and set forth or resulting under the terms mentioned in the following Deeds of Sale and Conveyance, Leases or Agreements or other the Deeds of Agreement hereinabove mentioned, of which said Deeds the said Purchaser declares to have a perfect knowledge having taken communication thereof, which said Leases or Agreements and all sums of money to become due and payable thereunder from the sixteenth day of the month of August last (1898) and all the rights, claims and interests of the said Vendors thereunder are hereby sold and transferred to the said Purchasers as forming part of the present Sale, the said Purchasers hereby assuming all the obligations of the said Vendors under the Titles to the said property hereby sold as also all the obligations of the said Vendors under any Leases or Agreements mentioned herein from the date last above mentioned, that is to say :

1st. A certain emphyteutic lease of land, water-power and other rights by Peter Patterson Hall and others in favour of Charles Ross Whitehead which was passed before E. G. Meredith, notary public at Quebec, on the fourth day of June, eighteen hundred and eighty-nine, under the notarial No. 3728, and registered in the registry office for the registration division of Quebec, on the eighteenth day of the said month of June, (1889) the unexpired term of which said emphyteutic lease and all the rights and obligations of the said Charles Ross Whitehead having been transferred by him to the Montmorency Cotton Manufacturing Company, limited, under a certain deed of transfer (to which Andrew Thomson was an intervening party) bearing date and passed before E. G.

Meredith, notary public on the third day of the month of December, eighteen hundred and ninety-two and registered at Quebec, on the sixth day of the said month of December, (1892).

2nd. A certain deed of agreement (or supplementary deed to the aforesaid emphyteutic lease) made between the said Andrew Thomson and the said Charles Ross Whitehead bearing date and passed before E. G. Meredith, Notary Public on the twenty-ninth day of November, eighteen hundred and ninety-two, and registered at Quebec, on the first day of the month of December of the same year (1892).

3rd. A deed of emphyteutic lease by the said Montmorency Electric Power Company to the Montmorency Cotton Manufacturing Company, executed before W. N. Campbell, Notary Public on the tenth day of January, eighteen hundred and ninety-four, under the Notarial No. 2708, duly registered at Quebec, on the nineteenth day of January of the same year (1894) under the No. 91,222.

4th. A certain emphyteutic lease by the said Montmorency Electric Power Company in favour of the said Charles Ross Whitehead, executed before W. N. Campbell, Notary Public, on the said tenth day of January (1894) under the Notarial No. 2709, registered at Quebec, on the nineteenth day of said month of January under No. 91,226.

5th. A certain lease by the said Montmorency Electric Power Company to Herbert Molesworth Price, executed before W. N. Campbell, Notary Public, on the twenty-eighth day of April, one thousand eight hundred and ninety-four under the Notarial No. 2739.

6th. A deed of trust and mortgage by the said Montmorency Electric Power Company to James King and Henry T. Machin, as trustees, as therein mentioned, passed before E. G. Meredith, Notary Public at Quebec, on the eighth day of March, eighteen hundred and ninety-three, registered in the registry office, for the Registration Division of Quebec on the sixteenth day of the same month under the No. 89,448 and in the Registry Office for the County of Montmorency, on the twenty-first day of the same month under the No. 4644.

7th. A deed of lease by the Montmorency Electric Power Company to Théophile Bureau, passed before W. N. Campbell, Notary Public at Quebec, on the third of May, eighteen hundred and ninety-three under the Notarial No. 2497.

8th. A Deed of Agreement between the said Montmorency Electric Power Company and the Montmorency Cotton Manufacturing Company, Limited, passed before E. G. Meredith, Notary Public, on the thirteenth day of August eighteen hundred and ninety-seven under the Notarial No. 6377—duly registered at Quebec on the twenty-third day of August of the same year, (1897) under the No. 98,503.

9th. A Deed of Agreement between the said Montmorency Electric Power Company and the Quebec North Shore Turn-

pike Trust, passed before E. G. Meredith, Notary Public at Quebec on the twenty-seventh of August last (1898) under the Notarial No. 6589.

10th. A resolution adopted at a special meeting of the Council of the Municipality of Beauport held on the eleventh day of November Eighteen hundred and ninety-two, with respect to the Municipal taxes on the property of the said Montmorency Electric Power Company, revoking a Resolution adopted at a special meeting of said Council held on the thirty-first of October Eighteen hundred and ninety-two and replacing it by the Resolution on said eleventh of November, Eighteen hundred and ninety-two; a public Notice of said resolution having been given by the Secretary-Treasurer of the said Municipality of the Parish of Beauport on the twelfth day of November Eighteen hundred and ninety-two.

11th. A Lease of what is called "The Farm" to one Curtis Billing.

12th. A Lease of a dwelling house and dependencies to Leslie G. Craig.

13th. A Lease of the property called the "Boarding House" in favour of The Montmorency Cotton Manufacturing Company.

The said Vendor hereby selling, transferring and making over unto the said Purchaser all their rights, claims, demands, interests and privileges resulting from or derivable under the aforesaid Emphyteutic Leases or other Leases or Agreements and the aforesaid Deeds of Sale and Deeds of Agreement, and doth hereby constitute and appoint the said Purchaser their true and lawful Attorney irrevocable in the premises with full power to ask, demand, sue for, recover and receive all and every the sum or sums of money to become due and payable under the Deeds above mentioned or the said Leases or any of them, and for the purposes of the present Transfer and Assignment the said Vendor doth hereby substitute and subrogate the said Purchaser and assigns in the place and stead of them the said Vendors and in all their right, title, interest, demand and privileges resulting from or derivable under the aforesaid Deeds or the said Leases or any of them.

The present Sale is moreover made subject on the part of the said Purchasers and assigns to all, each and every, the stipulations, provisoes, reserves and conditions mentioned and set forth in the various Title Deeds to the said real estate in favour of the *Auteurs* of the said Vendors, copies of which said several Title Deeds to the said property having been delivered by the said Vendors to the said Purchasers at the time of the execution hereof, the receipt whereof is hereby acknowledged, and with all of which the said Purchasers declare to be content and satisfied having taken communication thereof.

And further the said Vendors did declare to have sold, assigned, transferred and made over and by these presents do sell, assign, transfer and make over unto the said Purchaser

all their right, title and interest to a certain tract of land on the banks of Lac des Neiges and that portion of River des Neiges included in the Lease made by the Government of the Province of Quebec to the said Montmorency Electric Power Company dated the nineteenth day of July Eighteen hundred and ninety-seven.

The property hereby sold shall be delivered to the said Purchasers as soon as the present Deed shall have been approved by the Governor in Council as provided by the Act 58 and 59 Vic. Chap. 59 Sec. 15, and upon due payment of the purchase price as hereinafter provided.

And the said Montmorency Electric Power Company hereby undertakes and binds itself to complete the works and improvements now under construction at Montmorency Falls, viz: the completion of the dam, the covering of the eight-foot pipe with wood, the installing of a new water wheel and generator, being all the improvements contemplated at the time of the purchase, and the Montmorency Electric Power Company represents that according to the estimates of its Engineer that when completed a minimum of not less than three thousand three hundred electrical horse power shall be generated and deliverable at the Power Station at Montmorency.

The said Quebec, Montmorency and Charlevoix Railway Company will take the property movable and immovable hereby sold in the condition in which it shall be when deliverable [save however the guarantee hereinbefore given as to the termination of the works] and shall be entitled to all moneys earned, had and received by the said Montmorency Electric Power Company and all moneys payable to it in respect of the property hereby sold on, from and since the sixteenth day of August last, and all profits realized since that date, and shall be responsible for and chargeable with all moneys expended by the said Montmorency Electric Power Company for the purposes of the said business, and shall be responsible for all debts and liabilities incurred by the said Montmorency Electric Power Company for the purpose of running the said business or in any way in connection therewith, the intention of the parties being that the business carried on by the said Montmorency Electric Power Company on, from and since the sixteenth day of August last shall be so carried on for the sole profit and advantage of the said Quebec, Montmorency and Charlevoix Railway Company, but at the sole risk, cost and charges of the said Quebec, Montmorency and Charlevoix Railway Company in the same manner and to the same effect as though the said business had been carried on by the said Quebec, Montmorency and Charlevoix Railway Company; and the said Quebec, Montmorency and Charlevoix Railway Company hereby undertakes, binds and obliges itself to indemnify and hold harmless the said Montmorency Electric Power Company from all liability of every nature and kind whatsoever incurred by the said Montmorency Electric Power

Company in connection with the business carried on by it since the sixteenth day of August last, save and except always the cost of or any liability arising from the improvements now being carried on and which the said Montmorency Electric Power Company undertakes by this deed to complete; and until the said hereby sold property shall have been transferred to the said Quebec, Montmorency and Charlevoix Railway Company the Manager of the said Quebec, Montmorency and Charlevoix Railway Company shall be entitled to the supervision and control of the business of the said Montmorency Electric Power Company and the officers of the said Montmorency Electric Power Company shall obey all lawful orders of the Manager of the said Quebec, Montmorency and Charlevoix Railway Company, provided such power shall not apply to the improvements now being carried on and the cost of which is to be borne by the said Montmorency Electric Power Company—the said Montmorency Electric Power Company hereby undertakes to pay and satisfy all debts incurred by it previous to the sixteenth day of August last, save and except the bonded indebtedness of the said Montmorency Electric Power Company as hereinafter specified, and debts incurred for plant or supplies received since the sixteenth of August last (1898) but hereby agrees to pay the interest on its said bonds accrued prior to the said sixteenth day of August last, the said Quebec, Montmorency and Charlevoix Railway Company undertaking to pay and satisfy all interest accrued and to accrue from and since the sixteenth day of August last, together with the capital as hereinafter specified.

After the said Montmorency Electric Power Company shall have paid the interest on its bonds to the sixteenth day of August last and all debts and liabilities due by it (save the capital of its bonded indebtedness and any debts incurred for plant or supplies since the sixteenth of August last) and the costs of the improvements which it has undertaken to complete, and a dividend upon its stock from the first of June to the sixteenth day of August last at the rate of six per cent per annum, it shall pay over to the Quebec, Montmorency and Charlevoix Railway Company the surplus, if any, of the moneys on hand and shall transfer any remaining assets of any nature or kind whatsoever it may be possessed of.

The said Montmorency Electric Power Company shall pay the proportion of Municipal and school taxes and other charges including Insurance upon the property hereby sold, accrued, payable or due up to the sixteenth day of August last and the said Quebec, Montmorency and Charlevoix Railway Company shall pay all municipal, school and other taxes or charges payable upon the said property after the said date and shall repay to the said Montmorency Electric Power Company the proportion of all such taxes, insurance and charges which may have been paid by it, chargeable in respect of the time elapsed or to elapse on from and after the said sixteenth day of August last.

The present Sale is thus made subject on the part of the said Purchasers to the payment of all constituted rents representing seigniorial dues and all other rents to which the said properties may respectively be liable, warranted free and clear of all arrears of such constituted or other rents up to the said sixteenth day of August last.

The property hereby sold shall be from the date of the present Deed at the risk of the said Quebec, Montmorency and Charlevoix Railway Company and the said Montmorency Electric Power Company shall not be responsible for any loss or deterioration which the same may suffer from any cause whatsoever, save and except any damage to the improvements contracted to be completed by the said Montmorency Electric Power Company, for which the Montmorency Electric Power Company shall remain responsible till completion of each such works respectively.

PRICE.

The present Sale is thus made for the price or sum of One Million five hundred thousand Dollars, payable as follows:—

1. The sum of Five hundred thousand Dollars in and by first Mortgage Bonds of the said Quebec, Montmorency and Charlevoix Railway Company bearing interest at the rate of five per cent per annum payable semi-annually on the first of June and first of December and maturing on the first of June One thousand nine hundred and twenty-three, the interest on the said Bonds to be payable from the sixteenth of August last (1898) including said day.

2. The said Quebec, Montmorency and Charlevoix Railway Company hereby undertakes to pay in principal and interest the present bonded indebtedness of the Montmorency Electric Power Company amounting to the sum of Five hundred thousand Dollars bearing interest at the rate of five per cent per annum when and as such interest and principal respectively become due and payable, the interest on said sum to be paid from the sixteenth of August last (1898) and the said Quebec, Montmorency and Charlevoix Railway Company hereby assumes, as its own debt the said bonds, hereby covenanting and agreeing that all and singular the obligations and undertakings of the said Montmorency Electric Power Company towards the holders of Bonds issued by it according to the tenor of such Bonds and towards the Trustees for such Bondholders shall be carried out and fulfilled to the entire exoneration of the said Montmorency Electric Power Company.

And as to the balance of the said purchase price, to wit: the sum of Five hundred thousand Dollars, the Quebec, Montmorency and Charlevoix Railway Company undertakes to pay the same by delivering to the said Montmorency Electric Power Company or any person or persons named by the said

Company, five thousand shares of One hundred Dollars each of fully paid up unassessable ordinary stock of the said Quebec, Montmorency and Charlevoix Railway Company, such stock being part of the unissued stock of the said Quebec, Montmorency and Charlevoix Railway Company now in the Treasury, and such stock to carry with it the right to any dividend, or proportion of dividend earned, declared or paid since the sixteenth of August last (1898).

The said Quebec, Montmorency and Charlevoix Railway Company hereby covenants and undertakes and warrants, with the said Montmorency Electric Power Company and the shareholders thereof, that the first mortgage bonds of the said Quebec, Montmorency and Charlevoix Railway Company to be given in payment of the present purchase, are part of an issue of Bonds duly authorized and which with the Bonds issued or to be issued to pay and redeem the bonds of the said Montmorency Electric Power Company assumed by the said Quebec, Montmorency and Charlevoix Railway Company amount in the whole to Two Million five hundred thousand Dollars and such bonds shall rank concurrently on all the property of the said Quebec, Montmorency and Charlevoix Railway Company including that purchased by the present deed (saving the prior rank of the bonds issued by the Montmorency Electric Power Company upon its property hereby sold) and the said Quebec, Montmorency and Charlevoix Railway Company further covenants that they shall not issue any further or additional bonds which shall rank concurrently with the bonds now issued or hereafter to be issued for the purpose of paying the price of the present purchase—unless the consent of a majority in value of the Bondholders for the time being be first obtained.

And the said Quebec, Montmorency and Charlevoix Railway Company further covenants that it will, either exchange the Bonds of the said Montmorency Electric Power Company now outstanding or any of them at the option of each and every holder thereof, for bonds issued by the said Quebec, Montmorency and Charlevoix Railway Company of a like amount and bearing interest at five per cent per annum, which bonds shall rank concurrently with all its present issue, or shall pay and satisfy the bonds of the Montmorency Electric Power Company in principal and interest when and as the same shall fall due and that so long as the bonds of the said Montmorency Electric Power Company are outstanding unexchanged and unredeemed and to the extent that such bonds are outstanding the said Quebec, Montmorency and Charlevoix Railway Company shall not negotiate or put upon the market bonds to a larger amount than the above mentioned sums of One Million five hundred thousand Dollars already issued, Five hundred thousand Dollars undertaken to be issued and the amount of the redeemed or exchanged bonds of the said Montmorency Electric Power Company.

And the said vendor doth hereby covenant and agree to do all such further acts and to sign and execute all such further deeds or instruments in writing as may be required or necessary in order to transfer and convey the whole of the real estate, property and premises and rights above described and hereby sold, or intended so to be, unto the said purchaser according to the true intent and meaning of these presents.

THUS DONE AND PASSED at the said City of Quebec on the fifteenth day of the month of September in the year of Our Lord one thousand eight hundred and ninety-eight under the number six thousand five hundred and ninety-seven of the Minutes of the said Notary, and signed by the said parties hereto and by me the said Notary, these presents having been first duly read according to law.

H. T. MACHIN.

H. J. BEEMER,

President.

ERNEST F. WURTELE.

E. G. MEREDITH, N.P.

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62-63 VICTORIA.

CHAP. 86.

An Act respecting the Red Deer Valley Railway and Coal Company.

[Assented to 10th July, 1899.]

WHEREAS the Red Deer Valley Railway and Coal Com- Preamble.
pany has, by its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. Notwithstanding anything contained in chapter 60 of the 1897, c. 60.
statutes of 1897, if the construction of the railway of the Red Deer Valley Railway and Coal Company is not commenced, and fifteen per cent on the amount of the capital stock is not expended thereon within one year from the first day of July, one thousand eight hundred and ninety-nine, or if the railway is not finished and put in operation within four years from the said date, the powers conferred upon the said Company by Parliament shall cease and be null and void as respects so much of the railway as then remains uncompleted. Time for construction of railway extended.

OTTAWA: Printed by SAMUEL EDWARD DAWSON, Law Printer to the Queen's most Excellent Majesty.



62-63 VICTORIA.

CHAP. 87.

An Act to incorporate the Russell, Dundas and Grenville Counties Railway Company.

[Assented to 10th July, 1899.]

WHEREAS a petition has been presented praying that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, declares and enacts as follows:—

Preamble.

1. John Sutherland Ross, William Faith, Daniel Fraser Sutherland, Benson Clothier Beach and Wallace Leslie Palmer, all of the village of Winchester, in the county of Dundas; George Steacy of the village of South Mountain, in the county of Dundas; John Carruthers, of the town of Prescott, in the county of Grenville; Francis Elliott, of the village of Morewood, and Cyprien St. Onge, of the township of Russell, in the county of Russell; together with such persons as become shareholders in the company, are hereby incorporated under the name of "The Russell, Dundas and Grenville Counties Railway Company," hereinafter called "the Company."

Incorporation.

Corporate name.

2. The undertaking of the Company is hereby declared to be a work for the general advantage of Canada.

Declaratory.

3. The persons named in section 1 of this Act are hereby constituted provisional directors of the Company.

Provisional directors.

4. The capital stock of the Company shall be five hundred thousand dollars, and may be called up by the directors from time to time, as they deem necessary, but no one call shall exceed ten per cent on the shares subscribed.

Capital stock and calls thereon.

5. The head office of the Company shall be in the village of Winchester, or in such other place in Canada as may be hereafter chosen at the annual meeting of the Company.

Head office.

Annual meeting.

6. The annual meeting of the shareholders shall be held on the first Tuesday in the month of October in each year.

Election of directors.

7. At the annual meeting the subscribers for the capital stock assembled, who have paid all calls due on their shares, shall choose not less than five nor more than nine persons to be directors of the Company, one or more of whom may be paid directors.

Line of railway described.

8. The Company may lay out, construct and operate a railway of the gauge of four feet eight and one-half inches, from a point in or near the unincorporated village of South Indian, in the county of Russell, to a point in or near the town of Prescott, in the county of Grenville, which railway shall pass through or near to the villages of Embrun and St. Onge, in the county of Russell, the villages of Morewood, Winchester, Inkerman and South Mountain, in the county of Dundas, and the villages of Shanly, Pittston and Johnstown, in the county of Grenville.

Bond issue limited.

9. The Company may issue bonds, debentures or other securities to the extent of fifteen thousand dollars per mile of the railway and branches, and such bonds, debentures or other securities may be issued only in proportion to the length of railway constructed or under contract to be constructed.

Agreements with other companies.

10. The Company may enter into agreements with the Canada Atlantic Railway Company, the Grand Trunk Railway Company of Canada, the Canadian Pacific Railway Company, and the Central Counties Railway Company, or any of them, for conveying or leasing to any of such companies the railway of the Company, in whole or in part, or any rights or powers acquired under this Act, as also the franchises, surveys, plans, works, plant, material, machinery and other property or any part thereof to it belonging, or for an amalgamation with any of the said companies, and for obtaining running powers and other rights over any parts of the railways of any of the said companies, and for making traffic arrangements therewith; and may also enter into agreements with any person for the purpose of procuring the ferrying or carriage by boat or cars, freight and passengers from the terminus at or near the said town of Prescott, to the city of Ogdensburg, in the state of New York, the whole upon such terms and conditions as may be agreed upon, and subject to such restrictions as to the directors seem fit; provided that each such agreement has been first approved by two-thirds of the votes at a special general meeting of the shareholders duly called for the purpose of considering it, at which meeting shareholders representing at least two-thirds in value of the stock are present or represented by proxy, and that each such agreement has also received the sanction of the Governor in Council.

Approval of shareholders and Governor in Council.

2. Such sanction shall not be signified until after notice of the proposed application therefor has been published in the manner and for the time set forth in section 239 of *The Railway Act*, and also for a like period in one newspaper in each of the counties through which the railway of the Company runs, and in which a newspaper is published.

Notice of application for sanction.

3. A duplicate of each agreement referred to in subsection 1 of this section, shall, within thirty days after its execution, be filed in the office of the Secretary of State of Canada, and notice thereof shall be given by the Company in *The Canada Gazette*, and the production of *The Canada Gazette* containing such notice shall be prima facie evidence of the requirements of this Act having been complied with.

Agreement to be filed with Secretary of State.

11. The Company may acquire, erect and maintain such piers, wharfs, tramways, storehouses, and other facilities for the proper handling and care of freight and passengers as the directors from time to time determine.

Storehouses for freight, etc.

12. The Company may construct, work and maintain a telegraph line and telephone lines along the whole length of its railway and branches, and may establish offices for the transmission of messages for the public; and for the purpose of erecting and working such telegraph and telephone lines, the Company may enter into a contract with any other company.

Telegraph and telephone lines.

2. The Company may enter into arrangements with any other telegraph or telephone company for the exchange and transmission of messages, or for the working in whole or in part of the lines of the Company.

Arrangements with telegraph and telephone companies.

3. No rates or charges shall be demanded or taken from any person for the transmission of any message by telegraph or telephone, or for leasing or using the telegraph or telephones of the Company, until such rates or charges have been approved of by the Governor in Council.

Rates to be approved.

4. *The Electric Telegraph Companies Act* shall apply to the telegraphic business of the Company.

R.S.C., c. 132.



62-63 VICTORIA.

CHAP. 88.

An Act to incorporate the Rutland and Noyan Railway Company.

[Assented to 10th July, 1899.]

WHEREAS a petition has been presented praying that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. Percival W. Clement and Henry G. Smith of Rutland, of the state of Vermont, one of the United States, and D'Arcy Scott, W. L. Scott and W. H. Curle, all of the city of Ottawa, in the province of Ontario, together with such persons as become shareholders in the company, are hereby incorporated under the name of "The Rutland and Noyan Railway Company," hereinafter called "the Company."

Preamble.

Incorporation.

Corporate name.

2. The works of the Company are hereby declared to be works for the general advantage of Canada.

Declaratory.

3. The persons named in section 1 of this Act are hereby constituted provisional directors of the Company.

Provisional directors.

4. The capital stock of the Company shall be one hundred thousand dollars, and may be called up by the directors from time to time as they deem necessary, but no one call shall exceed ten per cent on the shares subscribed.

Capital stock and calls thereon.

5. The head office of the Company shall be in the parish of St. Thomas, in the county of Missisquoi and province of Quebec, or such other place in Canada as the directors from time to time determine by-law.

Head office.

6. The annual meeting of the shareholders shall be held on the first Wednesday in September in each year.

Annual meeting.

Election of directors.

7. At such meeting the subscribers for the capital stock assembled, who have paid all calls due on their shares, shall choose five persons to be directors of the Company, one or more of whom may be paid directors.

Line of railway described.

8. The Company may lay out, construct and operate a railway of the gauge of four feet eight and one-half inches from a point at or near the junction of the Canada Atlantic Railway and the East Richelieu Valley Railway, in the said parish of St. Thomas, to a point at or near the international boundary, at the terminus of the Rutland Canadian Railroad.

Bond issue limited.

9. The Company may issue bonds, debentures or other securities to the extent of twenty thousand dollars per mile of the railway and branches, and such bonds, debentures or other securities may be issued only in proportion to the length of railway constructed or under contract to be constructed.

Agreement with another company.

10. The Company may enter into an agreement with the East Richelieu Valley Railway Company, the Canada Atlantic Railway Company, or the Canadian Pacific Railway Company, for conveying and leasing to such company the railway of the Company, in whole or in part, or any rights or powers acquired under this Act, as also the franchises, surveys, plans, works, plant, material, machinery and other property to it belonging, or may amalgamate with such company, on such terms and conditions as are agreed upon, and subject to such restrictions as to the directors seem fit; provided that such agreement has been first approved by two-thirds of the votes at a special general meeting of the shareholders duly called for the purpose of considering it,—at which meeting shareholders representing at least two-thirds in value of the stock are present or represented by proxy,—and that such agreement has also received the sanction of the Governor in Council.

Approval of shareholders and Governor in Council.

Notice of application for sanction.

2. Such sanction shall not be signified until after notice of the proposed application therefor has been published in the manner and for the time set forth in section 239 of *The Railway Act*, and also for a like period in one newspaper in each of the counties through which the railway of the Company runs, and in which a newspaper is published.

Agreement to be filed.

3. A duplicate of the agreement referred to in subsection 1 of this section shall, within thirty days after its execution, be filed in the office of the Secretary of State of Canada, and notice thereof shall be given by the Company in *The Canada Gazette*, and the production of *The Canada Gazette* containing such notice shall be prima facie evidence of the requirements of this Act having been complied with.



62-63 VICTORIA.

CHAP. 89.

An Act respecting the Saskatchewan Railway and Mining Company.

[Assented to 10th July, 1899.]

WHEREAS the Saskatchewan Railway and Mining Company has, by its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. Subsection 1 of section 2 of chapter 78 of the statutes of 1891, as amended by section 3 of chapter 85 of the statutes of 1898, is hereby amended by striking out paragraphs (a) and (b) thereof and by substituting the following paragraphs (a) and (b) thereof:—

“(a.) easterly to Humboldt and eastward to any point on the Canadian Pacific Railway, the Great North-west Central Railway or the Canadian Northern Railway which may be approved by the Governor in Council; Branch lines.

“(b.) westerly to Battleford and westward to the Rocky Mountains, at such point as may be approved by the Governor in Council; such approval shall not be signified until after notice of the proposed application therefor has been published in the manner and for the time set forth in section 239 of *The Railway Act*; and”

2. The Saskatchewan Railway and Mining Company, hereinafter called “the Company,” may divide its undertaking into sections which may be known as follows:— Division into sections.

- A. The Athabasca section.
- B. “ Assiniboia “
- C. “ Kinistino “
- D. “ Battleford “
- E. “ Humboldt “

Points of commencement of railway.

3. The Company may commence the construction of its railway at any point thereon, and may commence the construction of any section or branch of the undertaking at such junction or crossing of the main line by any other railway over its main line, and prior to the construction of the main line or any part thereof, as may be approved by the Governor in Council.

Time for construction limited.

4. If the construction of the said railway is not commenced and fifteen per cent on the amount of the capital stock is not expended thereon within two years after the passing of this Act, or if the railway is not finished and put in operation in five years after the passing of this Act, then the powers conferred upon the Company by Parliament shall cease and be null and void as respects so much of the railway as then remains uncompleted.

OTTAWA : Printed by SAMUEL EDWARD DAWSON, Law Printer to the Queen's most Excellent Majesty.



62-63 VICTORIA.

CHAP. 90.

An Act to incorporate the Sudbury and Wahnapiatae Railway Company.

[Assented to 10th July, 1899.]

WHEREAS a petition has been presented praying that it Preamble.
be enacted as hereinafter set forth, and it is expedient to
grant the prayer of the said petition: Therefore Her Majesty,
by and with the advice and consent of the Senate and House
of Commons of Canada, declares and enacts as follows:—

1. John McKinley, of the city of Boston, in the state of Incorporation.
Massachusetts, one of the United States, John McKay, of the
town of Sault Ste. Marie, in the province of Ontario, Henry
Paret Taylor and Charles Conrad Williams, of the city of
Sault Ste. Marie, in the state of Michigan, one of the United
States, and William Howard Hearst, of the said town of Sault
Ste. Marie, together with such persons as become shareholders
in the company, are hereby incorporated under the name of
“The Sudbury and Wahnapiatae Railway Company,” herein- Corporate
after called “the Company.” name.

2. The undertaking of the Company is hereby declared to Declaratory.
be a work for the general advantage of Canada.

3. The persons named in section 1 of this Act, and James Provisional
Miller and Malcolm Laughton, both of the said town of Sault directors.
Ste. Marie, are hereby constituted provisional directors of the
Company.

4. The capital stock of the Company shall be one million Capital
dollars, and may be called up by the directors from time to stock.
time as they deem necessary, but no one call shall exceed ten
per cent on the shares subscribed.

5. The head office of the Company shall be in the town of Head office.
Sault Ste. Marie, in the district of Algoma, in the province of
Ontario.

Annual meeting. **6.** The annual meeting of the shareholders shall be held on the second Monday in September in each year.

Election of directors. **7.** At such meeting the subscribers for the capital stock assembled who have paid all calls due on their shares, shall choose five persons to be directors of the Company, one or more of whom may be paid directors.

Line of railway described. **8.** The Company may lay out, construct and operate a railway of the gauge of four feet eight and one-half inches from a point in or near the town of Sudbury, in the district of Nipissing, thence north-easterly passing near the southerly shore of Lake Wahnapiatae, and thence northerly and easterly to a point near the south shore of Lake Tamagamingue.

Electricity. **9.** The Company may acquire and utilize water and steam power for the purpose of generating electricity for lighting, motor and heating purposes in connection with its railway.

Bond issue limited. **10.** The Company may issue bonds, debentures or other securities to the extent of fifteen thousand dollars per mile of the railway and branches, and such bonds, debentures or other securities may be issued only in proportion to the length of railway constructed or under contract to be constructed.

Agreement with another company. **11.** The Company may enter into an agreement with the Canadian Pacific Railway Company, the Grand Trunk Railway Company of Canada, or the James Bay Railway Company for conveying or leasing to such company the railway of the Company, in whole or in part, or any rights or powers acquired under this Act, as also the franchises, surveys, plans, works, plant, material, machinery and other property to it belonging, or for amalgamation with such company, on such terms and conditions as are agreed upon, and subject to such restrictions as to the directors seem fit; provided that such agreement has been first approved by two-thirds of the votes at a special general meeting of the shareholders duly called for the purpose of considering it,—at which meeting shareholders representing at least two-thirds in value of the stock are present or represented by proxy—and that such agreement has also received the sanction of the Governor in Council.

Agreement to be approved by shareholders and Governor in Council.

Notice of application for sanction.

2. Such sanction shall not be signified until after notice of the proposed application therefor has been published in the manner and for the time set forth in section 239 of *The Railway Act*, and also for a like period in one newspaper in each of the districts through which the railway of the Company runs, and in which a newspaper is published.

Agreement to be filed with Secretary of State.

3. A duplicate of the agreement referred to in section 1 of this section, shall, within thirty days after its execution, be filed in the office of the Secretary of State of Canada, and notice thereof shall be given by the Company in *The Canada*

Gazette, and the production of *The Canada Gazette* containing such notice shall be prima facie evidence of the requirements of this Act having been complied with.

OTTAWA: Printed by SAMUEL EDWARD DAWSON, Law Printer to the Queen's most Excellent Majesty.



62-63 VICTORIA.

CHAP. 91.

An Act respecting the Temiscouata Railway Company.

[Assented to 11th August, 1899.]

WHEREAS the Temiscouata Railway Company has, by its Preamble. petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. Section 2 of chapter 63 of the statutes of 1897, is hereby 1897, c. 63, repealed. s. 2 repealed.

2. The extensions authorized by section 2 of chapter 65 of Time for the statutes of 1895, and section 3 of chapter 63 of the statutes construction of 1897, shall be commenced within two years, and completed of railway within five years, after the passing of this Act, otherwise the extended. powers granted for such construction shall cease and be null and void as respects so much of the extensions as then remains uncompleted.

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62-63 VICTORIA.

CHAP. 92.

An Act to incorporate the Zenith Mining and Railway Company.

[Assented to 11th August, 1899.]

WHEREAS a petition has been presented praying that it be Preamble. enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, declares and enacts as follows:—

1. H. J. Beemer, of the city of Montreal, W. J. Poupore, Incorporation. of the city of Ottawa, James Conmee, of the town of Port Arthur, F. McDougal, P. W. Resseman and Leopold Meyer, all of the city of Ottawa, together with such persons as become shareholders in the company, are hereby incorporated under the name of "The Zenith Mining and Railway Company," Corporate name. hereinafter called "the Company."

2. The undertaking of the Company is hereby declared to Declaratory. be a work for the general advantage of Canada.

3. The persons named in section 1 of this Act are hereby Provisional directors. constituted provisional directors of the Company.

4. The capital stock of the Company shall be five hundred Capital stock and calls thereon. thousand dollars, and may be called up by the directors from time to time as they deem necessary, but no one call shall exceed ten per cent on the shares subscribed.

5. The head office of the Company shall be in the city of Head office. Ottawa, or at such other place in Canada as the directors from time to time determine by by-law.

6. The annual meeting of the shareholders shall be held on Annual meeting. the first Tuesday in September in each year.

7. At such meeting the subscribers for the capital stock Election of directors. assembled, who have paid all calls due on their shares, shall choose

choose five persons to be directors of the Company, one or more of whom may be paid directors.

Line of railway described.

8. The Company may lay out, construct and operate a railway of any gauge from a point at or near mining location 30 T, north-east of Nepigon Bay, Lake Superior, in a southerly direction to a point on Lake Superior, crossing the Canadian Pacific Railway at or near Schreiber, or Rossport, or some point between the said places.

Conversion of gauge.

2. In the event of the railway or any portion thereof being in the first instance constructed of a gauge of less than four feet eight and one-half inches, it may be converted by the Company into the standard gauge.

Powers of Company. Vessels.

9. The Company, for the purposes of its business, may—
(a.) construct, acquire, navigate, and dispose of, steam and other vessels on any lakes, rivers, or other navigable waters as it deems proper and expedient, and may enter into agreements with the owners of steam and other vessels for such purposes, and may carry on upon the said waters the business of transportation;

Roads, docks, buildings, etc.

(b.) construct, acquire, maintain, and use ways, roads, tramways, ferries, docks, piers, wharfs, bridges, viaducts, aqueducts, flumes, ditches, elevators, warehouses and other buildings and works in connection with its undertaking;

Mining rights.

(c.) locate, lease, acquire, work and sell mines, minerals, and mining rights, timber and timber lands, and the products thereof; and may develop such mines, and may crush, smelt, reduce, amalgamate and dispose of the ores and products of any mines;

Patent rights.

(d.) acquire and dispose of any rights in letters patent, franchises or patent rights for the purposes of the works and undertaking hereby authorized.

Bond issue limited.

10. The Company may issue bonds, debentures, or other securities to the extent of twenty thousand dollars per mile of its railway and branches, and such bonds, debentures or other securities may be issued only in proportion to the length of railway constructed or under contract to be constructed.

Borrowing powers.

11. In addition to the powers mentioned in the next preceding section, the Company may, for the purpose of its undertaking other than the railway, when authorized by by-law for that purpose approved of by the votes of at least two-thirds in value of the shareholders qualified to vote, who are present or represented by proxy at a special general meeting called for considering such by-law, borrow such sums of money not exceeding in amount seventy-five per cent of its then paid-up capital stock as the shareholders deem necessary, and issue bonds or debentures therefor in sums of not less than one hundred dollars or its equivalent in sterling money each, at

such rates of interest and payable at such times and places and secured in such manner by mortgage or otherwise upon the whole or any portion of the property of the Company as are prescribed in such by-law or decided upon by the directors under the authority thereof.

12. In addition to the powers conferred by section 89 of *The Railway Act* the directors of the Company elected by the shareholders may make and issue as paid-up stock shares in the Company, whether subscribed for or not, and may allot and hand over such stock in payment for property of any kind acquired by the Company; and such issue and allotment of stock shall be binding on the Company, and such stock shall not be assessable for calls.

13. The Company may enter into an agreement with the Canadian Pacific Railway Company for conveying or leasing to such company the railway of the Company, in whole or in part, or any rights or powers acquired under this Act respecting its railway, as also the franchises, surveys, plans, works, plant, material, machinery and other property pertaining to such railway, on such terms and conditions as are agreed upon, and subject to such restrictions as to the directors seem fit; provided that such agreement has been first approved by two-thirds of the votes at a special general meeting of the shareholders duly called for the purpose of considering it—at which meeting shareholders representing at least two-thirds in value of the stock are present or represented by proxy—and that such agreement has also received the sanction of the Governor in Council.

2. Such sanction shall not be signified until after notice of the proposed application therefor has been published in the manner and for the time set forth in section 239 of *The Railway Act*, and also for a like period in one newspaper in each of the electoral districts through which the railway of the Company runs and in which a newspaper is published.

3. A duplicate of the agreement referred to in subsection 1 of this section, duly ratified and approved, shall, within thirty days after its execution, be filed in the office of the Secretary of State of Canada, and notice thereof shall be given by the Company in *The Canada Gazette*, and the production of *The Canada Gazette* containing such notice shall be prima facie evidence of the requirements of this Act having been complied with.

14. *The Companies Clauses Act* shall not apply to the Company.



62-63 VICTORIA.

CHAP. 93.

An Act respecting the Alberta Irrigation Company, and to change its name to the Canadian North-west Irrigation Company.

[Assented to 10th July, 1899.]

WHEREAS the Alberta Irrigation Company has, by its Preamble. petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. The name of the Alberta Irrigation Company, hereinafter called "the Company," is hereby changed to "The Canadian North-west Irrigation Company," but such change in name shall not in any way impair, alter or affect the rights or liabilities of the Company, nor in any wise affect any suit or proceeding now pending or judgment existing either by, or in favour of, or against the Company, which, notwithstanding such change in the name of the Company, may be prosecuted, continued, completed and enforced as if this Act had not been passed. Name changed.
Rights saved.

2. Section 2 of chapter 69 of the statutes of 1893 is hereby repealed, and the following is substituted therefor:— 1893, c. 69,
new s. 2.

"**2.** The head office of the Company shall be in the town of Lethbridge, North-west Territories, or in the city of London, England, as the directors from time to time determine by by-law." Head office.

3. Section 5 of the said Act is hereby repealed and the following is substituted therefor:— New s. 5.

"**5.** The annual meeting of the shareholders shall be held on the last Tuesday in October in each year." Annual general meeting.

4. The board of directors shall consist of seven members, of whom four shall constitute a quorum. Number and quorum of directors.



62-63 VICTORIA.

CHAP. 94.

An Act respecting the Atlas Loan Company.

[Assented to 11th August, 1899.]

WHEREAS the Atlas Loan Company has, by its petition, Preamble.
prayed that it be enacted as hereinafter set forth, and
it is expedient to grant the prayer of the said petition:
Therefore Her Majesty, by and with the advice and consent of
the Senate and House of Commons of Canada, enacts as
follows:—

1. Section 2 of chapter 92 of the statutes of 1898 is hereby 1898, c. 92,
amended by adding thereto the following subsections:— s. 2 amended.

“**2.** The directors of the new Company may convert one- Preferred
third of the ordinary paid-up capital stock of the new Company stock.
into preferred stock, giving the same such preference and
priority as respects dividends and capital and otherwise over
ordinary stock as may be declared by by-law; but no such by-
law shall have any force or effect whatever until after it has Sanction by
been unanimously sanctioned by a vote of the shareholders, shareholders.
present or represented by proxy at a general meeting of the Com-
pany duly called for considering the same and representing
two-thirds of the stock of the Company, or unanimously sanc-
tioned in writing by the shareholders of the Company; pro-
vided, however, that if the by-law be sanctioned by not less Approval by
than three-fourths in value of the shareholders of the Com- Governor in
pany, the Company may, through the Secretary of State, Council.
petition the Governor in Council for an order approving the
said by-law, and the Governor in Council may, if he sees fit,
approve thereof, and from the date of such approval the by-
law shall be valid and may be acted upon.

“**3.** Holders of shares of such preference stock shall be share- Rights of
holders within the meaning of this Act, and shall in all holders of
respects possess the rights and be subject to the liabilities of preference
shareholders within the meaning of this Act; provided, stock.
however, that in respect of dividends and otherwise they shall,
as against the ordinary shareholders, be entitled to the prefer-
ences and rights given by such by-law.

Saving
clause.

“4. Nothing contained in this section or done in pursuance thereof shall affect or impair the rights of creditors of the new Company.”

Sec. 9
amended.

2. Paragraph (b) of section 9 of the said Act is hereby repealed and the following substituted therefor:—

Securities for
investments.

“(b.) The debentures, bonds, stocks and other securities of any government or any municipal or school corporation, or of any chartered bank (to the extent of not more than twenty per cent of the paid-up capital stock of such bank); or of any company incorporated by or under the authority of the Parliament of Canada or of the legislature of any former, present or future province of Canada; provided that the Company shall not lend upon the security of or purchase or invest in bills of exchange or promissory notes; provided also that the Company shall not invest in or lend money on the security of the stock of any other loan company.”

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62-63 VICTORIA.

CHAP. 95.

An Act to incorporate the Belleville Prince Edward Bridge Company.

[Assented to 11th August, 1899.]

WHEREAS a petition has been presented praying that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition : Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows :—

- 1.** William Edward Sprague, Isabella Edella Sutherland, Alberta Jane Ford, Jane C. Sutherland and Elizabeth Edella Sprague, together with such persons as become shareholders in the company, are hereby incorporated under the name of "The Belleville Prince Edward Bridge Company," hereinafter called "the Company."
- 2.** The persons named in section 1 of this Act are hereby constituted the provisional directors of the Company.
- 3.** The capital stock of the Company shall be forty thousand dollars, divided into shares of one hundred dollars each.
- 4.** The head office of the Company shall be at the city of Belleville, in the province of Ontario.
- 5.** The annual meeting of the shareholders shall be held on the second Tuesday in March in each year.
- 6.** At such meetings the shareholders present or represented by proxy shall choose five persons to be directors of the Company, one or more of whom may be paid directors, and the majority of whom shall form a quorum.
- 7.** The Company may acquire the bridge now constructed across the Bay of Quinté from a point at or near the city of Belleville, in the county of Hastings, to a point on the opposite shore of the said Bay of Quinté in the township of Ameliasburg,

Preamble.

Incorporation.

Corporate name.

Provisional directors.

Capital stock

Head office.

Annual meeting.

Directors.

Bridge.

Toll gates,
etc.

burg, in the county of Prince Edward, and the approaches thereto, and may maintain, use and operate the same for ordinary traffic purposes, and may construct and maintain toll gates and other necessary buildings in connection with the working of the said bridge.

Issue of paid-up shares.

2. The Company may issue as paid-up and unassessable stock, shares of the capital stock of the Company in payment for the said bridge, and such stock shall not be assessable for calls, nor shall the holders thereof be in any way liable thereon.

Management of business.

8. The directors of the Company from time to time shall have the control and management of the stock, property and affairs of the Company, and may fix, and from time to time regulate, increase or reduce, the tolls and rates to be charged to persons using the said bridge: Provided, however, that the rates and tolls collected and charged shall not exceed the following, that is to say:—for every person on foot, five cents; children under six years of age accompanied by parent or guardian, free; for every horse and single carriage, wagon, cart or other vehicle and driver, ten cents; for each additional horse, five cents; for each additional carriage, wagon, cart or other vehicle, five cents; for every horse and groom or rider, ten cents; for horses and cattle singly, ten cents each; for horses and cattle in droves of three or more, five cents each; for calves, sheep and swine, singly, five cents each; for calves, sheep and swine in droves of three or more, three cents each; for every hand cart or wheelbarrow and attendant, five cents each; but so long as all persons are charged equal rates and given equal privileges and facilities the directors may, as they think proper, charge less than the rates above fixed: Provided, however, that the tolls from time to time charged by the Company shall first be approved by the Governor in Council.

Tariff of tolls.

Approval.

Tolls.

9. The directors shall keep exhibited in every place where the tolls are to be collected, in some conspicuous place therein, a printed board or paper showing all the tolls payable, and particularizing the price or sum of money to be charged or taken for the passage of any matter, vehicle, animal or person over the said bridge, as fixed by the directors from time to time, as in this Act provided; and such tolls shall be paid to such persons and at such places at, upon or near the bridge or its approaches, in such manner, and under such regulations as the directors of the Company direct; and in case any person forcibly passes through any of the said toll gates or over or upon the said bridge or its approaches without first having paid the proper toll, or interrupts or disturbs the Company or any person employed by the Company in building or repairing the same, such person so offending shall, for every offence, forfeit a sum not exceeding ten dollars, to be recovered before a magistrate or justice of the peace, and in default of

Payment.

Penalty for obstruction, etc.

payment may, in the discretion of such magistrate or justice of the peace, be imprisoned for a term not exceeding ten days.

10. The said bridge shall be, and continue to be, provided with a draw or swing so constructed as to have not less than one hundred feet space for the free passage of vessels, steamboats, rafts and other water craft, which draw or swing shall, at all times, be worked at the expense of the Company so as not to hinder or delay unnecessarily the passage of any such vessels, steamboats, rafts or water craft; and during the season of navigation the Company shall maintain, from sundown to sunrise, suitable and proper lights upon the said bridge to guide vessels, steamboats and other water craft approaching the draw or swing thereof.

Swing or draw bridge.

Lights at night.

11. Notice of every general meeting of the Company shall be given by advertising the same in, at least, one newspaper published in the city of Belleville, and in *The Canada Gazette* for the period of two weeks before the date of such meeting, which advertisement shall state the time and place of holding the meeting and the business to be transacted thereat.

General meetings.

12. The Company may borrow from time to time, in Canada or elsewhere, such sums of money as are expedient for repairing, maintaining and working the said bridge, with the buildings and fixtures required therewith, at a rate of interest authorized by the laws of Canada, but not exceeding eight per cent, and may make the bonds, debentures or other securities granted for the sums so borrowed payable either in currency or in sterling, and at such places within or without Canada as are deemed advisable, and may sell the same at such prices or discount as is deemed expedient or necessary, and may hypothecate, mortgage or pledge the lands, tolls, revenue and other property, real and personal, of the Company, for the due payment of the said sums and the interest thereon; but no such debentures shall be for a less sum than one hundred dollars.

Borrowing powers.

Debentures.

2. Upon such mortgage being registered in the registry offices for the county of Hastings and the county of Prince Edward, in the province of Ontario, it shall, until discharged, be a valid and binding charge upon all the property, real and personal of the Company.

Registration of mortgage.

13. The Company shall have the powers of expropriation, so far as necessary for its purposes, given to railway companies by *The Railway Act*.

Expropriation. 1888, c. 29.



62-63 VICTORIA.

CHAP. 96.

An Act respecting the Bronsons and Weston Lumber Company, and to change its name to the Bronson Company.

[Assented to 10th July, 1899.]

WHEREAS the Bronsons and Weston Lumber Company Preamble.
has, by its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. The name of the Bronsons and Weston Lumber Company, hereinafter called “the Company,” is hereby changed to “The Bronson Company,” but such change in name shall not, in any way, impair, alter, or affect the rights or liabilities of the Company, nor in any wise affect any suit or proceeding now pending, or judgment existing, either by, or in favour of, or against the Company, which, notwithstanding such change in the name of the Company, may be prosecuted, continued, completed and enforced as if this Act had not been passed, and nothing in this Act shall be construed so as to lessen the liability of the shareholders of the Company to the present creditors thereof, or the liability of the Company on any existing contract. Name changed. Existing rights saved.

2. In addition to the powers granted by chapter 103 of the statutes of 1888, the Company may carry on, throughout Canada and elsewhere, the business of producing, manufacturing, leasing, selling, purchasing, hiring, or otherwise dealing in, minerals and metals, and their products, electricity, matches, sashes, doors and woodenware of all kinds, and pulp and paper of all kinds, and may acquire any real and personal property, and any patent rights, rights, or privileges, which the Company thinks necessary or convenient for the purposes of its business, and may sell, improve, manage, develop, exchange, lease, mortgage, dispose of, turn to account, or otherwise deal in or with, all or any part of the property and rights of the Company, and may do all such other things as are incidental or conducive to the attainments of the objects of the Company. Business of Company. 1888, c. 103.

Capital
reduced.

3. The capital stock of the Company is hereby reduced to three hundred thousand dollars, and the existing shares are hereby converted into three thousand new shares of one hundred dollars each; and every person who is a paid-up shareholder shall be entitled to one paid-up share of such new shares for every two of the old paid-up shares held by him at the time of the passing of this Act.

Register to
be amended.

4. The register of the shareholders of the Company shall be amended in accordance with the provisions of this Act.

Existing
shares
extinguished.

5. Upon the passing of this Act, except for the purposes herein set forth, the existing shares of the old stock shall be extinguished.

1888, c. 103,
s. 7 amended.

6. Section 7 of the said chapter 103 of the statutes of 1888 is hereby amended by striking out the word "two" in the thirteenth line thereof and substituting therefor the word "one."

R.S.C., c. 118.

7. From and after the passing of this Act, section 39 of *The Companies Clauses Act* shall not apply to the Company.

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most Excellent Majesty.



62-63 VICTORIA.

CHAP. 97.

An Act respecting the Buffalo and Fort Erie Bridge Company.

[Assented to 11th August, 1899.]

WHEREAS the Buffalo and Fort Erie Bridge Company has, Preamble.
by its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, declares and enacts as follows:—

1. The times limited by chapter 70 of the statutes of 1895 Time for construction of work extended.
for the commencement and completion of the undertaking of the Company are hereby extended for two years and five years respectively from the passing of this Act, otherwise the powers of construction conferred upon the Company by Parliament shall cease and be null and void.

2. Section 9 of chapter 65 of the statutes of 1891 is hereby 1891, c. 65, s. 9 amended.
repealed, and instead thereof it is enacted that William M. German, James A. Lowell, Alexander Logan, Frederic W. Hill, J. G. Cadham, H. H. O'Reilly, Banker R. Paine, J. N. Adam and Charles D. Marshall, shall be the provisional Provisional directors.
directors of the Company.

3. Subsection 1 of section 3 of chapter 65 of the statutes of 1891 as amended by section 2 of chapter 70 of the statutes of 1895, is hereby amended by striking out the words "south of a point five miles north of the village of Fort Erie," and inserting in lieu thereof the words "one and a half miles northerly from Black Creek, or within the distance of half a mile on either side of the said point, to connect at the international boundary line with the works of the Niagara River Bridge and Tunnel Company." Sec. 3 amended.

4. The name of the Company is hereby changed to "The Welland and Grand Island Bridge Company"; but such Name changed.
change of name shall not in any way impair, alter or affect the rights and liabilities of the Company, or in any wise affect any

suit or proceeding now pending, or judgment existing, either by, or in favour of, or against the Company, which, notwithstanding such change of name, may be prosecuted, continued, completed and enforced as if this Act had not been passed.

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62-63 VICTORIA.

CHAP. 98.

An Act respecting the Canada Accident Assurance Company.

[Assented to 10th July, 1899.]

WHEREAS the Canada Accident Assurance Company has, Preamble.
by its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. Section 6 of chapter 106 of the statutes of 1887, is hereby 1887, c. 106, s. 6 amended amended by striking out the words “two vice-presidents” and substituting therefor the words “a vice-president.”

2. Section 9 of the said Act is hereby amended by striking Section 9 amended. out the word “Toronto” and substituting therefor the word “Montreal.”

3. Section 10 of the said Act is hereby repealed, and the Section 10 amended. following is substituted therefor:—

“**10.** The Company may make and effect contracts of Scope of insurance contracts. insurance with any person against any accident or casualty, of whatsoever nature or from whatsoever cause arising, to individuals, whereby the insured may suffer loss or injury, or be disabled, including sickness not ending in death, or in case of death from any accident or casualty, not including sickness, securing to the representative of the person assured the payment of a certain sum of money upon such terms and conditions as are agreed upon; and in like manner may also make and effect contracts of indemnity with any person Workmen and employees. against claims and demands of the workmen and employees of such person, or of the legal representatives of such workmen and employees, with respect to accidents or casualties, of whatsoever nature or from whatsoever cause arising, whereby the insured suffers pecuniary loss or damage or incurs costs.

Business of
Company.

“2. The Company may make and effect contracts of insurance with any person against loss or damage by breakage of plate glass by accident, and generally carry on the business of plate glass assurance for such times, for such premiums or considerations, under such modifications and restrictions, and upon such conditions as are bargained and agreed upon or set forth by and between the Company and the insured.”

Section 11
amended.

4. Section 11 of the said Act is hereby amended by striking out the words “Toronto, in the province of Ontario” and substituting therefor the words “Montreal, in the province of Quebec.”

Insurance
against
sickness.

5. The Company shall not make and effect contracts of insurance with any person against sickness not ending in death until a further amount of not less than ten thousand dollars of capital stock has been paid in cash into the funds of the Company.

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most Excellent Majesty.



62-63 VICTORIA.

CHAP. 99.

An Act respecting the Canada Life Assurance Company.

[Assented to 10th July, 1899.]

WHEREAS the Canada Life Assurance Company has, by its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition : Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows :—

Preamble.

1. In this Act the term “ policy-holder ” shall mean and include any person of the full age of twenty-one years who is the holder of one or more policies issued by the Company, whether on the life of the holder or on that of another or others, and whether for the benefit of the holder or of another or others as beneficiaries.

Policy-holder defined.

2. At all meetings at which directors are to be elected a policy-holder whose policies in force amount to three thousand dollars or upwards, exclusive of bonus additions or profits, upon which the full premiums for two years or more have been paid, shall be entitled to vote for the election of directors in the manner herein provided but shall not as a policy-holder be entitled otherwise to vote at such meetings.

Certain policy holders may vote for directors.

3. A policy-holder being a man of the full age of twenty-one years whose policies in force amount to ten thousand dollars or upwards, exclusive of bonus additions or profits, and upon which the full premiums for five years or more have been paid, shall be eligible for election by the policy-holders as a director of the Company.

Certain policy-holders may be directors.

4. Section 2 of chapter 71 of the statutes of 1879 is hereby repealed, and the following is substituted therefor :—

1879, c. 71, s. 2 amended.

“ **2.** The annual general meeting of the stockholders and policy-holders of the Company shall be held at the head office of the Company, which shall be in the city of Toronto or

Annual general meeting.

Notice of meeting.

in such other place in Canada as is fixed by by-law passed by the shareholders at any annual general meeting or at any special general meeting duly called for that purpose, on the last Wednesday in February in each year, and notice thereof shall be given in the first two issues in that month of *The Canada Gazette*, and also in the first six consecutive issues in that month of a daily newspaper published in the city of Hamilton, and of one published in the city of Toronto, and of one published in the city of Montreal, and such notice shall contain the names of the retiring directors elected by policy-holders, and of any persons proposed for election to the office of director by policy-holders, and shall show which if any of them are also shareholders."

Present directors' term of office.

5. The present board of directors shall hold office only until the annual general meeting to be held on the last Wednesday in February, one thousand nine hundred, or until their successors are elected, and at such meeting nine directors shall be elected by the stockholders, and six directors by the policy-holders.

Number of directors.

Directors divided into three classes.

6. The six directors elected by the policy-holders shall divide themselves into three classes of two each. The term of office of the first class shall expire on the last Wednesday in February, one thousand nine hundred and one, that of the second class on the last Wednesday in February, one thousand nine hundred and two, and that of the third class on the last Wednesday in February, one thousand nine hundred and three, and at the annual meeting to be held on the last Wednesday in February, one thousand nine hundred and one, and annually thereafter, two directors shall be chosen by the policy-holders who shall hold their office for three years or until their successors are elected. In like manner the nine directors elected by the stockholders at such meeting shall divide themselves into three classes of three each. The term of office of the first class shall expire on the last Wednesday in February, one thousand nine hundred and one, that of the second class on the last Wednesday in February, one thousand nine hundred and two, and that of the third class on the last Wednesday in February, one thousand nine hundred and three, and at the annual meeting to be held on the last Wednesday in February, one thousand nine hundred and one, and annually thereafter three directors shall be chosen by the stockholders, who shall hold their office for three years or until their successors are elected.

Notice of annual general meeting.

7. In order to admit of notice being given to the secretary thirty days before the annual general meeting to be held on the last Wednesday in February, one thousand nine hundred, of the names of the persons proposed as directors by policy-holders, notice of the date of such meeting shall be given by publication thereof in the first two issues in January, one thousand

thousand nine hundred, of *The Canada Gazette*, and also in the first six consecutive issues in that month of a daily newspaper published in the city of Hamilton and of one published in the city of Toronto and of one published in the city of Montreal. Notice of such meeting shall also be given in accordance with the provisions of section 4 hereof.

8. The election of directors by policy-holders shall be by the majority of votes of those entitled to vote for their election present at the meeting or represented by proxy, and a policy-holder entitled under section 2 hereof to vote shall have one vote. Election of directors by policy-holders.

2. The election of directors by the policy-holders at the meeting shall take place before the election of directors by the stockholders, which election shall take place in the manner provided by the Act incorporating the Company and amending Acts. When to take place.

9. At least thirty days before a meeting at which directors are to be elected, notice in writing must be given by some policy-holder qualified to vote to the secretary of the name of any person other than a retiring director intended to be proposed for election as a director by the policy-holders, otherwise such person shall not be eligible for election by policy-holders at that meeting. Notice of name of proposed director.

10. The board of directors shall appoint two policy-holders to act as scrutineers for policy-holders at the meeting to be held as provided in section 5 of this Act, and at such meeting and at each subsequent meeting at which directors are to be elected the policy-holders present or represented by proxy shall appoint two persons to act as scrutineers at the next following meeting. Scrutineers for policy-holders.

2. Any vacancy in the office of scrutineer which occurs between meetings shall be filled by a policy-holder to be appointed by the board of directors. How vacancies filled.

3. The scrutineers shall, before the meeting, examine the nominations for policy-holders' directors and shall report thereon to the meeting. They shall also, before the meeting, examine policy-holders' proxies. Duties of scrutineers.

11. A policy-holder's proxy must himself be a policy-holder entitled to vote, and appointed by writing under the hand of his principal,—or, if such principal be a corporation, under the corporate seal,—and every such appointment must be delivered to the secretary at least twenty days before the meeting at which it is to be acted on and entered in a book to be kept for the purpose; provided always that such appointment shall not be acted on after the expiry of twelve months from the making thereof. Proxies of policy-holders.

Vacancy
among
directors.

12. If the office of any director become vacant in any of the cases provided for by sections 16 and 17, of chapter 168 of the statutes of 1849 of the late province of Canada, the remaining directors, if they think proper to do so, may elect a director in his place, and the director so elected shall be a shareholder or a policy-holder duly qualified for being a director according as the director whose office has become vacant was elected by the shareholders or the policy-holders, and the director so elected to fill any such vacancy shall continue in office until the first yearly meeting after such vacancy, and the stockholders or policy-holders, as the case may be, shall then elect a new director who shall hold office for the same period as the director would have done whose death, resignation or disqualification caused the vacancy.

Control of
profits to be
allotted to
shareholders.

13. The shareholders and the directors elected by them shall have the exclusive control of the question of the proportion of profits (not exceeding ten per cent thereof) to be allotted to the shareholders, and of the mode of dealing with such proportion, and of all other matters relating to the capital stock of the Company.

Retiring di-
rectors eligible
for re-election.

14. Retiring directors, if duly qualified, may be re-elected either by the policy-holders or by the shareholders, as the case may be.

1849, c. 168,
s. 20 amended.

Number of
directors.

15. Section 20 of the said chapter 168 of the statutes of 1849 is hereby amended by changing the number of directors required to constitute a meeting from three to four.

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most Excellent Majesty.



62-63 VICTORIA.

CHAP. 100

An Act to incorporate the Canada Mining and Metallurgical Company (Limited).

[Assented to 10th July, 1899.]

WHEREAS a petition has been presented praying that it be Preamble.
enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. Robert M. Thompson, of New York; John J. Thompson, Incorporation
of Bayonne, New Jersey; James R. Wilson and E. Goff Penny, of Montreal; Hon. C. C. Colby, of Stanstead, and Robert Gilmour Leckie, of Truro, Nova Scotia, together with such persons as become shareholders in the company, are hereby incorporated under the name of “The Canada Mining and Metallurgical Company (Limited),” hereinafter called Corporate name.
“the Company.”

2. The persons named in section 1 of this Act are hereby Provisional directors.
constituted the first or provisional directors of the Company, four of whom shall form a quorum, and they may open stock books and procure subscriptions of stock, and shall deposit payments thereon in a chartered bank in Canada, and withdraw the same for the purposes of the Company only.

3. The capital stock of the Company shall be five million Capital stock.
dollars, divided into shares of one hundred dollars each.

4. The head office of the Company shall be at the city of Head office.
Montreal, or at such other place in Canada as the directors from time to time determine by by-law.

5. So soon as twenty-five per cent of the capital stock of the First general meeting.
Company has been subscribed, and ten per cent of the amount subscribed has been paid into some chartered bank in Canada,

the provisional directors shall call a meeting of the shareholders of the Company, at such time, and at such place in Canada as they think proper; and notice of such meeting shall be given by mailing, at least ten days before the holding of such meeting, a written notice of the time and place, postage prepaid and registered, to the address of each shareholder of the Company.

Election of directors.

6. At the first general meeting of the Company and at each annual meeting thereafter, the subscribers for the capital stock present or represented by proxy, who have paid all calls due on their shares, shall choose not less than five nor more than fifteen persons to be directors of the Company, a majority of whom shall form a quorum and one or more of whom may be paid directors.

Business of Company.

Mining.

Smelting.

7. The Company may—

(a.) acquire and operate mines, mineral and mining rights;

(b.) smelt, reduce, refine, amalgamate and in any other manner manufacture and treat metals, minerals and ores, and dispose thereof, and generally carry on the business of manufacturing therefrom;

Patent rights.

(c.) acquire patent rights, letters patent of invention, processes, options, powers, water and other rights and privileges, and such real property and such other personal property as it requires, and again dispose thereof;

Tramways, telegraphs, etc.

(d.) so far as is necessary for its purposes construct and operate tramways not exceeding five miles in length, and telegraph and telephone lines, water powers, piers, wharfs, smelting works, refineries and other factories, and, when no longer required for the purposes of the Company, dispose of the same;

Vessels.

(e.) construct, acquire, navigate and employ steam and other vessels for the purpose of transporting the produce of its mills, mines and works to any place in Canada or elsewhere.

Issue of paid-up stock.

8. The directors may make and issue as paid-up stock, shares of the capital stock of the Company, in payment of and for any business, franchise, undertaking, property, right, power, privilege, letters patent, contract, real estate, stock, assets and other property of any person, company or municipal corporation which it may lawfully acquire by virtue of this Act, and may allot and hand over such shares to any such person, company or corporation, or to its shareholders; and may also issue, as paid-up and unassessable stock, shares of the capital stock of the Company, and may allot and hand over the same in payment for right of way, lands, rights, plant, property, letters patent of invention, or materials of any kind, and any such issue and allotment of stock shall be binding on the Company, and such stock shall not be assessable for calls, nor shall

shall the holders thereof be liable in any way thereon, and the Company may pay for any such property wholly or partly in paid-up shares, or wholly or partly in debentures, as to the directors may seem proper; provided however, that no wholly paid-up or partly paid-up shares shall be issued except in pursuance of, and in accordance with, the terms of a contract duly made with the Company in writing and filed in the office of the Secretary of State of Canada, on or before the issue of such shares.

9. Except as herein otherwise provided, all shares in the Company shall be deemed to have been issued and to be held subject to the payment of the full amount thereof in cash. Payment of shares.

10. The directors, under the authority of a resolution of the shareholders passed and approved of by the votes of shareholders representing at least two-thirds in value of the subscribed capital stock of the Company present or represented by proxy at a special general meeting duly called for the purpose of considering the resolution, may, from time to time, at their discretion, borrow moneys for the purposes of the Company, and secure the repayment of the said moneys in such manner and upon such terms and conditions as they see fit, and for this purpose may mortgage, pledge, hypothecate or charge all or any of the assets and property of the Company. Borrowing powers.

2. The amount borrowed shall not at any time be greater than seventy-five per cent of the actual paid-up stock of the Company; provided that the limitation on the borrowing powers of the Company contained in this subsection shall not apply to or include moneys borrowed by the Company on bills of exchange or promissory notes, drawn, made, accepted or endorsed by the Company. Limitation.

11. The Company may receive from any government or person, as aid in the construction of the works provided for in this Act, any Crown lands, real or personal property, sums of money or debentures, either by grant or as gifts by way of bonus, and may dispose thereof for the purposes of the Company in carrying out the provisions of this Act. Aid to Company.

12. Section 18 of *The Companies Clauses Act*, and section 41 of the said Act in so far as it is inconsistent with the provisions of this Act, shall not apply to the Company. R.S.C., c. 118.

13. Subsection 2 of section 90 of *The Railway Act* shall apply to the powers of the Company as to telegraphs and telephones. 1888, c. 29.

Forfeiture for
non-user.

14. This Act shall expire, and the charter hereby granted shall cease to be in force, by non-user during three consecutive years, or if the Company does not go into actual operation within three years from the passing of this Act.

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most Excellent Majesty.



62-63 VICTORIA.

CHAP. 101.

An Act to incorporate the Canada Permanent and Western Canada Mortgage Corporation.

[Assented to 10th July, 1899.]

WHEREAS the persons hereinafter named have, by their Preamble. petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. George Gooderham, J. Herbert Mason, W. H. Beatty, Incorporation. Walter S. Lee, Ralph K. Burgess, A. M. Cosby, C. H. Gooderham, William George Gooderham, George Lewis, W. D. Matthews, A. S. Nordheimer, E. B. Osler, T. Sutherland Stayner, S. C. Wood, and Frederick Wyld, all of the city of Toronto, together with such persons as become shareholders in the company, are hereby incorporated under the name of “The Canada Permanent and Western Canada Mortgage Corporate name. Corporation,” hereinafter called “the Company.”

2. The persons named in section 1 of this Act shall be the First directors. first directors of the Company.

3. The capital stock of the Company shall be twenty Capital stock. million dollars and shall be divided into two million shares of ten dollars each.

2. Such capital stock may be issued either in sterling or Currency of issue. currency, or both, as the directors determine, and if any of such capital stock is issued in sterling it shall be at the rate of four dollars and eighty-six and two-third cents per pound sterling.

4. The head office of the Company shall be at the city of Head office. Toronto in the province of Ontario, or at such other place in Canada as the directors may from time to time determine by Branch offices. by-law, but the Company may establish other offices and places of business elsewhere.

Election of directors.

5. At the first general meeting of the Company, and at each annual meeting, the holders of the capital stock present or represented by proxy who have paid all calls due on their shares shall choose not less than ten nor more than twenty persons to be directors of the Company, each of whom shall hold at least three hundred shares of the capital stock of the Company.

Number may be changed.

2. The number of directors may, within the limits aforesaid, be changed from time to time by vote of the shareholders at any general meeting of the Company,

Votes.

3. Every shareholder of the Company who has paid all calls due on his shares shall be entitled to one vote for each share held by him.

Powers as to loans.

6. The Company may carry on the business of lending money on the security of, or purchasing or investing in,—

Mortgages.

(a.) mortgages or hypothecs upon freehold or leasehold real estate or other immovables ;

Debentures, bonds, etc.

(b.) the debentures, bonds, fully paid-up stocks and other securities of any government or of any municipal corporation or school corporation, or of any chartered bank or incorporated company, if incorporated by Canada or any province of Canada or any former province now forming part of Canada, but not including bills of exchange or promissory notes ; provided that the loan upon the security of or the purchase or investment in the debentures, bonds, stocks or other securities of any company so incorporated shall not exceed one-fifth of the paid-up capital of any such company nor one-fifth of the paid-up capital stock of the Company ; provided also that the Company shall not invest in or lend money upon the security of the stocks of any other loan company, except as hereinafter authorized.

2. The Company may take personal security as collateral for any advance made or to be made, or contracted to be made by, or for any debt due to the Company.

Agency association.

7. The Company may act as an agency association for the interest and on behalf of others who entrust it with money for that purpose, and may, either in the name of the Company or of such others, lend and advance money to any person or municipal or other authority, or any board or body or trustees or commissioners, upon such securities as are mentioned in the next preceding section, and may purchase and acquire any securities on which they are authorized to advance money, and again re-sell the same.

Enforcement of agreements.

2. The conditions and terms of such loans and advances, and of such purchases and re-sales, may be enforced by the Company for its benefit, and for the benefit of the person or corporation for whom such money has been lent and advanced, or such purchase and re-sale made ; and the Company shall have the same power in respect of such loans, advances, purchases and sales as are conferred upon it in respect of loans, advances, purchases and sales made from its own capital.

3. The Company may also guarantee the repayment of the principal or the payment of the interest, or both, of any moneys entrusted to the Company for investment. Guarantee of moneys.

4. The Company may, for every or any of the foregoing purposes, lay out and employ the capital and property, for the time being, of the Company, or any part of the moneys authorized to be raised by the Company in addition to its capital for the time being, or any moneys so entrusted to it as aforesaid, and may do, assent to and exercise all acts whatsoever which, in the opinion of the directors of the Company for the time being, are requisite or expedient to be done in regard thereto. Employment of capital.

5. All moneys of which the repayment of the principal or payment of interest is guaranteed by the Company, shall, for the purposes of this Act, be deemed to be money borrowed by the Company. Money guaranteed to be deemed borrowed.

8. The Company may liquidate, and carry on for the purposes of such liquidation, the business of any other company or companies carrying on any business which the Company is authorized to carry on, upon such terms as may be agreed upon. Liquidation of other companies.

9. The Company may, subject to any limitation or prohibition imposed by its by-laws, lend upon its own paid-up stock to an amount not exceeding in the aggregate of all such loans ten per cent of the Company's paid-up stock, but no such loan shall exceed eighty per cent of the then current market value of such stock. Loans upon Company's stock.

10. The Company may borrow money and receive money on deposit upon such terms as to interest, security, time of payment and otherwise as may be agreed on, and may issue its bonds, debentures and other securities for moneys borrowed; provided that until the first day of July, one thousand nine hundred and four, the total of the Company's liability to the public outstanding from time to time shall not exceed three times the amount paid up upon its capital stock, and after the said date shall not exceed four times the amount paid up upon its capital stock; but the amount of cash on hand, or deposited in chartered banks, belonging to the Company, shall be deducted from such total liability for the purpose of this section; provided also that the amount held on deposit shall not at any time exceed the aggregate amount of its then actually paid-up and unimpaired capital, and of its cash actually in hand or deposited in any chartered bank in Canada, or elsewhere, and belonging to the Company. Moneys on deposit. Proviso. Proviso.

11. The loans or advances by the Company to its shareholders upon the security of their stock shall be deducted from the amount of the paid-up capital upon which the Company is authorized to borrow. Loans to shareholders.

Liabilities assumed. **12.** The liabilities of any company assumed by the Company shall form part of the total liabilities of the Company to the public for the purposes of section 10 of this Act.

Increase of capital. **13.** The directors at any time after the whole of the capital stock of the Company has been subscribed, and fifty per cent thereof paid up, but not sooner, may, from time to time, by by-law, provide for the increase of the capital stock of the Company to any amount which they consider requisite.

Decrease of capital. **14.** The directors may, from time to time, by by-law, provide for the decrease of the capital stock of the Company to any amount which they consider sufficient.

Rules respecting. **2.** Such by-law shall declare the number of the shares of the stock so decreased and the allotment thereof or the rules by which the same is to be made.

Liability to creditors. **3.** The liability of shareholders to persons who are, at the time the stock is decreased, creditors of the Company shall remain as though the stock had not been decreased.

By-laws affecting capital to be sanctioned. **15.** No by-law for increasing or decreasing the capital stock of the Company shall have any force or effect unless and until it has been sanctioned by a vote of the shareholders present or represented by proxy at a general meeting of the Company duly called for considering such by-law, such shareholders holding not less than two-thirds of the amount paid up upon the capital stock of the Company represented at such meeting, and provided that such by-law has afterwards been confirmed by a certificate of the Minister of Finance given under the authority of the Treasury Board.

Certificate of Minister of Finance. **16.** Upon the application to the Minister of Finance for a certificate confirming such a by-law, the Company shall satisfy him of the bona fide character of the increase or decrease of capital thereby provided for, and, unless it appears that the granting of such certificate would not be in the public interest, the Minister, with the approval of the Treasury Board, may grant the same; provided that, with the consent of the directors, the amount of such increase or decrease of capital may, by the said certificate, be changed, and the increase or decrease made subject to such conditions as the Treasury Board may think proper.

Proviso.

Debenture stock.

17. The directors of the Company may, with the consent of the shareholders at a special general meeting duly called for the purpose, create and issue debenture stock in sterling or currency, in such amounts and manner, on such terms as to redemption or payment thereof, and otherwise, and bearing such rate of interest as the directors, from time to time, think proper, but such debenture stock shall be treated and considered as part of the ordinary debenture debt of the Company, and shall

shall be included in estimating the Company's liabilities to the public under section 10 of this Act, and such debenture stock shall rank equally with the ordinary debenture and deposit debt of the Company, and no greater rights or privileges shall be conferred upon holders of debenture stock in respect thereof than are held or enjoyed by depositors or holders of ordinary debentures of the Company.

18. The debenture stock aforesaid shall be entered by the Company in a register to be kept for that purpose in the head or other registered office of the Company in Canada or elsewhere, wherein shall be set forth the names and addresses of those from time to time entitled thereto, with the respective amounts of the said stock to which they are respectively entitled, and the register shall be accessible for inspection and perusal at all reasonable times to every debenture holder, mortgagee, bondholder, debenture-stockholder and shareholder of the Company without the payment of any fee or charge. Such stock shall be transferable in such amounts and in such manner as the directors may determine.

Entry in register.

19. The holders of the ordinary debentures of the Company may, with the consent of the directors, at any time exchange such debentures for debenture stock.

Exchange of debenture stock.

20. The directors, having issued debenture stock, may, from time to time, as they think fit and for the interest of the Company buy up and cancel the debenture stock or any portion thereof; and the directors may, at any time, with the consent of those holding not less than two-thirds in value of the debenture stock of any company whose assets and business may at any time be acquired by the Company, cancel the debenture stock of such company, and give in lieu thereof to the respective holders thereof debenture stock of the Company.

Cancellation of debenture stock.

Debenture stock of other companies.

21. The directors of the Company may make a by-law for creating and issuing any part of the capital stock as preference stock, giving the same such preference and priority as respects dividends and otherwise over ordinary stock as may be declared by the by-law.

Preference stock.

2. The by-law may provide that the holders of shares of such preference stock shall have the right to select a certain stated proportion of the board of directors, or may give the said holders such control over the affairs of the Company as may be considered expedient.

Holders may select directors.

3. No such by-law shall have any force or effect until it has been sanctioned either by the shareholders in writing or by a vote of the shareholders present or represented by proxy at a general meeting of the Company duly called for considering it, such shareholders holding not less than two-thirds of the amount paid up upon the capital stock of the Company.

By-law to be sanctioned.

Preference stockholders to have rights of shareholders.

4. Holders of shares of such preference stock shall be shareholders within the meaning of this Act, and shall in all respects possess the rights and be subject to the liabilities of shareholders within the meaning of this Act, provided however that in respect of dividends and otherwise they shall, as against the ordinary shareholders, be entitled to the preferences and rights given by such by-law.

Rights of creditors.

5. Nothing in this section contained or done in pursuance thereof shall affect or impair the rights of creditors of the Company.

Reserve fund

22. The directors may set aside out of the profits of the Company such sum as they think proper as a reserve fund to meet contingencies or for equalizing dividends, or for repairing, improving and maintaining any of the property of the Company, and for such other purposes as the directors shall, in their absolute discretion, think conducive to the interests of the Company, and may invest the several sums so set aside upon such investments (other than shares of the Company) as they may think fit, and may from time to time deal with and vary such investments and dispose of all or any part thereof for the benefit of the Company, and may divide the reserve fund into such special funds as they think fit, with full power to employ the assets constituting the reserve fund in the business of the Company, and that without being bound to keep the same separate from the other assets. Provided always that the investment of the reserve fund shall be subject to the limitations contained in section 6 of this Act.

Proviso.

Business outside Canada.

23. The Company may, in general meeting of its shareholders duly called for the purpose, pass a by-law authorizing its directors to extend the business of the Company outside of Canada, and the directors may give effect to such by-law without being liable or responsible as for any breach of trust in so doing.

Buildings for foreign agencies.

2. If, as provided in the next preceding subsection, the Company carries on business outside of Canada the Company may, in general meeting of the shareholders duly called for the purpose, pass a by-law authorizing the directors to invest the money of the Company in the erection or purchase of buildings required for the occupation of the Company in any place where the Company is so carrying on business.

Business of foreign agencies.

24. The Company may have agencies in any places in Great Britain, or elsewhere, for the registration and transfer of debenture or other stock and for the transaction of any other business of the Company.

Power to acquire other companies.

25. The Company may purchase the entire assets and acquire and undertake the whole or any part of the business, property and liabilities and the name and good-will of the

Canada Permanent Loan and Savings Company, the Western Canada Loan and Savings Company, the Freehold Loan and Savings Company and the London and Ontario Investment Company, Limited, or of any of such companies, and of any other company or companies carrying on any business which the Company is authorized to carry on, or possessed of property suitable for the purposes of the Company, and pay therefor in cash or in stock either fully paid up or partly paid up, or partly in cash and partly in stock, either fully paid up or partly paid up, or in any other manner; and any of the companies hereinbefore expressly mentioned whose assets the Company desires to purchase are hereby authorized to sell and transfer their respective assets, business, property, name and good-will, and the Company and any of such companies may enter into all agreements of purchase and sale and do all other acts necessary or convenient for the purpose of such purchase and sale. Provided always that specified assets may be excepted from any such purchase and sale. Any such agreement may be in the form contained in the schedule hereto, or to the like effect, and the execution of the agreement shall *ipso facto* vest in the Company the interest and title in and to the property the subject-matter of the agreement, and all and singular the business, property, real and personal, and all rights and incidents appurtenant thereto, also all stock, mortgages or other securities, subscriptions and other debts due on whatever account, and all other things belonging to such other company as may be party to the agreement shall be taken and deemed to be transferred to and vested in the Company without further act or deed.

Form of agreement.

26. In case any company whose assets are acquired by the Company has issued debenture stock, and such debenture stock is outstanding at the date of the acquisition aforesaid, the directors of the Company may, if and when they think fit, and either with or without the sanction of the shareholders, issue debenture stock to the extent of the nominal value of the debenture stock of such other company outstanding as aforesaid, and may with the consent of any holder of debenture stock in such other company give to him, in lieu of the debenture stock held by him, debenture stock of the Company on such terms as may be agreed upon.

Debenture stock may be issued in lieu of existing debenture stock.

27. In the case of any partly paid-up stock issued by the Company as the consideration in whole or in part of the purchase by the Company of the assets of any other company, the liability of the holders of such partly paid-up stock in respect of the unpaid portion thereof shall be reduced by five equal annual amounts at the end of one, two, three, four and five years respectively from the date of the issuing of such partly paid-up stock. Provided always that no such annual reduction shall be made unless and until the liabilities of the Company which shall have matured up to the time when the reduction

Issue of partly paid-up stock to shareholders of other companies.

Proviso.

is sought to be made shall have been met by the Company. The stock referred to in this section shall, as against creditors subsequent to the reduction hereby authorized, be considered as paid-up stock.

Directors may carry out agreements with other companies.

28. The first directors may adopt and carry into effect with or without modification any agreement or agreements which may have been made on behalf of the Company and the Canada Permanent Loan and Savings Company, the Western Canada Loan and Savings Company, the Freehold Loan and Savings Company, and the London and Ontario Investment Company, Limited, or any of them, or any other company or companies; provided such agreements shall have been duly ratified and confirmed by a vote of the shareholders of each of the companies, parties to such agreement or agreements present or represented by proxy at a meeting of the shareholders of such company duly called for the purpose, and holding not less than two-thirds of the amount paid up upon the capital stock of such company represented at such meeting.

Agreements to be confirmed.

Powers of directors.

29. The business of the Company shall be managed by the directors, who may pay all expenses incurred in getting up and incorporating the Company, and may affix the seal of the Company, and may make or cause to be made for the Company any description of contract which the Company may by law enter into, and may exercise all such powers of the Company as are not by this Act required to be exercised by the Company in general meeting, and amongst other things may, from time to time, exercise the following powers, the same being specifically referred to for greater certainty but not so as to restrict the generality of the foregoing terms of this section:—

Issue debentures, receipts, calls, etc.

(a.) issue debentures, bonds, deposit receipts and stock, and regulate the allotment of stock, the making of calls thereon, the payment thereof, the issue and registration of certificates of stock, the forfeiture of stock for non-payment, the disposal of forfeited stock and of the proceeds thereof, and the transfer of stock :

Dividends.

(b.) declare and pay dividends :

Fix number, etc., of directors.

(c.) Determine the number of directors, their term of service, the amount of their stock qualification and their remuneration, if any :

Delegate powers.

(d.) delegate any of their powers to committees consisting of such member or members of their body as they think fit, and any committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on them by the directors :

Appoint officers.

(e.) appoint and remove all agents, officers, and servants of the Company, and provide for and determine their functions and duties, the security to be given by them to the Company and their remuneration :

(f.) determine the time and place for the holding of the annual or any other meeting of the Company, the calling of meetings regular and special of the board of directors and of the Company, the quorum at meetings of the directors and of the Company, the requirements as to votes and proxies, and the procedure in all things at such meetings :

Arrange meetings.

(g.) provide for the imposition and recovery of all penalties and forfeitures admitting of regulation by by-law :

Fix penalties.

(h.) conduct in all other particulars the affairs of the Company :

Conduct Company's affairs.

(i.) make by-laws for the regulation of the business of the Company, its officers and servants, or the members of the Company.

Make by-laws.

30. The Company shall not be bound to see to the execution of any trust, whether express, implied or constructive to which any share or shares of its stock, or debentures, or debenture stock, or any deposit or any moneys payable by or in the hands of the Company may be subject, and the receipt of the party or parties in whose name such share or shares, debentures, debenture stock, deposit or moneys, stand in the books of the Company shall from time to time be sufficient discharge to the Company for any payment made in respect of such share or shares, debentures, debenture stock, deposit or moneys, notwithstanding any trust to which the same may then be subject, and whether or not the Company has had notice of such trust, and the Company shall not be bound to see to the application of the money paid upon such receipt.

Company not bound to see to execution of trusts.

31. If the interest of any person in any share in the capital stock, or debenture stock, or in any bond, debenture or obligation of the Company (such bond, debenture or obligation not being payable to bearer) is transmitted in consequence of the death, or bankruptcy, or insolvency of such holder, or by any other lawful means other than a transfer upon the books of the Company, the directors shall not be bound to allow any transfer pursuant to such transmission to be entered upon the books of the Company, or to recognize such transmission in any manner until a declaration in writing, showing the nature of such transmission, and signed and executed by the person claiming by virtue of such transmission, and also executed by the former shareholder, if living, and having power to execute the same, shall have been filed with the manager or secretary of the Company and approved by the directors, and if the declaration, purporting to be signed and executed shall also purport to be made or acknowledged in the presence of a notary public, or of a judge of a court of record, or of a mayor of any city, town or borough, or other place, or a British consul, or vice-consul or other accredited representative of the British Government in any foreign country, the directors may, in the absence of direct actual notice of a contrary claim,

Transmission of interest in shares otherwise than by transfer.

give full credit to the declaration, and (unless the directors are not satisfied with the responsibility of the transferee) shall allow the name of the party claiming by virtue of the transmission to be entered in the books of the Company.

Requirement in case of transmission by will or intestacy.

32. If the transmission takes place by virtue of any testamentary act or instrument, or in consequence of an intestacy, the probate of the will or letters of administration or document testamentary, or other judicial or official instrument under which the title (whether beneficial or as trustee) or the administration or control of the personal estate of the deceased shall purport to be granted by any court or authority in Canada, or in Great Britain or Ireland, or any other of Her Majesty's dominions, or in any foreign country, or an authenticated copy thereof or official extract therefrom shall, together with the declaration mentioned in section 31 of this Act, be produced and deposited with the manager, secretary, treasurer or other officer named by the directors for the purpose of receiving the same, and such production and deposit shall be sufficient justification and authority to the directors for paying the amount or value of any dividend, coupon, bond, debenture or obligation or share, or transferring, or consenting to the transfer of any bond, debenture or obligation or share, in pursuance of, and in conformity to such probate, letters of administration or other such document as aforesaid.

Directors may apply to court in cases of doubt.

33. Whenever the directors shall entertain reasonable doubts as to the legality of any claim to or upon such shares, bonds, debentures, obligations, dividends or coupons, or the proceeds thereof, then and in such case it shall be lawful for the directors to file in the High Court of Justice for Ontario, a petition stating such doubts and praying for an order or judgment adjudicating and awarding the said shares, bonds, debentures, obligations, dividends, coupons or proceeds to the parties legally entitled thereto, and such court shall have authority to restrain any action, suit or proceedings against the Company, the directors and officers thereof, for the same subject-matter, pending the determination of the petition; and the Company and the directors and officers thereof shall be fully protected and indemnified by obedience to such order or judgment against all actions, suits, claims and demands in respect of the matters which shall have been in question in such petition, and the proceedings thereupon; provided always, that if the court adjudges that such doubts were reasonable, the costs, charges and expenses of the Company in and about such petition and proceedings shall form a lien upon such shares, bonds, debentures, obligations, dividends, coupons or proceeds, and shall be paid to the Company before the directors shall be obliged to transfer, or assent to the transfer of, or to pay such shares, bonds, debentures, obligations, dividends, coupons or proceeds to the parties found entitled thereto.

34. No parcel of land or interest therein at any time acquired by the Company and not required for its actual use and occupation or not held by way of security, shall be held by the Company or by any trustee on its behalf for a longer period than ten years after the acquisition thereof, but such land or interest therein shall be absolutely sold and disposed of so that the Company shall no longer retain any interest therein unless by way of security. Provided that any such parcel of land or any interest therein not within the exceptions hereinbefore mentioned which has been held by the Company for a longer period than ten years without being disposed of, shall be forfeited to Her Majesty. Provided that Her Majesty may extend the said period from time to time not exceeding in the whole twelve years. Provided further that no such forfeiture shall take effect or be enforced until the expiration of at least six calendar months after notice in writing to the Company of the intention of Her Majesty to claim such forfeiture; and the Company shall, when required, give the Minister of Finance a full and correct statement of all lands at the date of such statement held by the Company or in trust for the Company, and subject to these provisos.

Term for which land may be held.

Forfeiture.

Extension of term.

Notice of enforcing forfeiture.

35. The Company shall, on or before the first day of March in each year, transmit to the Minister of Finance and Receiver-General, a statement in duplicate to and including the thirty-first day of December of the previous year, verified by the oath of the president or vice-president and the manager, setting out the capital stock of the Company and the proportion thereof paid up, the assets and liabilities of the Company, the amount and nature of the investments made by the Company, both on its own behalf and on behalf of others, and the average rate of interest derived therefrom, distinguishing the classes of securities and also the extent and value of the lands held by it, and such other details as to the nature and extent of the business of the Company as the Minister of Finance and Receiver General requires, and in such form and with such details as he from time to time requires and prescribes, but the Company shall in no case be bound to disclose the name or private affairs of any person who has dealings with it.

Annual statement for Minister of Finance.

36. Sections 7, 13, 18, 38 and 39 of *The Companies Clauses Act* shall not apply to the Company.

R.S.C., c. 118.

SCHEDULE.

AN AGREEMENT made the _____ day of _____ Between the _____ Company (hereinafter called the Vendor) of the one part, and Thomas Gibbs Blackstock, of the city of Toronto, barrister-at-law, on behalf of the company below mentioned, which company is hereinafter referred to as "the Company," of the other part.

Whereas the Vendor has for some time past carried on the general business of a building society and loan and savings company ;

And whereas a company to be called "The Canada Permanent and Western Canada Mortgage Corporation" is expected to be incorporated by a special Act of the Parliament of Canada, or under some general Act thereof, for the purpose of carrying on a similar business and more particularly to acquire the business of the above named Vendor and of _____, respectively, upon terms similar to those hereinafter set out ;

And whereas such Act of incorporation has, with the privity of the Vendor, been already prepared ;

And whereas the nominal capital of the Company is intended to be twenty million dollars, divided into two million shares of ten dollars each ;

And whereas it is provided by the proposed Act of incorporation that the Company may immediately after the incorporation thereof adopt an agreement therein referred to, being to the like effect as these presents ;

Now it is hereby agreed as follows :

1. The Vendor shall sell and the Company shall purchase :—

Firstly, the good-will of the said business with the exclusive right to use the name of the _____ Company in connection with the said business so purchased and to hold out and represent the Company as carrying on such business in continuation of the Vendor's business and in succession thereto, and the right to use the words "late _____ Company," or any other words indicating that the business is carried on in continuation of or in succession to the said Company.

Secondly, all the freehold and leasehold properties belonging to the Vendor at the date of these presents or hereafter to be acquired by it.

Thirdly, all mortgages and securities for money either now owned or hereafter to be acquired by the Vendor.

Fourthly, all the books and other debts due or to become due to the Vendor in connection with the said business and the full benefit of all securities for such debts.

Fifthly, the full benefit of all contracts and engagements to which the Vendor is or may be entitled in connection with the said business.

Sixthly, all cash in hand and at any bank and all bills and notes of the Vendor in connection with the said business.

Sevently, all other property in which the Vendor is or may become entitled in connection with the said business.

2. The consideration in part for the said sale shall be a sum equal to the estimated value of the assets of the Vendor over and above its liabilities to the public less twenty per cent of such excess of assets over liabilities for reserve, which twenty per cent shall form the nucleus of the reserve fund mentioned in section 22 of the said Act of incorporation, and if

any differences arise between the Vendor and the Company as to the valuation of the said assets and liabilities the same shall be settled as hereinafter provided.

3. The said consideration shall be paid and satisfied as follows :—

(a.) By the allotment to the Vendor or its shareholders of fully paid-up and partly paid-up shares in the capital of the Company in such way that the holders of fully paid-up shares in the capital of the Vendor shall receive fully paid-up shares in the capital of the Company equivalent in value (subject to the aforesaid deduction of twenty per cent for reserve) to the fully paid-up shares now held by them in the capital of the Vendor and the holders of partly paid-up shares in the capital of the Vendor shall receive shares paid up to the same extent and of the same value (subject to the said deduction for reserve in the capital of the Company), and if the holders of shares partly or fully paid up in the capital of the Vendor shall be entitled to more shares in the Company than they now hold in the capital of the Vendor the excess shall be paid to them either in cash or in fully paid-up shares, at the option of the Company, and if in any case it shall not be practicable to give to the holder of partly or fully paid-up shares the exact equivalent in value (subject as aforesaid) of such shares in the shape of shares whether partly paid-up or fully paid-up in the Company the difference in value between the shares theretofore owned by such holder and the shares allotted to him in return therefor shall be paid to such holder in cash. Provided always that the Company may at its option pay the whole of the consideration referred to in this sub-clause in fully paid-up shares :

(b.) As the residue of the consideration for the said sale the Company shall undertake to pay, satisfy and perform all the debts, liabilities, contracts and engagements of the Vendor in relation to the said business and shall indemnify the Vendor and its shareholders and each and every one of them against all proceedings, claims and demands in respect thereof.

4. The Vendor shall carry on its said business from and after the first day of January, 1899, for the benefit of the Company, and the Company shall be entitled to take over the said business as of that date.

5. The purchase shall be completed within _____ after the passing of the Act of incorporation at the offices of the Freehold Loan and Savings Company, in Toronto, when possession of all the property hereinbefore agreed to be sold shall as far as practicable be given, sold and transferred to the Company and the consideration aforesaid be paid and satisfied, subject to the provisions of this agreement, and thereupon the Vendor and all other necessary parties (if any) shall, at the expense of the Company, execute and do all such assurances and things for vesting the said premises in the Company and giving to it the full benefit of this agreement, as shall be reasonably required.

6. The Company agrees with the Vendor, (the Vendor acting herein for itself as a corporation and also acting for each and every shareholder of the Vendor), that the Company will indemnify and save harmless each and every of the shareholders of the Vendor, who shall, upon receiving the consideration herein specified, assign to the Company the shares now held by him in the capital of the Vendor, of and from all liability in respect of any such shares.

7. Upon the adoption of this agreement by the Company in such manner as to render the same binding on the Company, the said Blackstock shall be discharged from all liability in respect thereof.

8. The Vendor shall procure this agreement to be submitted for ratification and confirmation by a meeting of shareholders duly called for that purpose forthwith after the execution of these presents.

9. If this agreement shall not be ratified or shall not be carried into effect before the _____ day of _____ next, either party may determine the same by notice to the other.

10. In any case or cases in which the parties are not able to agree upon the valuation of the said assets and liabilities, or any of them, the Chancellor of Ontario may, upon the application of either of the parties, appoint a valuator or valutors whose award shall be final on all and every point submitted.

In witness whereof, etc.



62-63 VICTORIA.

CHAP. 102.

An Act to incorporate the Canada Plate Glass Assurance Company.

[Assented to 10th July, 1899.]

WHEREAS the persons hereinafter named have, by their Preamble.
petition, prayed that it be enacted as hereinafter set
forth, and it is expedient to grant the prayer of the said
petition: Therefore Her Majesty, by and with the advice and
consent of the Senate and House of Commons of Canada,
enacts as follows:—

1. Richard Wilson Smith, the Honourable Alphonse Desjardins, James P. Cleghorn, Samuel H. Ewing, and Thomas H. Hudson, all of the city of Montreal, and the Honourable Samuel Casey Wood and James J. Kenny, both of the city of Toronto, together with such persons as become shareholders in the company, are hereby incorporated under the name of Incorporation.
“The Canada Plate Glass Assurance Company,” hereinafter Corporate name.
called “the Company.”

2. The persons named in section 1 of this Act are hereby Provisional directors.
constituted provisional directors of the Company, and a
majority of them shall be a quorum. The provisional directors Powers.
may forthwith open stock books, procure subscriptions of stock
for the undertaking, make calls on stock subscribed, and
receive payment thereon, and shall deposit in a chartered bank
in Canada all moneys received by them on account of the
Company, and may withdraw the same for the purposes only
of the Company, and may do generally whatever is necessary
to organize the Company.

3. The capital stock of the Company shall be fifty thousand Capital stock.
dollars, divided into shares of one hundred dollars each.

2. The directors may, after the whole capital stock has been Increase of capital.
subscribed, and fifty per cent paid thereon in cash, increase the
amount of the capital stock at any time, to an amount not
exceeding two hundred thousand dollars; but the stock shall Approval of shareholders.

not be increased until the resolution of the board of directors authorizing such increase has first been submitted to and confirmed by two-thirds in value of the shareholders present or represented at a special general meeting of the shareholders duly called for that purpose.

Head office. **4.** The head office of the Company shall be in the city of Montreal, in the province of Quebec, and branches, sub-boards or agencies may be established and maintained elsewhere, in such manner as the directors from time to time appoint.

Branch offices.

Business of Company.

5. The Company may make and effect contracts of insurance with any person against loss or damage by breakage of plate glass by accident or otherwise, and generally carry on the business of plate glass insurance for such times, for such premiums or considerations, under such modifications and restrictions, and upon such conditions as are bargained and agreed upon or set forth by and between the Company and the insured.

Re-insurance.

2. The Company may also cause itself to be insured against any risk it may have undertaken in the course of its business.

First meeting of Company.

6. So soon as fifty thousand dollars of the capital stock of the Company have been subscribed, and fifteen per cent of that amount paid into some chartered bank in Canada, the provisional directors shall call a meeting of the shareholders of the Company at some place to be named in the said city of Montreal, at which meeting the shareholders present or represented by proxy, who have paid not less than ten per cent on the amount of shares subscribed for by them shall elect a board of directors; and notice of the time and place of holding such meeting shall be given by mailing to the address of each shareholder of the Company at least ten days before the meeting thereof a written notice postage prepaid and registered.

Election of directors.

Notice of meeting.

Number of directors.

2. The affairs of the Company shall be managed by a board of not less than five, nor more than nine directors, of whom a majority shall form a quorum.

Qualification.

3. No person shall be a director unless he holds in his own name and for his own use at least ten shares of the capital stock of the Company, and has paid all calls due thereon and all liabilities incurred by him to the Company.

Payment of calls.

7. The shares of the capital stock subscribed for shall be paid by such instalments and at such times and places as the directors appoint; the first instalment shall not exceed twenty-five per cent, and no subsequent instalment shall exceed ten per cent, and not less than thirty days' notice of the calling of each such subsequent instalment shall be given; provided that the Company shall not commence the business of insurance authorized by this Act until ten thousand dollars of capital stock have been paid in cash into the funds of the Company under this Act; provided further that the amount

Preliminary payment of stock.

so paid in by any shareholder shall not be less than ten per cent upon the amount subscribed by such shareholder.

8. A general meeting of the Company shall be called at the head office once in each year after the organization of the Company and commencement of business, and at such meeting a statement of the affairs of the Company shall be submitted by the directors. Annual general meeting.

2. Special general meetings may at any time be called by a majority of the directors, or by requisition of any twenty-five shareholders, specifying in the notice the object of such meeting. Special general meetings.

3. Notice of each such meeting shall be sufficiently given by printed or written notice to each of the shareholders mailed at least twenty days before the day for which the meeting is called, and addressed to the addresses of the shareholders respectively given in the books of the Company. Notice of meetings.

9. The Company may invest its funds in the debentures, bonds, stocks or other securities of Canada, or of any province of Canada, or of any municipal corporation in Canada, or in the debentures of any building society, loan, or investment company incorporated in Canada, or on the security of any of the said debentures, bonds, stocks or securities, or on the security of paid-up shares of any such building society, loan or investment company, and whether such debentures, bonds, stocks, securities or shares are assigned absolutely or conditionally, or by assignment in the nature of a charge or mortgage thereon to the Company, or to any officer of the Company, or other person in trust for the Company, and in or on the public consols, stocks, debentures, bonds or securities of the United Kingdom, or the United States, or on the security of real estate, or in or on mortgage security thereon, or on the security of leaseholds for a term or terms of years, or in ground rents on real estate or other estate or interest in real property or mortgage security thereon, in any province of Canada, and may receive and hold all or any of such securities in the name of the Company or in the name of trustees as aforesaid for the Company, whether for funds invested by being advanced or paid in the purchase of such securities or loaned by the Company on the security of any of such classes of property above referred to. Investment of funds.

2. Any investment or loan above authorized to be made, may be on such terms and conditions, and in such manner and at such times and for such sums, and in such sums of repayment, whether of principal or interest or principal and interest as the directors from time to time determine, and either in satisfaction of, or as collateral security for debts due to the Company, or judgments recovered against any person, or in security for the payment thereof. Terms of investment to be in the discretion of directors.

3. The Company may also take any additional security of any nature to further secure the repayment of any liability to Additional security.

the Company or to further secure the sufficiency of any of the securities upon which the Company is by this section authorized to lend any of its funds.

Foreign securities.

10. The Company may invest or deposit such portion of its funds in foreign securities as is necessary for the maintenance of any foreign branch.

Real estate may not be held more than 7 years.

11. The Company may hold such real estate as is bona fide mortgaged to it by way of security or conveyed to it in satisfaction of debts or of judgments recovered ; provided, always, that no parcel of land, or interest therein, at any time acquired by the Company, and not required for its actual use and occupation, or not held by way of security, shall be held by the Company, or by a trustee on its behalf, for a longer period than seven years after the acquisition thereof, but shall be absolutely sold and disposed of, so that the Company shall no longer retain any interest therein unless by way of security ; and any such parcel of land, or any interest therein not within the exceptions hereinbefore mentioned, which has been held by the Company for a longer period than seven years without being disposed of, shall be forfeited to Her Majesty for the use of Canada ; provided that the Governor in Council may extend the said period from time to time, but so that it shall not exceed in the whole twelve years ; provided further, that no such forfeiture shall take effect or be enforced until the expiration of at least six calendar months after notice in writing to the Company of the intention of Her Majesty to claim such forfeiture ; and the Company shall, when required, give the Governor in Council a full and correct statement of all lands at the date of such statement held by the Company, or in trust for the Company, and subject to these provisoes.

Forfeiture.

Proviso for extension.

Notice.

Statement.

As to real estate for use of Company.

12. The Company may also acquire, hold, alienate, convey and mortgage any real estate acquired in part or wholly for the use and accommodation of the Company, but the annual value thereof in any province of Canada shall not exceed one thousand dollars, except in the province of Quebec where it shall not exceed three thousand dollars.

R.S.C., c. 118.

13. *The Companies Clauses Act*, except sections 18 and 39 thereof, shall apply to the Company, and shall be incorporated with and form part of this Act in so far as it is not inconsistent with any of the provisions hereinbefore contained.

R.S.C., c. 124.

14. This Act, and the Company hereby incorporated, and the exercise of the powers hereby conferred, shall be subject to the provisions of *The Insurance Act*.



62-63 VICTORIA.

CHAP. 103.

An Act to incorporate the Canadian Birkbeck Investment and Savings Company.

[Assented to 11th August, 1899.]

WHEREAS the Birkbeck Investment, Security and Savings Company of Toronto has, by its petition, represented that it is incorporated under the provisions of chapter 169 of the Revised Statutes of Ontario, 1887, and has prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. The shareholders of the said the Birkbeck Investment, Security and Savings Company of Toronto, hereinafter called "the old Company," together with such persons as become shareholders in the company, are hereby incorporated under the name of "The Canadian Birkbeck Investment and Savings Company," hereinafter called "the new Company."

Incorporation.

Corporate name.

2. The president, vice-presidents and directors of the old Company shall respectively be the president, vice-presidents and directors of the new Company until their successors are appointed.

Officers.

3. The affairs of the new Company shall be managed by a board of not less than five directors.

Directors.

4. The capital stock of the new Company shall be five million dollars, divided into fifty thousand shares of one hundred dollars each, of which at least thirty-five thousand shares shall be fixed and permanent capital stock. The remaining shares may be issued and re-issued as terminating shares, repayable to the holders thereof on such terms and conditions as may be provided by by-laws of the new Company relating thereto; provided however, that no such by-law shall have any force or effect until approved by the Governor in Council on the recommendation of the Treasury Board.

Capital stock.

Shares in
old Company
converted.

5. The shareholders of the old Company holding shares of fixed and permanent capital stock therein are hereby declared to be holders respectively of shares in the fixed and permanent capital stock of the new Company to the same extent and with the same amounts paid up thereon as they are holders respectively of such shares in the old Company. The shareholders of the old Company holding shares of terminating capital stock therein are hereby declared to be the holders respectively of shares in the terminating capital stock of the new Company to the same extent and with the same amounts paid up thereon, and with the same rights and privileges in respect thereof, as they are holders respectively of such shares in the old Company. Shares of terminating capital stock may from time to time be converted into shares of fixed and permanent capital stock on such terms as the by-law (if any) under which such terminating stock was issued, may provide, or on such terms as may be agreed on with the holders of such terminating stock.

Conversion of
terminating
stock.

Head office.

6. The head office of the new Company shall be at the city of Toronto in the province of Ontario, or in such other place in Canada as the directors from time to time determine by a by-law confirmed at an annual or a special general meeting of the new Company duly called for the purpose of considering it.

Agencies.

7. The new Company may by by-law establish agencies in any cities in England, Scotland or Ireland; and any by-law establishing such agency shall not be altered or repealed except by a vote of the shareholders present or represented by proxy at a special meeting called for the purpose of considering such by-law and holding not less than two-thirds of the issued capital stock of the new Company represented at such meeting, and unless the notice calling such meeting is published once a week for four consecutive weeks in a daily newspaper in each city in England, Scotland and Ireland where the Company has an agency.

By-laws.

8. The by-laws, rules and regulations of the old Company, lawfully enacted, shall be the by-laws, rules and regulations of the new Company, subject to repeal, amendment or other change lawfully made.

Acquisition of
old Company's
assets.

9. The new Company may acquire all the assets, rights, credits, effects and property, real, personal and mixed, of whatever kind and wheresoever situated, belonging to the old Company or to which it is or may be or become entitled, and a conveyance and assignment thereof, in the form of the schedule to this Act, or to the like effect, shall be sufficient.

Form of
conveyance.

Liability for
obligations of
old Company.

10. The new Company shall be liable for and subject to, and shall pay, discharge, carry out and perform, all the debts, liabilities,

liabilities, obligations, contracts and duties of the old Company; and any person having any claim, demand, right, cause of action or complaint against the old Company, or to whom the old Company is under any liability, obligation, contract or duty, shall have the same rights and powers with respect thereto and to the collection and enforcement thereof from and against the new Company, its directors and shareholders, as such person has against the old Company, its directors and shareholders.

11. Nothing in this Act contained, or done in pursuance hereof, shall take away or prejudice any claim, demand, right, security, cause of action or complaint which any person has against the old Company or its directors or shareholders, or shall relieve the old Company, its directors or shareholders, from the performance of any debt, liability, obligation, contract or duty. Existing rights preserved.

12. The new Company may lend money on the security of, or purchase or invest in,— Investment powers.

(a.) mortgages or hypothecs upon freehold or leasehold real estate, or other immovables; Mortgages.

(b.) the debentures, bonds, stocks and other securities of any government or any municipal corporation or school corporation, or of any chartered bank, or incorporated company, if incorporated by or under the authority of the Parliament of Canada or of the legislature of any former or present or future province of Canada; provided that the new Company shall not lend upon the security of, or purchase or invest in bills of exchange or promissory notes; provided further that the new Company shall not invest in or lend money upon the security of the stock of any other loan company. Debentures, etc.

13. The new Company may act as an agency association for the interest and on behalf of others who entrust it with money for that purpose, and may, either in the name of the new Company or of such others, lend and advance money to any person upon such securities as are mentioned in the next preceding section, or to any body corporate, or to any municipal or other authority, or to any board or body of trustees or commissioners, upon such terms and upon such security as to the new Company appear satisfactory, and may purchase and acquire any securities on which they are authorized to advance money, and again re-sell the same. Agency association.

2. The conditions and terms of such loans and advances, and of such purchases and re-sales, may be enforced by the new Company for its benefit, and for the benefit of the person or corporation for whom such money has been lent and advanced, or such purchase and re-sale made; and the new Company shall have the same power in respect of such loans, advances, purchases and sales as are conferred upon it in respect

pect of loans, advances, purchases and sales made from its own capital.

Guarantee
of moneys.

3. The new Company may also guarantee the repayment of the principal or the payment of the interest, or both, of any moneys entrusted to it for investment.

Employment
of capital.

4. The new Company may, for every or any of the foregoing purposes, lay out and employ the capital and property, for the time being, of the new Company, or any part of the moneys authorized to be raised by it in addition to its capital for the time being, or any moneys so entrusted to it as aforesaid, and may do, assent to and exercise all acts whatsoever which, in the opinion of the directors of the new Company for the time being, are requisite or expedient to be done in regard thereto.

Money guar-
anteed to be
deemed
borrowed.

5. All moneys of which the repayment of the principal or payment of interest is guaranteed by the new Company, shall, for the purposes of this Act, be deemed to be money borrowed by the new Company.

Borrowing
powers.

14. The new Company may borrow money, and receive money on deposit, upon such terms as to interest, security and otherwise as may be agreed on, and may issue its bonds, debentures and other securities for moneys borrowed; provided always that the total of the new Company's liabilities to the public outstanding from time to time shall not exceed four times the amount paid upon its fixed and permanent capital stock; and provided further that the amount held on deposit shall not at any time exceed the aggregate amount of its then actually paid-up and unimpaired fixed and permanent capital and of its cash actually in hand or deposited in any chartered bank in Canada or Great Britain, and belonging to the new Company.

Limitations.

Liabilities
assumed.

15. The liabilities of the old Company assumed by the new Company shall form part of the total liabilities of the new Company to the public for the purposes of the last preceding section, but the amount of cash on hand or deposited in chartered banks and belonging to the new Company shall be deducted from such total liabilities for the purposes of the said section.

Real estate
which may
be held.

16. So long as the new Company is indebted for money received upon deposit, its total assets over and above the value of its real estate and its mortgages or hypothecs upon freehold or leasehold real estate or immovables shall be equal to at least twenty per cent of its indebtedness in respect of such money.

Debenture
stock.

17. The directors of the new Company may, with the consent of the shareholders at an annual or a special general meeting duly called for the purpose, create and issue debenture stock in such amounts and manner, on such terms, and bearing such

rate of interest, as the directors from time to time think proper, but such debenture stock shall be treated and considered as part of the ordinary debenture debt of the new Company and shall be included in estimating the new Company's liabilities to the public under section 14 of this Act, and such debenture stock shall rank equally with such ordinary debenture debt, and no greater rights or privileges shall be conferred upon holders of debenture stock in respect thereof than are held or enjoyed by holders of ordinary debentures of the new Company.

18. The debenture stock aforesaid shall be entered by the new Company in a register to be kept for that purpose in the head office of the new Company, wherein shall be set forth the names and addresses of the persons from time to time entitled to such stock, with the respective amounts thereof to which they are respectively entitled, and such stock shall be transferable in such amounts and in such manner as the directors may determine. The said register shall be accessible for inspection and perusal at all reasonable times to every debenture holder, mortgagee, bondholder, debenture stockholder and shareholder of the new Company without the payment of any fee or charge.

Registration of debenture stock.

19. All transfers of debenture stock of the new Company shall be registered at the head office of the new Company, and not elsewhere, but the said transfers may be left with such agents in the United Kingdom as the new Company appoints for that purpose, for transmission to the new Company's head office for registration.

Transfers to be registered.

20. The holders of the ordinary debentures of the new Company may, with the consent of the directors, at any time exchange such debentures for debenture stock.

Exchange of ordinary debentures.

21. The new Company, having issued debenture stock, may, from time to time, as it thinks fit, and for the interest of the new Company, buy up and cancel the said debenture stock or any portion thereof.

Cancellation of debenture stock.

22. The new Company shall not be bound to see to the execution of any trust, whether expressed, implied or constructive, to which any share of its stock or debenture stock, or to which any deposit or any other moneys payable by or in the hands of the new Company, may be subject; and the receipt of the person in whose name such share, debenture stock or money stands in the books of the new Company shall, from time to time, be sufficient discharge to the new Company for the payment of any kind made in respect of such share, stock or money, notwithstanding any trust to which the same may then be subject, and whether or not the new Company has had notice of such trust; and the new

No liability on trusts.

Company shall not be bound to see to the application of the money paid upon such receipt.

Business outside of Canada.

23. The new Company may, in general meeting of its shareholders duly called for the purpose, pass a by-law authorizing its directors to extend the business of the new Company outside of Canada, and the directors may give effect to such by-law without being liable or responsible as for any breach of trust in so doing.

Buildings for foreign agencies.

2. If, as provided in the next preceding subsection, the new Company carries on business outside of Canada, the new Company may, in general meeting of the shareholders duly called for the purpose, pass a by-law authorizing the directors to invest the money of the new Company in the erection or purchase of buildings required for the occupation of the new Company in any place where the new Company is so carrying on business.

Real estate to be sold within 10 years.

24. No parcel of land, or interest therein at any time acquired by the new Company, and not required for its actual use and occupation, or not held by way of security, shall be held by the new Company, or by any trustee on its behalf, for a longer period than ten years after the acquisition thereof, but shall be absolutely sold and disposed of, so that the new Company shall no longer retain any interest therein unless by way of security, and any such parcel of land, or any interest therein, not within the exceptions hereinbefore mentioned, which has been held by the new Company for a longer period than ten years without being disposed of, shall be forfeited to Her Majesty: Provided that the Governor in Council may extend the said period from time to time, not exceeding in the whole twelve years: Provided further that no such forfeiture shall take effect or be enforced until the expiration of at least six calendar months after notice in writing to the new Company of the intention of Her Majesty to claim such forfeiture; and it shall be the duty of the new Company to give the Minister of Finance and Receiver General, when required, a full and correct statement of all lands at the date of such statement held by the new Company, or in trust for the new Company, and subject to these provisos.

Forfeiture.

Proviso for extension.

Notice of enforcing forfeiture.

Statement.

Annual return to Minister of Finance.

25. The new Company shall transmit, on or before the first day of March in each year, to the Minister of Finance and Receiver General, a statement in duplicate up to and including the thirty-first day of December of the previous year, verified by the oath of the president or vice-president and the manager, setting out the capital stock of the new Company and the proportion thereof paid up, the assets and liabilities of the new Company, the amount and nature of the investments made by the new Company, both on its own behalf and on behalf of others, and the average rate of interest derived therefrom, distinguishing

tinguishing the classes of securities, and also the extent and value of the lands held by it, and such other details as to the nature and extent of the business of the new Company as the Minister of Finance and Receiver General requires, and in such form and with such details as he from time to time requires and prescribes; but the new Company shall in no case be bound to disclose the name or private affairs of any person who has dealings with it.

26. This Act shall not take effect unless and until, at an annual or a special general meeting of the shareholders of the old Company duly called for considering it, a resolution accepting and approving thereof, and fixing the date or event upon which this Act is to take effect, has been passed by the shareholders present or represented by proxy at such meeting, and holding not less than seventy-five per cent of the subscribed capital stock of the old Company represented at such meeting; and a certified copy of such resolution shall, within fifteen days from the passing thereof, be transmitted to the Secretary of State of Canada, and shall be, by him, published in *The Canada Gazette*; but upon such resolution being passed this Act shall take effect from the time or event fixed by such resolution: Provided that, prior to the time or event so fixed, the board of directors of the new Company may pass the necessary by-laws for the organization of the new Company, and may procure the corporate seal therefor, and may authorize the execution of the conveyance and assignment referred to in section 9 of this Act, and may do whatever is required for compliance with any laws relating to the licensing, registration or otherwise of the new Company, in any province of Canada.

When Act
to take effect.

Approval of
shareholders.

Proviso as to
organization.

27. Nothing herein contained shall be held to exempt the new Company from the effect of any legislation hereafter passed by Parliament with respect to the powers to be exercised by loan companies.

Future
legislation.

28. *The Companies Clauses Act*, chapter 118 of the Revised Statutes, except sections 7, 18, 38 and 39 thereof, shall apply to the new Company.

R.S.C., c. 118.

SCHEDULE.

This indenture, made the _____ day of _____ A.D., 18____, between the Birkbeck Investment, Security and Savings Company of Toronto, of the first part, hereinafter called "the old Company," and the Canadian Birkbeck Investment and Savings Company, of the second part, hereinafter called "the new Company."

Whereas the shareholders of the old Company have accepted and approved of the new Company's Act of incorporation,

being the Act of the Parliament of Canada passed in the year 1899, intituled : " An Act to incorporate the Canadian Birkbeck Investment and Savings Company," and by the resolution of shareholders duly passed in that behalf the _____ day of _____ [or the execution hereof, as the case may be] was fixed as the date [or event] from which the said Act should take effect :

And whereas by the said Act the new Company is authorized to acquire all the assets, rights, credits, effects and property, real, personal and mixed, of the old Company :

And whereas the old Company has agreed to convey and assign the same to the new Company :

Now this indenture witnesseth that in consideration of the said Act and of the shares in the capital stock of the new Company which are thereby vested in the shareholders of the old Company, and in consideration of the covenants by the new Company hereinafter contained, the old Company does hereby grant, assign, transfer and set over unto the new Company, its successors and assigns, for ever, all the assets, rights, credits, effects and property, real, personal and mixed, of whatever kind and wheresoever situated, belonging to the old Company or to which it is or may be or become entitled ; to have and to hold unto the new Company, its successors and assigns, to and for their sole and only use for ever ; and the old Company covenants with the new Company to execute and deliver, at the expense of the new Company, all such further and other separate and formal assurances, assignments, transfers and conveyances, for registration purposes or otherwise, as may be required to vest in the new Company, its successors and assigns, the full legal, equitable and beneficial title and interest to and in the said assets, rights, credits, effects and property, and each and every part thereof.

And, in consideration of the foregoing, the new Company covenants with the old Company, its successors and assigns, that it shall and will pay, discharge, carry out and perform all debts, liabilities, obligations, contracts and duties for or in respect of which the old Company is now liable or which it should pay, discharge, carry out or perform ; and the new Company shall and will indemnify and save harmless the old Company in respect thereof.



62-63 VICTORIA.

CHAP. 104.

An Act to incorporate the Canadian Inland Transportation Company.

[Assented to 10th July, 1899.]

WHEREAS the persons hereinafter named have, by their Preamble.
petition, prayed that it be enacted as hereinafter set
forth, and it is expedient to grant the prayer of the said
petition: Therefore Her Majesty, by and with the advice and
consent of the Senate and House of Commons of Canada,
enacts as follows:—

1. William Christie, James Kerr Osborne and George Hope Incorporation.
Bertram, of the city of Toronto, Alexander Lumsden and
John William McRae, of the city of Ottawa, in the province
of Ontario, and Louis Joseph Forget, of the city of Montreal,
in the province of Quebec, together with such persons as
become shareholders in the company, are hereby incorporated
under the name of "The Canadian Inland Transportation Corporate
Company," hereinafter called "the Company." name.

2. The persons named in section 1 of this Act are hereby Provisional
constituted the first or provisional directors of the Company, directors.
and shall have and possess all the powers which are conferred
upon directors of the Company elected by the shareholders.

2. Four provisional directors shall be a quorum. Quorum.

3. The provisional directors shall deposit in a chartered bank Deposit
in Canada all moneys received by them on account of the of moneys.
Company, and shall withdraw the same for the purposes of
the Company only.

3. The capital stock of the Company shall be two million Capital stock.
dollars, divided into shares of one hundred dollars each, and
may be called up by the directors from time to time as they
deem necessary.

2. The directors may, after the whole capital stock has been Increase of
subscribed, and fifty per cent paid thereon in cash, increase the capital.
amount of the capital stock at any time, to an amount not
253 exceeding

Approval of shareholders.

exceeding four million dollars; but the stock shall not be increased until the resolution of the board of directors authorizing the increase has first been submitted to and confirmed by two-thirds in value of the shareholders present or represented at a special general meeting of the shareholders duly called for that purpose.

Head office.

4. The head office of the Company shall be in the city of Toronto, in the province of Ontario, or such other place in Canada as shall be determined by by-law.

General meeting of Company.

5. So soon as twenty per cent of the amount of the capital stock has been subscribed, and twenty per cent on such subscribed stock paid into one of the chartered banks in Canada, the provisional directors, or a majority of them, shall call a general meeting of the shareholders to be held at the head office of the Company, for the purpose of electing directors of the Company, and of transacting any other business that may be done at a shareholders' meeting.

Notice of meeting.

2. Notice in writing, signed by or on behalf of the provisional directors, or a majority of them calling such meeting, of the date and place of holding the same, mailed, postage prepaid, to the post office address of each shareholder not less than fifteen days previously to the calling of such meeting shall be sufficient notice of such meeting.

Annual general meeting.

6. The annual general meeting of the shareholders shall be held on the first Tuesday in February in each year.

Election of directors.

2. At the first meeting of shareholders, and at each annual meeting, the subscribers for capital stock assembled who have paid all calls due on their shares shall choose seven persons to be directors of the Company, one or more of whom may be paid directors.

Qualification of directors.

3. No person shall be a director unless he is a shareholder owning at least twenty shares of the capital stock of the Company, and has paid all calls due thereon.

Quorum.

4. A majority of directors shall be a quorum.

Business of Company.
Transportation.

7. The Company may, for the purposes of its undertaking,
(a.) construct, acquire and navigate steam and other vessels for the conveyance of passengers, goods and merchandise between any ports of Canada, and between any port of Canada and any port of any other country, and may dispose of the said vessels, and may carry on the business of elevating grain, of common carriers of passengers and goods, and of forwarders, wharfingers, warehousemen and shipbuilders;

Docks, elevators, etc.

(b.) construct, acquire, lease and dispose of wharfs, docks, elevators, warehouses, offices and other facilities or buildings;

Terminals, harbours, etc.

(c.) construct, or aid in and subscribe towards the construction, maintenance and improvement of terminals, harbours, piers, wharfs, elevators, warehouses, roads, docks, dock-yards,

and other buildings and works necessary or convenient for the purposes of the Company ;

(d.) construct, acquire, lease, use and sell all facilities designed for the lightering of steam or other vessels, and charge tolls for such lightering ;

Lightering.

(e.) acquire the right to use any patented invention for the purpose of the works authorized by this Act, and again dispose of the same ;

Patent rights.

(f.) acquire the business, good-will and property of any other company having objects wholly or in part similar to those of the Company, and pay the price thereof wholly or partly in cash, or wholly or partly in fully paid-up shares, or in partly paid-up shares of the Company, and also undertake, assume, pay or guarantee any of the obligations or liabilities connected therewith ; and may enter into working and other agreements and arrangements with any person or any municipal corporation ;

Agreements with other companies.

(g.) undertake the work of raising, removing or relieving vessels which have been wholly or partially sunk, grounded or injured, and may carry on the usual business of a wrecking company, and collect charges therefor ;

Wrecking.

(h.) construct, acquire and operate such electric and other tramways, not exceeding five miles in length in any one case, and telegraph and telephone lines as are required for the purposes of the Company, and may dispose of the same.

Tramways, telegraphs and telephones.

8. The Company may receive by grant from any government or person, as aid in the construction, equipment and maintenance of the vessels and works provided for in this Act, any Crown lands, or any real or personal estate or property, or any sums of money, debentures or subsidies, either as gifts, by way of bonus or guarantee, or in payment or as subventions for services, and may dispose of the same, and may alienate such of the said property as is not required for the purposes of the Company in carrying out the provisions of this Act.

Aid to Company.

9. The Company may charge on all property placed with them, or in their custody, such fair remuneration as may be fixed by the directors for storage, warehousing, wharfage, dockage, cooorage, or any other care or labour in and about any such property on the part of the Company, over and above the regular freight and primage upon the said property which shall have been carried, or may be carried, by it.

Storage charges

10. The Company may recover all charges and moneys paid or assumed by them, subject to which goods come into their possession, and, without any formal transfer, shall have the same lien for the amount thereof upon such goods as the persons to whom such charges were originally due had upon such goods while in their possession ; and the Company shall be sub-

Recovery of charges.

rogated, by such payment, to the rights and remedies of such persons for such charges.

Sale of goods for charges.

11. In the event of non-payment of freight, advances and other charges, when due, upon goods or property in the possession of the Company, or under its control, the Company may sell at public auction the goods whereon such advances and other charges have been made, and may retain the proceeds of the sale, or so much thereof as is due, together with the costs and expenses incurred in and about such sale, returning the surplus, if any, to the owner of such goods or property; but, before any such sale takes place, thirty days' notice of the time and place of such sale, and of the amount of the charges or moneys payable to the Company in respect of such goods or property, shall be given by registered letter, transmitted through the post office to the last known address of the owner of any such goods or property; provided that perishable goods or effects may be sold after the expiration of one week, or sooner if necessary, unless otherwise provided in the contract between the parties.

Notice of sale.

Perishable goods.

Cheques, notes, etc.

12. The Company may make, accept and endorse or execute cheques, promissory notes, bills of exchange, warehouse receipts, bills of lading and other negotiable instruments; provided, however, that nothing in this section shall be construed to authorize the Company to issue any note or bill payable to bearer, or intended to be circulated as money, or as the note or bill of a bank.

Bond issue limited.

13. The Company, being first authorized by a resolution passed at a special general meeting of its shareholders duly called for the purpose, at which meeting shareholders representing at least two-thirds in value of the subscribed capital stock of the Company, are present or represented by proxy, may, from time to time, issue bonds or debentures in aid of the acquisition of any vessels or other property which the Company is authorized to acquire, but such bonds and debentures shall not exceed in amount the value of such vessels or property.

Mortgage to secure bonds.

14. For the purpose of securing the issue of such bonds the Company shall execute a mortgage or mortgages, not inconsistent with law or with the provisions of this Act, in such form and containing such provisions as are approved by a resolution passed at the special general meeting of shareholders mentioned in the next preceding section.

How to be made.

2. The said mortgages shall be made to trustees appointed for this purpose at the said special general meeting, and may contain provisions establishing the amount secured upon the vessels or class of vessels or other property to which such mortgages relate, the rank and privilege to appertain to the bonds intended to be secured thereby, the rights and remedies

to be enjoyed by the respective holders of such bonds, the mode of assuring the application of the proceeds of such bonds to the purposes for which they are to be issued, the rate of interest payable thereon, the place and time of payment of such interest and of the capital thereof, the creation of a sinking fund for the redemption of such bonds, and all the conditions, provisions and restrictions requisite for the effectual carrying out of the terms thereof, and for the protection of the holders of such bonds.

3. The Company may charge and bind the tolls and revenues of the vessels or class of vessels or other property to which any such mortgage relates, in the manner and to the extent therein specified; and each such mortgage shall create absolutely a first lien and encumbrance on the vessels or class of vessels or other property therein described, as well as on the tolls, revenues and subsidy therein hypothecated, the whole being for the benefit of the holders of the bonds in respect of which such mortgage is made.

Lien created by mortgage.

15. Each issue of bonds intended to be secured by any of the mortgages referred to in the next preceding section, shall entitle the respective holders of each such issue to rank with each other *pari passu*, and a duplicate of each mortgage shall be filed in the office of the Secretary of State of Canada.

How bond-holders to rank.

Mortgage to be filed.

16. Sections 7, 18 and 39 of *The Companies Clauses Act* shall not apply to the Company.

R.S.C., c. 118.

OTTAWA : Printed by SAMUEL EDWARD DAWSON, Law Printer to the Queen's most Excellent Majesty.



62-63 VICTORIA,

CHAP. 105.

An Act respecting the Canadian Power Company, and to change its name to the Ontario Power Company of Niagara Falls.

[Assented to 10th July, 1899.]

WHEREAS the Canadian Power Company has, by its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:— Preamble.

1. The name of the Company is hereby changed to "The Ontario Power Company of Niagara Falls," but such change in name shall not in any way impair, alter or affect the rights or liabilities of the Company, or in any wise affect any suit or proceeding now pending, or judgment existing, either by or in favour of or against the Company, which, notwithstanding such change in the name of the Company, may be prosecuted, continued, completed and enforced as if this Act had not been passed. Name changed.
Existing rights saved.

2. The time for the completion of the Company's works capable of delivering at least fifteen thousand horse power is hereby extended for three years from the passing of this Act, and, notwithstanding anything contained in any Acts relating to the Company, the Company may thereafter extend and enlarge its works, from time to time, to meet the demand for power for manufacturing and other purposes. Time for completion of works extended.
Power to enlarge works.

3. Section 23 of the Act incorporating the Company, being chapter 120 of the statutes of 1887, is hereby repealed, and the following is substituted therefor:— 1887, c. 120,
s. 23 amended.

"**23.** The directors of the Company, after the sanction of the shareholders has been first obtained at a special general meeting called for such purpose, at which shareholders representing at least two-thirds in value of the subscribed capital Bond issue.
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stock of the Company are present in person or represented by proxy, may issue bonds, debentures or other securities under the seal of the Company, countersigned by the president or other presiding officer, and by the secretary, for the purpose of raising money for prosecuting and operating the undertaking of the Company; and the directors may sell or pledge all or any of the said bonds, debentures or other securities at the best price and upon the best terms and conditions which, from time to time, they may be able to obtain in order to raise money for the purposes of the Company.

Amount of bonds.

"2. No such bond, debenture or other security shall be for a less sum than one hundred dollars.

How secured.

"3. The power of issuing such bonds, debentures and other securities shall not be exhausted by the first issue, but may be exercised from time to time; and the Company may secure such bonds, debentures or other securities by deeds creating such mortgages, charges and encumbrances upon the whole of the property, assets, rents, revenues, rights and franchises of the Company, present or future, or both, as are described in such deeds; and by such deeds the Company may grant to the holders of such bonds, debentures or other securities, or to the trustees named in such deeds, such rights, powers and remedies in case of default as may be agreed on, including the right to attend and vote at any annual or special general meeting of shareholders of the Company, and to be elected directors of the Company. Provided always, that there shall be no issue of bonds until at least one hundred thousand dollars of the capital stock of the Company has been paid up and deposited in some chartered bank, to be withdrawn only for the purposes of the Company."

Proviso.

Provision as to Niagara Falls Park.

"4. None of the works authorized by the said chapter 120 of the statutes of 1887, or by any other Act relating to the Company, or by this Act, shall be constructed within the limits of the Queen Victoria Niagara Falls Park; and none of the powers given by such Acts, or either of them, shall be exercised within the limits of the said park, except with the consent of the Lieutenant Governor of Ontario in Council, and of the commissioners of the said park.



62-63 VICTORIA.

CHAP. 106.

An Act respecting the Canadian Railway Accident Insurance Company.

[Assented to 10th July, 1899.]

WHEREAS the Canadian Railway Accident Insurance Company has, by its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition : Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows :—

1. Section 5 of chapter 118 of the statutes of 1894 is hereby repealed, and the following is substituted therefor :—

“5. The Company may make and effect contracts of insurance with any person against any accident or casualty of whatsoever nature or from whatsoever cause arising to individuals, whereby the insured may suffer loss or injury or be disabled, including sickness not ending in death, or in case of death from any accident or casualty, not including sickness, securing to the representative of the person assured the payment of a certain sum of money, upon such terms and conditions as are agreed upon ; and in like manner may also make and effect contracts of indemnity with any person against claims and demands of the workmen and employees of such person, or of the legal representatives of such workmen and employees, with respect to accidents or casualties of whatever nature or from whatever cause arising, whereby the insured suffers pecuniary loss or damage or incurs costs and expenses.”

2. Section 9 of the said Act is hereby repealed, and the following is substituted therefor :—

“9. The affairs of the Company shall be managed by a board of not less than seven and not more than twenty directors.

Quorum.

“ 2. If the board consists of not more than twelve directors, a majority of such board shall form a quorum, but if it consists of more than twelve, not less than seven shall form a quorum.”

OTTAWA : Printed by SAMUEL EDWARD DAWSON, Law Printer to the Queen's
most Excellent Majesty.



62-63 VICTORIA.

CHAP. 107.

An Act respecting the Canadian Railway Fire Insurance Company, and to change its name to the Dominion Fire Insurance Company.

[Assented to 11th August, 1899.]

WHEREAS the Canadian Railway Fire Insurance Company was incorporated by chapter 119 of the statutes of 1894, but from unavoidable circumstances it was impossible for the said company to obtain from the Minister of Finance a license under the provisions of *The Insurance Act*, within the period of two years fixed by section 24 of the said last mentioned Act; and whereas Alexander A. Henderson and others have, by their petition, prayed that an Act be passed incorporating anew the said company and changing its name, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. Albert Hudson, Alexander A. Henderson, William H. Wood, William Prenter, William H. Colborne, John T. Phealen, William Hughes, John W. McRae, Honourable E. H. Bronson, Ezra B. Eddy, Thomas Birkett, William Scott, William Anderson, Robert Orr and Fred. A. McGuinness, all of the city of Ottawa, William Page of Brockville, Charles Pope of Rat Portage, L. D. Jillett of St. Thomas and George Mills of Toronto, in the province of Ontario; Ash. Kennedy of Winnipeg, in the province of Manitoba; Thomas McKenna of St. John, in the province of New Brunswick; David Hopkins of the city of Ottawa; John Scott of Toronto Junction, John M. Dudley of Carleton Place, Richard Fitzgerald and Thomas Lawrey of St. Thomas, James Ryan, George Reid and M. C. Carey of Rat Portage, in the province of Ontario; Charles Lalumière of Montreal, in the province of Quebec; and Edward E. Austin of Kamloops, in the province of British Columbia; together with such persons as become shareholders in the company, are hereby incorporated under the name of "The Dominion Fire Insurance Company," hereinafter called "the Company."

Preamble.
1894, c. 119.

R.S.C., c. 124.

Incorporation.

Corporate name.

Provisional directors.

2. The said Alexander A. Henderson, William H. Wood, William H. Colborne, John T. Phealen, William Hughes, John W. McRae, Ezra B. Eddy, Thomas Birkett, William Scott, William Anderson, Robert Orr and William Page, are hereby constituted provisional directors of the Company, a majority of whom shall be a quorum, and they may forthwith open stock books, procure subscriptions of stock for the undertaking, make calls on stock subscribed and receive payments thereon, and shall deposit in a chartered bank in Canada all moneys received by them on account of stock subscribed or otherwise received by them on account of the Company and withdraw the same for the purposes only of the Company, and may do generally whatever is necessary to organize the Company.

Powers.

Capital stock.

3. The capital stock of the Company shall be one million dollars, divided into shares of one hundred dollars each.

How payable.

2. The shares of the capital stock subscribed for shall be paid by such instalments and at such times and places as the directors appoint; the first instalment shall not exceed twenty per cent, and no subsequent instalment shall exceed ten per cent, and not less than thirty days' notice of the calling of each such subsequent instalment shall be given; provided that the Company shall not commence the business of insurance until at least eighty thousand dollars of capital stock have been paid in cash into the funds of the Company to be appropriated only for the purposes of the Company under this Act, and that within one year thereafter at least eighty thousand dollars of additional capital shall be called up and paid in; provided further, that the amount so paid in by any shareholder shall not be less than ten per cent upon the amount subscribed by such shareholder.

When business may commence.

Increase of capital.

3. The directors may, after the whole capital stock has been subscribed, and fifty per cent paid thereon in cash, increase the amount of the capital stock at any time, or from time to time, to an amount not exceeding two million dollars; but the stock shall not be increased until the resolution of the board of directors authorizing such increase has first been submitted to and confirmed by two-thirds in value of the shareholders present or represented by proxy at a special general meeting of the shareholders duly called for that purpose.

Head office.

4. The head office of the Company shall be in the city of Ottawa, in the province of Ontario, and branches, sub-boards, or agencies may be established and maintained either within

Branch offices.

Canada or elsewhere, in such manner as the directors from time to time appoint.

Election of directors.

5. So soon as three hundred thousand dollars of the capital stock of the Company have been subscribed, and fifteen per cent of that amount paid into some chartered bank in Canada, the

provisional directors shall call a meeting of the shareholders of the Company at some place to be named in the said city of Ottawa, at which meeting the shareholders present or represented by proxy who have paid not less than fifteen per cent on the amount of shares subscribed for by them shall elect directors of the Company.

2. The affairs of the Company shall be managed by a board of not less than seven and not more than twenty directors, a majority of whom shall be a quorum.

Number and quorum.

3. No person shall be a director unless he holds in his own name and for his own use at least twenty shares of the capital stock of the Company and has paid all calls due thereon and all liabilities incurred by him to the Company.

Qualification of directors.

6. A general meeting of the Company shall be called once in each year, after the organization of the Company and commencement of business, at its head office, and at such meeting a statement of the affairs of the Company shall be submitted; and special general or extraordinary meetings may at any time be called by any five of the directors or by requisition of any twenty-five shareholders specifying in the notice the object of such meeting.

Annual general meeting.

Special meetings.

2. Notice of each such meeting shall be sufficiently given by printed or written notice to each of the shareholders mailed at least twenty days before the day for which the meeting is called and addressed to the addresses of the shareholders respectively given in the books of the Company.

Notice of general meetings.

7. The Company may make and effect contracts of insurance with any person against loss or damage by fire or lightning in or to any houses, dwellings, stores or other buildings and to any goods, chattels, railway plant or personal estate, for such time and for such premiums or considerations and under such modifications and restrictions and upon such conditions as are agreed upon between the Company and the insured.

Business of Company.

2. The Company may also cause itself to be insured against any risk it may have undertaken in the course of its business.

Re-insurance.

8. The Company may invest its funds in the debentures, bonds, stocks or other securities of Canada, or of any province of Canada, or of any municipal corporation in Canada, or in debentures of any building society, loan or investment company, or on the security of any of the said debentures, bonds, stocks or securities, or on the security of paid-up shares of any building society, loan or investment company, and whether such debentures, bonds, stocks, securities or shares are assigned absolutely or conditionally, or by assignment in the nature of a charge or mortgage thereon, to the Company, or to any officer of the Company, or other person in trust for the Company, and in or on the public consols, stocks, debentures, bonds or other securities of the United Kingdom or the United

Investment powers.

States, or on the security of real estate, or in or on mortgage security thereon, or on the security of leaseholds for terms of years, or in ground rents on real estate or other estate or interest in real property or mortgage security thereon, and may take, receive and hold all or any of such securities in the name of the Company or in the name of trustees as aforesaid for the Company, whether for funds invested by being advanced or paid in the purchase of such securities or loaned by the Company on the security of any of such classes of property ^{above referred to.}

Terms of investment.

2. Any investment or loan above authorized to be made may be on such terms and conditions and in such manner and at such times and for such sums and in such sums of repayment, whether of principal or interest or principal and interest as the directors from time to time determine, and either in satisfaction of, or as collateral security for debts due to the Company or judgments recovered against any person or in security for the payment thereof or of any part thereof.

Additional security.

3. The Company may also take any additional security of any nature to further secure the repayment of any liability to the Company or to further secure the sufficiency of any of the securities upon which the Company is by this section authorized to lend any of its funds.

Foreign investments.

9. The Company may invest or deposit such portion of its funds in foreign securities as is necessary for the maintenance of any foreign branch.

Limitation of time for holding real estate.

10. The Company may hold such real estate as is mortgaged to it by way of security or conveyed to it in satisfaction of debts or judgments recovered: Provided that no parcel of land or interest therein at any time acquired by the Company and not required for its actual use and occupation or held by way of security, shall be held by the Company, or by any trustee on its behalf, for a longer period than seven years after the acquisition thereof, but shall be absolutely sold and disposed of, so that the Company shall no longer retain any interest therein unless by way of security; and any such parcel of land or any interest therein not within the exceptions hereinbefore mentioned, which has been held by the Company for a longer period than seven years without being disposed of, shall be forfeited to Her Majesty: Provided that the Governor in Council may extend the said period from time to time, not exceeding in the whole twelve years: And provided further that no such forfeiture shall take effect or be enforced until the expiration of at least six calendar months after notice in writing to the Company of the intention of Her Majesty to claim such forfeiture; and the Company shall, when required, give the Minister of Finance and Receiver General a full and correct statement of all lands at the date of such statement held by, or in trust for, the Company, and subject to these provisos.

Forfeiture.

Enforcement of forfeiture.

Statement to be furnished.

11. *The Companies Clauses Act*, except sections 18 and 39 R.S.C., c. 118. thereof, shall apply to the Company.

12. This Act, and the Company, and the exercise of the powers hereby conferred, shall be subject to the provisions of *The Insurance Act*. R.S.C., c. 124.

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62-63 VICTORIA.

CHAP. 108.

An Act respecting the Dominion of Canada Guarantee and Accident Insurance Company.

[Assented to 10th July, 1899.]

WHEREAS the Dominion of Canada Guarantee and Accident Insurance Company has, by its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Preamble.

1. Section 1 of chapter 105 of the statutes of 1887 is hereby amended by adding after the word "disabled" at the end of the thirteenth line of the said section the words "including sickness not ending in death," and by adding after the word "accident" in the fourteenth line of the said section, the words "or casualty not including sickness."

1887, c. 105, s. 1 amended.
Business of Company.

2. The Dominion of Canada Guarantee and Accident Insurance Company shall not make and effect contracts of insurance with any person against sickness not ending in death until a further amount of not less than ten thousand dollars of capital stock has been paid in cash into the funds of the Company.

Insurance against sickness, condition as to.

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62-63 VICTORIA.

CHAP. 109.

An Act respecting the Dominion Permanent Loan Company.

[Assented to 11th August, 1899.]

WHEREAS the Dominion Permanent Loan Company has, Preamble.
by its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. Section 2 of chapter 85 of the statutes of 1897 is hereby 1897, c. 85,
s. 2, repealed.
repealed.

2. The Dominion Permanent Loan Company, hereinafter called "the Company," may borrow money and receive money on deposit upon such terms as to interest, security and otherwise as may be agreed on, and may issue its bonds, debentures, debenture stock and other securities for moneys borrowed; provided that the total of the Company's liabilities to the public outstanding from time to time shall not exceed four times the amount paid up on its capital stock; and provided further that the amount held on deposit shall not at any time exceed the aggregate amount of its then actually paid-up and unimpaired capital, and of its cash actually in hand, or deposited in any chartered bank in Canada, and belonging to the Company. Borrowing powers.
Limitation of liabilities and money deposits.

3. The Company may lend money on the security of, or purchase, or invest in,— Investment powers.

(a.) mortgages or hypothecs upon freehold or leasehold real estate, or other immovables; Mortgages.

(b.) debentures, bonds, stocks and other securities of any government, municipal or school corporation, chartered bank or company incorporated by or under the authority of the Parliament of Canada, or of the legislature of any former, present or future province of Canada; provided that the Com-

Collateral
security.

Stock of
similar
company.

pany shall not lend upon the security of, or purchase or invest in, bills of exchange or promissory notes ; provided also that the Company may take personal securities as collateral for any advance made, or to be made, or for any debt due to the Company ; and provided further that the Company shall not invest in, or lend money upon, the security of the stock of any other loan company.

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62-63 VICTORIA.

CHAP. 110.

An Act respecting the Eastern Trust Company.

[Assented to 10th July, 1899.]

WHEREAS the Eastern Trust Company has, by its petition, Preamble.
prayed that it be enacted as hereinafter set forth, and
it is expedient to grant the prayer of the said petition: There-
fore Her Majesty, by and with the advice and consent of the
Senate and House of Commons of Canada, enacts as follows:—

1. Section 4 of chapter 84 of the statutes of 1893 is hereby 1893, c. 84,
s. 4 amended.
amended by adding thereto the following paragraph:—

“(d.) provided further that the Company may invest trust
funds in any other securities in which trustees are, at the time
of such investment, authorized under the statutes of any Investment
of funds.
province of Canada to invest trust funds, if the trust whose
funds are to be invested was created

“(i.) by or under the provision of an Act of the legislature
of such province, or

“(ii.) by a deed or other instrument in writing made by a
person domiciled in such province when such deed or other
instrument was executed, or

“(iii.) by the will of a person domiciled at the time of his
death in such province.”

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62-63 VICTORIA.

CHAP. III.

An Act respecting the General Trust Corporation of Canada, and to change its name to the Canada Trust Company.

[Assented to 11th August, 1899.]

WHEREAS the General Trust Corporation of Canada has, Preamble.
by its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. The name of the General Trust Corporation of Canada, Name changed.
hereinafter called "the Corporation," is hereby changed to "The Canada Trust Company," but such change in name shall Existing rights not affected.
not in any way impair, alter or affect the rights or liabilities of the Corporation, nor in any wise affect any suit or proceeding now pending, or judgment existing either by, or in favour of, or against the Corporation, which, notwithstanding such change in the name of the Corporation, may be prosecuted, continued, completed and enforced as if this Act had not been passed.

2. Section 2 of chapter 115 of the statutes of 1894 is hereby 1894, c. 115, s. 2 amended.
amended by adding the following subsection thereto:—

"2. The Corporation may change its head office to such Head office may be changed.
place in Canada as may be determined upon by a resolution adopted by a majority in number and amount of the shareholders present or represented by proxy at a meeting specially called for the purpose of considering such resolution."

3. Section 10 of the said Act is hereby amended by adding Section 10 amended.
the following subsection thereto:—

"2. The Corporation may invest any moneys other than Investments.
trust moneys in, or on the security of, the debentures, bonds, Moneys not held in trust.
stock and other securities of any government, or municipal corporation, or of any chartered bank or company incorporated by or under the authority of the Parliament of Canada or of
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Proviso. the legislature of any former, present or future province of Canada ; provided that the Corporation shall not invest in or lend money upon the security of the stock of any other trust company."

Section 12 repealed. 4. Section 12 of the said Act is hereby repealed, and the following is substituted therefor :—

New s. 12. "12. The capital stock of the Corporation shall be two hundred thousand dollars, divided into shares of one hundred dollars each, but the Corporation may, after the whole capital stock has been subscribed and fifty per cent has been paid thereon in cash, from time to time, increase the capital stock to an amount not exceeding five million dollars, divided into shares of one hundred dollars each.

Increase of capital. Approval of shareholders. "2. Such increase shall be by a resolution adopted by two-thirds of the votes at a special general meeting of the shareholders duly called for the purpose of considering it,—at which meeting shareholders representing at least two-thirds in value of the subscribed stock are present or represented by proxy,—and such resolution may prescribe the manner in which such new shares may be allotted, otherwise the control of the allotment shall be as provided in section 16 of *The Companies Clauses Act*."

R.S.C., 118.

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62-63 VICTORIA.

CHAP. 112.

An Act respecting the Guarantee and Pension Fund Society of the Dominion Bank, and to change its name to the Pension Fund Society of the Dominion Bank.

[Assented to 10th July, 1899.]

WHEREAS the Dominion Bank and its employees have, by their petition, represented that they are desirous of discontinuing the giving of security to the said bank for the good conduct of its employees out of the fund referred to in chapter 55 of the statutes of 1887, and desire to confine the said fund to the payment of pensions, and to providing for the support of officers and employees of the said bank under the conditions set forth in the said Act, and have prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Preamble.
1887, c. 55.

1. The name of the Guarantee and Pension Fund Society of the Dominion Bank is hereby changed to "The Pension Fund Society of the Dominion Bank," but such change in name shall not in any way impair, alter or affect the rights or liabilities of the said Society nor in any wise affect any suit or proceeding now pending or judgment existing either by or in favour of or against the said Society, which, notwithstanding such change in the name of the said Society may be prosecuted, continued, completed and enforced as if this Act had not been passed.

Name changed.
Existing rights preserved.

2. The fund described in the said Act as the Guarantee and Pension Fund shall hereafter be known as the Pension Fund, and shall not be applied for giving security to the said bank for the good conduct of the members of the said Society, but shall be used exclusively as a pension fund under the provisions of the said Act.

Name of fund.
Application of fund.



62-63 VICTORIA.

CHAP. 113.

An Act respecting the Hamilton Powder Company.

[Assented to 10th July, 1899.]

WHEREAS the Hamilton Powder Company has, by its Preamble. petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. Notwithstanding the provisions of section 2 of chapter 73 of the statutes of 1862 of the late province of Canada, or 1862, c. 73, 1896 (2nd Sess.) c. 15. section 1 of chapter 15 of the statutes of 1896 (Second Session), the Hamilton Powder Company may increase its capital stock Increase of capital. to one million dollars by the issue of fourteen hundred new shares of the value of five hundred dollars each. The said shares shall be issued on such terms and conditions as are determined by a majority of the shareholders present or represented by proxy at a special general meeting of the shareholders duly called for that purpose; provided however that the stock shall not be increased until the resolution of the board Approval of shareholders. of directors authorizing such increase has first been passed and approved of by the votes of shareholders representing at least two-thirds in value of the subscribed stock of the Company, present or represented by proxy at a special general meeting duly called for that purpose.

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62-63 VICTORIA.

CHAP. 114.

An Act respecting the Home Life Association of Canada.

[Assented to 10th July, 1899.]

WHEREAS the Home Life Association of Canada has, by its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Preamble.

1. The affairs of the Home Life Association of Canada, hereinafter called "the Association," shall be managed by a board of not less than eleven, nor more than twenty-five directors, of whom a majority shall be a quorum.

Number of directors.

2. No person shall be a director unless he is a shareholder owning at least fifty shares of the capital stock absolutely, in his own right, and has paid all calls due thereon, and all liabilities incurred by him to the Association.

Qualification of directors.

2. The present directors shall continue to be the directors of the Association until the next annual general meeting, and the present president and vice-president shall continue as such until replaced by others.

Present directors to continue.

2. The said directors may forthwith open stock books, procure subscriptions of stock for the undertaking, make calls on stock subscribed, and receive payments thereon, and shall deposit in a chartered bank in Canada all moneys received by them on account of the Association, and withdraw the same for the purposes only of the Association, and may do generally what is necessary to reorganize the Association in accordance with the terms of this Act.

Powers of directors.

3. The first call shall not exceed twenty per cent on the shares subscribed, and no subsequent call shall exceed ten per cent, and not less than thirty days' notice of any call shall be given; provided that the Association shall not commence the business of insurance authorized by this Act until seventy thousand dollars of capital stock have been paid in cash into

Calls on stock.
When business may be commenced.

the funds of the Association, to be appropriated only for the purposes of the Association under this Act; provided further, that the amount so paid in by any shareholder shall not be less than ten per cent on the amount subscribed by such shareholder.

- Capital stock. **3.** The capital stock of the Association shall be one million dollars, divided into shares of one hundred dollars each.
- Increase of capital. **4.** The directors may, after the capital stock has been subscribed, and five hundred thousand dollars have been paid thereon in cash, increase the amount of the capital stock at any time, to an amount not exceeding two million dollars; but the stock shall not be increased until the resolution of the board of directors authorizing such increase has been first submitted to and confirmed by a majority of the shareholders representing at least two-thirds in value of the subscribed stock of the Association present at a special general meeting of the shareholders duly called for that purpose.
- Confirmation by shareholders.
- Head office. **5.** The head office of the Association shall be in the city of Toronto, and the directors may, from time to time, establish sub-boards, branches or agencies in such manner as the directors from time to time appoint.
- Branch offices.
- Annual general meeting. **6.** The annual general meeting of the Association shall be held at the head office on the second Tuesday in February in each year, or on any subsequent day that the directors may by resolution appoint, and at such meeting a statement of the affairs of the Association shall be submitted by the directors.
- Business of Association. **7.** The Association may effect contracts of life insurance with any person, and may grant, sell or purchase annuities, grant endowments, and generally carry on the business of life insurance in all its branches and forms.
- Investment powers. **8.** The Association may invest its funds in debentures, bonds, stocks or other securities of the Dominion of Canada, or of any province thereof, or of any municipal or school corporation of Canada; or in the bonds or debentures of any building society, loan or investment company, water works company, gas company, street railway company, electric railway company (every such society or company being incorporated in Canada); or may loan on the security of any of the said debentures, bonds, stocks or securities, or on the security of the paid-up shares of any of the companies above mentioned (provided that any loan upon the security of any such shares shall not exceed ninety per cent of the market value of such shares); or on the security of real estate, or mortgage security thereon, or on the security of leaseholds for a term of years, or other estate or interest in real property or mortgage security thereon, in any province of Canada; or invest in or loan on policies issued by

the Association or by other companies ; or invest in the purchase of ground rents ; or invest in or loan upon the stock, bonds or debentures of the United States, or of any state thereof, or of any municipality in the United Kingdom, or in the United States, or any state thereof, or in or on mortgages on real estate therein (but the amount so invested in the United States shall not at any time exceed the reserve upon all outstanding policies in force in the United States, and the amount so invested in the United Kingdom shall not at any time exceed the reserve upon all outstanding policies in force in the United Kingdom, and such reserve in each case shall be calculated upon the basis prescribed by *The Insurance Act*) ; and may change and re-invest the same as occasion from time to time requires ; and may take, and hold any of such securities in the corporate name of the Association, or in the name of trustees for the Association appointed by the directors, whether for funds invested by being advanced or paid in the purchase of such securities, or loaned by the Association on the security of the said debentures, bonds, stocks, mortgages or other securities as aforesaid, such loans to be on such terms and conditions, and in such manner and at such times and for such sums, and in such sums of repayment, whether of principal or interest, or principal and interest together, and at such interest and return, as the directors may, from time to time, determine and direct, and whether they are taken absolutely or conditionally or as collateral security, or whether such securities are taken in satisfaction of debts due to the Association, or judgments recovered against any person in its behalf, or in security for the payment of the same or of any part thereof ; provided, further, that the Association may take any additional securities of any nature to further secure the repayment of any liability to the Association or to further secure the sufficiency of any of the securities upon which the Association is hereby authorized to invest or lend any of its funds.

9. The Association may invest or deposit such portion of its funds in foreign securities as is necessary for the maintenance of any foreign branch. Foreign securities.

10. The Association may hold such real estate as is bona fide mortgaged to it by way of security, or conveyed to it in satisfaction of debts, or of judgments recovered ; provided always that no parcel of land or interest therein at any time acquired by the Association, and not required for its actual use and occupation, or not held by way of security, shall be held by the Association, or by any trustee on its behalf, for a longer period than seven years after the acquisition thereof, but shall be absolutely sold and disposed of, so that the Association shall no longer retain any interest therein unless by way of security ; and any such parcel of land, or any Real estate may be held.
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Proviso.

interest therein not within the exceptions hereinbefore mentioned, which has been held by the Association for a longer period than seven years without being disposed of, shall be forfeited to Her Majesty for the use of Canada ; provided that the Governor in Council may extend the said period from time to time, for a period not exceeding in the whole twelve years ; provided further that no such forfeiture shall take effect or be enforced until the expiration of at least six calendar months after notice in writing to the Association of the intention of Her Majesty to claim such forfeiture ; and the Association shall, when required, give to the Governor in Council a full and correct statement of all lands at the date of such statement held by the Association, or in trust for the Association, and subject to these provisos.

Value of real estate held limited.

11. The Association may also acquire, hold, alienate, convey and mortgage any real estate required in part or wholly for the use and accommodation of the Association, but the annual value thereof shall not, in any province of Canada, exceed ten thousand dollars, except in the province of Ontario where it shall not exceed twenty thousand dollars.

How profits may be divided.

12. The directors may, from time to time, set apart such proportion of the net profits as they deem safe and proper, for distribution as dividends or bonuses to shareholders and holders of participating policies, ascertaining the part thereof which has been derived from participating policies, and distinguishing such parts from the profits derived from other sources ; and the holders of participating policies shall be entitled to share in that portion of the profits so set apart, which has been so distinguished as having been derived from participating policies, to the extent of not less than ninety per cent thereof ; but no dividend or bonus shall, at any time, be declared or paid out of estimated profits, and the portion of such profits which remain undivided upon the declaration of a dividend shall never be less than one-fifth of the dividend declared.

Paid-up policies.

13. Whenever any holder of a policy issued after the passing of this Act, other than a term or natural premium policy, shall have paid three or more annual premiums thereon, and shall fail to pay any further premium, or shall desire to surrender the policy, the premiums paid shall not be forfeited, but he shall be entitled to receive a paid-up commuted policy for such sum as the directors may determine, such sum to be ascertained upon principles to be adopted by by-laws ; or the directors may pay a sum as a cash surrender value in lieu of such paid-up commuted policy, provided he shall demand such paid-up commuted policy, or such cash payment, while the original policy is in force, or within twelve months after his failure to pay a premium thereon.

14. All persons who are actual holders of policies from the Association, whether such persons are shareholders of the Association or not, and who are by the terms of their policies entitled to participate in profits, and are referred to in this Act as holders of participating policies, shall be members of the Association, and shall be entitled to attend and vote in person or by proxy at all general meetings of the Association except at those called for the purpose of increasing the capital stock of the Association (and shall not be entitled to vote by way of confirmation or against the confirmation of any by-law for the increase, issue, allotment, or sale of capital stock of the Association); and every holder of a participating policy of the Association for a sum not less than one thousand dollars shall be entitled to one vote for each one thousand dollars in his policy.

Rights of holders of participating policies.

2. A husband or father holding a participating policy on his life for the benefit of his wife or children shall be deemed a member of the Association.

Policy for benefit of wife or child.

15. The Association shall repay to the holders of the guarantee fund raised by the Association the amounts respectively paid in by them, or shall issue shares of the capital stock to such holders equal to the amounts so respectively paid in by them, so that for each twenty dollars paid in such holder shall be entitled to one share, upon which twenty per cent shall be paid up.

Repayment of guarantee fund.

16. Nothing in this Act contained, or done in pursuance hereof, shall take away or prejudice any claim, demand, right, security, cause of action, or complaint which any member or person has against the Association, or shall relieve the Association from the payment or performance of any debt, liability, obligation, contract or duty.

Existing rights preserved.

17. Sections 2 to 14, both inclusive, of chapter 46 of the statutes of 1890, incorporating the Association, are hereby repealed.

1890, c. 46, ss. 2 to 14 repealed.

18. This Act, and the Association, and the exercise of the powers hereby conferred, shall be subject to the provisions of *The Insurance Act*.

R.S.C., c. 124.

19. Notwithstanding anything contained therein or in any other Act, *The Companies Clauses Act*, except sections 18 and 39 thereof, shall extend and apply to the Association, and shall be incorporated with and form part of this Act, in so far as it is not inconsistent with any of the provisions herein contained.

R.S.C., c. 118.



62-63 VICTORIA.

CHAP. 115.

An Act respecting the Huron and Erie Loan and Savings Company.

[Assented to 10th July, 1899.]

WHEREAS the Huron and Erie Loan and Savings Company Preamble. has, by its petition, prayed that it be enacted as herein-after set forth, and it is expedient to grant the prayer of the said petition : Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows :—

1. Section 2 of chapter 49 of the statutes of 1896 (First 1896 (1st Sess.) Session) is hereby repealed, and the following is substituted c. 49, s. 2 therefor :— amended.

“ 2. The aggregate amount of the said Company’s liabilities Amount of to the public outstanding from time to time shall not exceed liabilities four times the amount paid upon its capital stock, but the limited. amount of cash on hand or deposited in chartered banks, and belonging to the said Company, shall be deducted from such total liabilities for the purposes of this section ; provided always that the amount held on deposit shall not at any time exceed the aggregate amount of the said Company’s then actually paid-up and unimpaired capital, and of its cash actually on hand or deposited in any chartered bank in Canada and belonging to the said Company ; provided nevertheless that the extent to which the increased borrowing power hereby conferred is exercised by the said Company in any year shall bear no greater proportion to the whole additional borrowing power conferred by this Act upon the said Company, than the amount of the debentures of the said Company paid off or renewed during such year shall bear to the whole present debenture debt of the said Company.”

2. The said Company may lend money on the security of, Investment or purchase or invest in,— powers.

(a.) mortgages or hypothecs upon freehold or leasehold real Mortgages. estate or other immovables ;

Debentures,
etc.

(b.) the debentures, bonds, stocks and other securities of any government, or any municipal or school corporation, or of any chartered bank (to the extent of not more than twenty per cent of the paid-up capital stock of any such bank) or incorporated company, if incorporated by or under the authority of the Parliament of Canada, or of the legislature of any former, or present or future province of Canada ; provided that the said Company shall not lend upon the security of, or purchase or invest in bills of exchange or promissory notes ;

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62-63 VICTORIA.

CHAP. 116.

An Act incorporating the Imperial Loan and Investment Company of Canada.

[Assented to 11th August, 1899.]

WHEREAS the Imperial Loan and Investment Company of Canada (Limited) was incorporated by letters patent under the Great Seal of the Dominion of Canada, dated the eleventh day of June, one thousand eight hundred and eighty-one, issued under *The Canada Joint Stock Companies Act*, 1877, c. 43, and whereas the said Company has by its petition represented that it is desirous of having its shareholders incorporated by an Act of the Parliament of Canada as a company for the purposes of carrying on business anywhere in the Dominion of Canada, and has prayed for such incorporation, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. The shareholders of the said "The Imperial Loan and Investment Company of Canada, Limited" (hereinafter referred to as the "old Company"), and such others as may hereafter become shareholders in the Company hereby incorporated (hereinafter referred to as the "new Company"), are hereby constituted a body corporate, under the name of "The Imperial Loan and Investment Company of Canada," for the purposes, and with the rights and powers, and subject to the obligations and restrictions hereinafter declared.

Incorporation of new Company.

Corporate name.

2. The capital stock of the new Company shall be one million dollars, divided into ten thousand shares of one hundred dollars each.

Capital and shares.

3. The shareholders of the old Company are hereby declared to be holders respectively of shares in the new Company to the same extent, and with the same amounts paid up thereon, as they are holders respectively of shares in the old Company.

Shares in old Company converted.

Officers. 4. The president, vice-presidents and directors of the old Company shall respectively be the president, vice-presidents and directors of the new Company until their successors are appointed.

By-laws. 5. The by-laws, rules, and regulations of the old Company lawfully enacted shall be the by-laws, rules and regulations of the new Company, subject to repeal, amendment or other change lawfully made.

Liability for obligations of old Company. 6. The new Company shall be liable for and subject to, and shall pay, discharge, carry out and perform, all the debts, liabilities, obligations, contracts and duties of the old Company; and any person having any claim, demand, right, cause of action or complaint against the old Company, or to whom the old Company is under any obligation, liability, contract or duty, shall have the same rights and powers with respect thereto and to the collection and enforcement thereof from and against the new Company, its directors and shareholders, as such person has against the old Company, its directors and shareholders.

Existing rights preserved. 7. Nothing in this Act contained, or done in pursuance hereof, shall take away or prejudice any claim, demand, right, security, cause of action or complaint which any person has against the old Company or its directors or shareholders, or shall relieve the old Company, its directors or shareholders, from the performance of any debt, liability, obligation, contract or duty.

Acquisition of old Company's assets. 8. The new Company may acquire all the assets, rights, credits, effects, and property, real, personal, and mixed, of whatever kind and wheresoever situated, belonging to the old Company or to which it is or may be or become entitled, and a conveyance and assignment thereof, in the form of the schedule to this Act or to the like effect, shall be sufficient.

Securities for investments. 9. The new Company shall have power to lend money on security of, or purchase or invest in,—
(a.) mortgages or hypothecs upon freehold or leasehold real estate, or other immovables;
(b.) the debentures, bonds, stocks and other securities of any government or any municipal corporation or school corporation, or of any chartered bank (to the extent of not more than twenty per cent of the paid-up capital stock of any such bank) or incorporated company, if incorporated by or under the authority of the Parliament of Canada or of the legislature of any former or present or future province of Canada; provided that the new Company shall not lend upon the security of, or purchase or invest in bills of exchange or promissory notes; and provided also that the new Company

shall not invest in nor loan money upon the security of the stock of any other loan company.

10. The new Company may borrow money, and receive money on deposit, upon such terms as to interest, security and otherwise as may be agreed on, and may issue its bonds, debentures and other securities for moneys borrowed; provided always that the total of the new Company's liabilities to the public outstanding from time to time shall not exceed four times the amount paid up on its capital stock; and provided further that the amount held on deposit shall not at any time exceed the aggregate amount of its then actually paid-up and unimpaired capital and of its cash actually in hand or deposited in any chartered bank in Canada and belonging to the new Company.

Borrowing powers.

Limitation.

11. The liabilities of the old Company assumed by the new Company shall form part of the total liabilities of the new Company to the public for the purposes of the last preceding section, but the amount of cash on hand or deposited in chartered banks and belonging to the new Company shall be deducted from such total liabilities for the purposes of said section.

Liabilities of old Company included.

12. So long as the new Company is indebted for money received upon deposit, its total assets over and above the value of its real estate and its mortgages or hypothecs upon freehold or leasehold real estate or immovables shall be equal to at least twenty per cent of its indebtedness in respect of such money.

Limitation to holding real estate.

13. The affairs of the new Company shall be managed by a board of not less than seven directors.

Directors.

14. The head office of the new Company shall be at the city of Toronto, province of Ontario, or in such other place in Canada as the directors may from time to time determine by a by-law confirmed at a special general meeting of the new Company duly called for the purpose of considering the same.

Head office.

15. The directors of the new Company may, with the consent of the shareholders at a special general meeting duly called for the purpose, create and issue debenture stock in such amounts, and manner, on such terms, and bearing such rate of interest, as the directors from time to time think proper, but such debenture stock shall be treated and considered as part of the ordinary debenture debt of the new Company, and shall be included in estimating the new Company's liabilities to the public under section 10 of this Act, and such debenture stock shall rank equally with such ordinary debenture debt, and no greater rights or privileges shall

Debenture stock.

Limitation.

Ranking.

shall be conferred upon holders of debenture stock in respect thereof than are held or enjoyed by holders of ordinary debentures of the new Company.

Registration of debenture stock.

16. The debenture stock aforesaid shall be entered by the new Company in a register to be kept for that purpose in the head office of the new Company, wherein shall be set forth the names and addresses of those from time to time entitled thereto, with the respective amounts of the said stock to which they are respectively entitled, and such stock shall be transferable in such amounts and in such manner as the directors may determine. The said register shall be accessible for inspection and perusal at all reasonable times to every debenture-holder, mortgagee, bondholder, debenture-stockholder and shareholder of the Company without the payment of any fee or charge.

Transfer of debenture stock.

17. All transfers of debenture stock of the new Company shall be registered at the head office of the new Company, and not elsewhere, but the said transfers may be left with such agent or agents in the United Kingdom of Great Britain and Ireland as the new Company appoints for that purpose, for transmission to the new Company's head office for registration.

Exchange of ordinary debentures.

18. The holders of the ordinary debentures of the new Company may, with the consent of the directors, at any time exchange such debentures for debenture stock.

Cancellation of debenture stock.

19. The new Company having issued debenture stock may, from time to time, as it thinks fit, and for the interest of the new Company, but only with the consent of the holders thereof, buy up and cancel the said debenture stock or any portion thereof.

Agencies.

20. The new Company may have an agency or agencies in any city or cities in England, Scotland or Ireland, and any by-law passed establishing such agency shall not be altered or repealed excepting by a vote of the shareholders present or represented by proxy at a special meeting to be called for that purpose, and holding not less than two-thirds of the issued capital stock of the Company represented at such meeting; nor unless the notice calling such meeting be published once a week for four consecutive weeks in a daily newspaper in each city in England, Scotland and Ireland where the new Company has an agency.

No liability on trusts.

21. The new Company shall not be bound to see to the execution of any trust, whether expressed, implied or constructive, to which any share or shares of its stock or debenture stock, or to which any deposit or any other moneys payable by or in the hands of the new Company may be subject;

and the receipt of the party or parties in whose name such share or shares, debenture stock or moneys stand in the books of the new Company shall, from time to time, be sufficient discharge to the new Company for the payment of any kind made in respect of such share or shares, stock or moneys, notwithstanding any trust to which the same may then be subject, and whether or not the new Company has had notice of such trust; and the new Company shall not be bound to see to the application of the money paid upon such receipt.

22. No parcel of land, or interest therein at any time acquired by the new Company and not required for its actual use and occupation, or not held by way of security, shall be held by the new Company, or by any trustee on its behalf, for a longer period than ten years after the acquisition thereof, but shall be absolutely sold and disposed of, so that the new Company shall no longer retain any interest therein unless by way of security; and any such parcel of land, and any interest therein not within the exceptions hereinbefore mentioned, which has been held by the new Company for a longer period than ten years without being disposed of shall be forfeited to Her Majesty for the use of Canada; Provided that the period during which the old Company may have held any such land shall be reckoned in the said period of ten years; Provided also that the Governor in Council may extend the said period from time to time, not exceeding in the whole twelve years; Provided further that no such forfeiture shall take effect or be enforced until the expiration of at least six calendar months after notice in writing to the new Company of the intention of Her Majesty to claim such forfeiture, and it shall be the duty of the new Company to give the Minister of Finance and Receiver General when required a full and correct statement of all lands at the date of such statement held by the new Company, or in trust for the new Company, and subject to these provisos.

Real estate
to be sold
within ten
years.

Forfeiture.

Proviso.

Proviso for
extension.

Notice.

Statement.

23. The new Company shall transmit, on or before the first March in each year, to the Minister of Finance and Receiver General, a statement in duplicate, to thirty-first December inclusive of the previous year, verified by the oath of the president or vice-president and the manager, setting out the capital stock of the new Company and the proportion thereof paid up, the assets and liabilities of the new Company, the amount and nature of the investments made by the new Company, both on its own behalf and on behalf of others, and the average rate of interest derived therefrom, distinguishing the classes of securities, and also the extent and value of the lands held by it, and such other details as to the nature and extent of the business of the new Company as the Minister of Finance and Receiver General requires, and in such form and with such details as he from time to time requires and prescribes;

Financial
returns.

but the new Company shall in no case be bound to disclose the name or private affairs of any person who has dealings with it.

Application of
R.S.C., c. 118.

24. *The Companies Clauses Act*, chapter 118 of the Revised Statutes of Canada, except sections 7, 18, 38 and 39, shall apply to the new Company.

Provision for
bringing this
Act into
effect.

25. This Act shall not take effect unless and until, at a spécial general meeting of the shareholders of the old Company duly called for considering the same, a resolution accepting and approving thereof, and fixing the date or event upon which this Act is to take effect, has been passed by shareholders present or represented by proxy at such meeting, and holding not less than seventy-five per cent of the subscribed capital stock of the Company represented at such meeting; and a certified copy of such resolution shall within fifteen days from the passing thereof be transmitted to the Secretary of State and shall be by him published in *The Canada Gazette*; but upon such resolution being passed this Act shall take effect and speak from the time or event fixed by such resolution; Provided always that, prior to the time or event so fixed, the board of directors of the new Company may pass the necessary by-laws for the organization of the Company, and may procure the corporate seal therefor, and may authorize the execution of the conveyance and assignment referred to in section 8 of this Act, and may do whatever is required for compliance with any laws relating to the licensing, registration or otherwise of the Company in any province of Canada.

Provide as to
organization,
etc.

As to future
legislation.

26. Nothing herein contained shall be held to exempt the new Company from the effect of any legislation hereafter passed by the Parliament of Canada with respect to the powers to be exercised by loan companies.

SCHEDULE.

This indenture, made the day of A.D. 18 between the Imperial Loan and Investment Company of Canada (Limited) of the first part, hereinafter called the old Company, and the Imperial Loan and Investment Company of Canada of the second part, hereinafter called the new Company.

Whereas the shareholders of the old Company have accepted and approved of the new Company's Act of incorporation, being the Act of the Parliament of Canada passed in the year 1899 intituled: "An Act incorporating the Imperial Loan and Investment Company of Canada," and by the resolution of shareholders duly passed in that behalf the

day of (or the execution hereof, as the case may be)

was fixed as the date (*or event*) from which the said Act should take effect and speak ;

And whereas by the said Act the new Company is authorized to acquire all the assets, rights, credits, effects and property, real and personal and mixed, of the old Company ;

And whereas the old Company has agreed to convey and assign the same to the new Company ;

Now this indenture witnesseth that in consideration of the said Act and of the shares in the capital stock of the new Company which are thereby vested in the shareholders of the old Company, and in consideration of the covenants by the new Company hereinafter contained, the old Company does hereby grant, assign, transfer and set over unto the new Company, its successors and assigns, for ever, all the assets, rights, credits, effects and property, real, personal and mixed, of whatever kind and wheresoever situated, belonging to the old Company or to which it is or may be or become entitled ; to have and to hold unto the new Company, its successors and assigns, to and for their sole and only use for ever ; and the old Company covenants with the new Company to, execute and deliver at the expense of the new Company all such further and other separate and formal assurances, assignments, transfers and conveyances, for registration purposes or otherwise, as may be required to vest in the new Company, its successors and assigns, the full, legal and equitable and beneficial title and interest to and in the said assets, rights, credits, effects and property, and each and every part thereof.

And, in consideration of the foregoing, the new Company covenants with the old Company, its successors and assigns, that it shall and will pay, discharge, carry out and perform all debts, liabilities, obligations, contracts and duties for or in respect of which the old Company is now liable or which it should pay, discharge, carry out or perform ; and the new Company shall and will indemnify and save harmless the old Company in respect thereof.



62-63 VICTORIA.

CHAP. 117.

An Act respecting the London and Canadian Loan and Agency Company (Limited).

[Assented to 11th August, 1899.]

WHEREAS the London and Canadian Loan and Agency Company (Limited) has, by its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition : Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows :—

1. The directors of the London and Canadian Loan and Agency Company (Limited), hereinafter called "the Company," may, by by-law, reduce the capital stock of the Company to such amount, not less than two million dollars, as they think best.

2. Such by-law shall declare the rules by which the allotment of the reduced capital or part thereof among the existing shareholders shall be made ; provided that no shareholder shall be allotted less of the reduced capital than is equal to the amount paid up on the shares held by him ; provided also that so much of the reduced capital as may not be so allotted to existing shareholders shall be deemed unissued capital stock and may be dealt with as such.

3. No by-law for reducing the capital stock of the Company shall have any force or effect unless and until it has been sanctioned by a vote of the shareholders present or represented by proxy at a general meeting of the Company duly called for considering such by-law, such shareholders holding not less than two-thirds of the amount paid up upon the capital stock of the Company represented at such meeting, and provided that such by-law has afterwards been confirmed by a certificate of the Minister of Finance and Receiver General given under the authority of the Treasury Board.

4. The liability of shareholders to persons who are, at the time the stock is reduced, creditors of the Company shall remain as though the stock had not been reduced.

Preference stock.

4. The directors may, by by-law, create and issue any part of the unissued capital stock mentioned in section 1 hereof as preference stock, giving the same such preference and priority as respects capital, dividends and otherwise over ordinary stock as may be declared by the by-law.

Sanction by shareholders.

2. No such by-law shall have any force or effect until it has been unanimously sanctioned by a vote of the shareholders present in person or represented by proxy at a general meeting of the Company duly called for considering the same and representing two-thirds of the stock of the Company, or unanimously sanctioned in writing by the shareholders of the Company; provided, however, that if the by-law is sanctioned by not less than three-fourths in value of the shareholders of the Company, the Company may, through the Secretary of State, petition the Governor in Council for an order approving the said by-law, and the Governor in Council may, if he sees fit, approve thereof, and from the date of such approval the by-law shall be valid and may be acted upon

Approval by Governor in Council.

Preference stockholders to be shareholders.

3. Holders of shares of such preference stock shall be shareholders, and shall in all respects possess the rights of shareholders, provided however that in respect of dividends and otherwise they shall, as against the ordinary shareholders, be entitled to the preferences and rights given by such by-law.

Creditors' rights not affected.

4. Nothing in this section contained, or done in pursuance thereof, shall affect or impair the rights of creditors of the Company.

Liabilities restricted.

5. The total of the Company's liabilities to the public outstanding from time to time shall not exceed, including deposits, four times the amount paid up on its capital stock; and the amount held on deposit shall not at any time exceed the aggregate amount of its then actual paid-up and unimpaired capital and of its cash actually in hand or deposited in any chartered bank in Canada.

Lands to be disposed of in 10 years.

6. No parcel of land or interest therein at any time acquired by the Company and not required for its actual use and occupation, or not held by way of security, shall be held by the Company, or by any trustee on its behalf, for a longer period than ten years after the acquisition thereof, but shall be absolutely sold and disposed of, so that the Company shall no longer retain any interest therein unless by way of security, and any such parcel of land or any interest therein not within the exceptions before mentioned which has been held by the Company for a longer period than ten years without being disposed of shall be forfeited to Her Majesty for the use of Canada; provided that the Governor in Council may extend the said period from time to time, not exceeding in the whole twelve years; provided further that no such forfeiture shall take effect or be enforced until the expiration of at least six calendar months after notice in writing to the Company of the intention of Her

Time may be extended.

Majesty to claim such forfeiture; and the Company shall, when required, give the Minister of Finance and Receiver General a full and correct statement of all lands at the date of such statement held by the Company, or in trust for the Company, and subject to the above provisoes.

Statement of lands held.

7. The Company may, in general meeting of its shareholders duly called for the purpose, pass a by-law authorizing its directors to extend the business of the Company outside of Canada.

Business may be done outside Canada.

8. The Company may have agencies in any places in Great Britain, or elsewhere, for the registration and transfer of debenture or other stock and for the transaction of any other business of the Company.

Agencies.

9. The Company may purchase the entire assets and franchises and acquire and undertake the whole or any part of the business, property and liabilities and the name and goodwill of any other companies carrying on any business which the Company is authorized to carry on, or possessed of property suitable for the purposes of the Company, and pay therefor in cash or in debentures or debenture stock or in stock either fully paid up or partly paid up, or in any other manner.

Power to acquire business of other companies.

10. Notwithstanding anything contained in the Acts relating to the Company, the directors may make calls upon the shareholders in respect of the unpaid portions of their shares, at such times and manner and for such amounts as they think best; provided that no call shall exceed ten per cent, and that an interval of at least thirty days shall intervene between calls.

Calls on shares.

11. All provisions of the Acts relating to the Company which are inconsistent with the provisions of this Act are hereby repealed.

Inconsistent provisions repealed.

12. This Act shall not take effect unless and until at a meeting of the shareholders of the Company duly called for the purpose of considering the same a resolution accepting and approving thereof has been passed by a vote of the shareholders present or represented by proxy and holding not less than two-thirds of the amount paid up upon the capital stock of the Company represented at such meeting; and a certified copy of such resolution shall within fifteen days from the passing thereof be transmitted to the Secretary of State and shall be by him published at the expense of the Company in *The Canada Gazette*.

When Act to take effect.



62-63 VICTORIA.

CHAP. 118.

An Act respecting the London Mutual Fire Insurance Company of Canada.

[Assented to 10th July, 1899.]

WHEREAS the London Mutual Fire Insurance Company of Canada has, by its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. The board of directors of the London Mutual Fire Insurance Company of Canada, hereinafter called "the Company," may, by by-law passed by the said board, raise a stock capital of not less than one hundred thousand dollars, and not more than five hundred thousand dollars, in shares of one hundred dollars each.

Preamble.
Stock capital.
Shareholders to be members of Company.
Number of shares to be held.

2. Every subscriber to the said capital shall, on allotment of one or more shares to him, become a member of the Company with all incidental rights, privileges and liabilities, but no subscriber shall be allotted more than thirty shares, and no subscriber, shareholder or member of the Company shall, at any time, hold more than thirty shares of the said capital.

3. The shares shall be personal estate, and shall be transferable, but no transfer shall be valid unless made on the books of the Company; nor shall any transfer be valid while any call previously made remains unpaid, and the Company shall have a lien on the shares of any shareholder for unpaid calls or other debts due by him to the Company, and for any obligation held by the Company against him, and after any call, debt or obligation becomes due the Company may, upon one month's notice to the shareholder, or upon six months' notice to his executors or administrators, sell his shares, or a sufficient portion thereof, to pay the call, debt or obligation, and transfer the shares so sold to the purchaser.

Transfer of shares.

Default
in payment
on shares.

4. The Company may also, after default made in the payment of any call upon any share for one month and after notice having been first given, as in the next preceding section mentioned, declare the share, and all sums previously paid thereon, forfeited to the Company, and the Company may sell or re-issue forfeited shares on such terms as they think fit for the benefit of the Company.

Insurance
for cash
premiums.

5. After one hundred thousand dollars of the said capital has been bona fide subscribed, and ten per cent paid thereon into the funds of the Company, the Company may make insurance for premiums payable wholly in cash, but no insurance on the wholly cash principle shall make the insured liable to contribute or pay any sum to the Company or to its funds, or to any other member thereof, beyond the cash premium agreed upon, or give him any right to participate in the profits or surplus funds of the Company.

Application
of profits.

6. The net annual profits and gains of the Company (not including therein any premium notes or undertakings) shall be applied, in the first place, to pay a dividend on the said capital, and the surplus (if any) shall be applied in the manner provided by the by-laws of the Company.

Qualification
of directors.

7. After the said capital has been subscribed as aforesaid at least two-thirds of the persons to be elected directors of the Company, in addition to the qualifications required by section 13 of chapter 40 of the statutes of 1878, shall be holders of shares of the said capital to the amount of one thousand dollars upon which all calls have been duly paid, and the other one-third of the directors to be elected shall possess at least the qualifications required by the said section 13.

Directors may
make by-laws.

8. The board of directors of the Company may make such by-laws subject to the provisions of this Act and not inconsistent with, or contrary to law, as may be necessary to carry out the objects and intentions of this Act, and to give effect to the provisions thereof.

If stock
capital is
raised.

Who shall
constitute
Company.

9. In the event of a stock capital being raised as provided by this Act,—

(a.) the Company shall thereupon be composed of the subscribers to the said capital to whom an allotment of one or more shares shall be made, as provided by section 2 of this Act, and of its policy-holders other than those on the wholly cash premium plan ;

Votes.

(b.) each shareholder of such capital shall be entitled at all meetings of the Company to one vote for each share held by him in such capital; provided that no shareholder and no person acting as proxy of a shareholder shall be entitled at any of the said meetings to more than thirty votes upon his

own shares or the shares represented by him as proxy, or upon his own shares and the shares represented by him as proxy.

10. Each shareholder of such capital, until the whole of his shares of stock has been paid up, shall be individually liable to the creditors of the Company to an amount equal to that not paid up thereon, but shall not be liable to an action therefor by any creditor before an execution against the Company has been returned unsatisfied in whole or in part; and the amount due on such execution, but not beyond the amount so unpaid of his said shares of stock, shall be the amount recoverable, with costs, against such shareholder.

Liability to
creditors.

2. The shareholders of such capital shall not as such be held responsible for any act, default or liability whatsoever of the Company, or for any engagement, claim, payment, loss, injury, transaction, matter or thing whatsoever relating to or connected with the Company beyond the unpaid amount of their respective shares in the said capital.

Limited
liability.

11. So much of the Act of incorporation of the Company, being chapter 40 of the statutes of 1878, as is inconsistent with the provisions of this Act is hereby repealed; but nothing in this Act shall limit the powers and rights granted to the Company under the provisions of section 27 of the said chapter 40.

Repeal of
inconsistent
provisions of
1878, c. 40.



62-63 VICTORIA.

CHAP. 119.

An Act respecting the Nisbet Academy of Prince Albert.

[Assented to 10th July, 1899.]

WHEREAS the academy built and maintained by the trustees of the Nisbet Academy of Prince Albert, who were incorporated by chapter 108 of the statutes of 1888, has been destroyed by fire; and whereas the moneys available for rebuilding, maintaining and operating the said academy are insufficient for the purposes thereof, and for the purposes of the Corporation as authorized by the said Act; and whereas it has been deemed advisable by the said trustees and the Synod of Manitoba and the North-west Territories in connection with the Presbyterian Church in Canada to wind up the said Corporation and to distribute the assets thereof; and whereas the said Corporation and Synod have, by their petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Preamble.

1888, c. 108.

1. The trustees of the Nisbet Academy of Prince Albert are hereby authorized and empowered to collect the assets of the said Corporation, and after payment of the debts (if any) of the said Corporation to distribute the assets of the said Corporation as follows:—

Trustees may distribute assets.

(a.) to transfer all the real property now vested in them, to the Foreign Mission Committee of the Presbyterian Church in Canada, or their appointees;

Real property.

(b.) to divide the moneys of or belonging to them as follows: one-fifth part thereof to St. Paul's Presbyterian church in the town of Prince Albert in the district of Saskatchewan, to pay the present indebtedness of the church, and four-fifths thereof to the Board of Management of the Church and Manse Building Fund of the Presbyterian Church in Canada for Manitoba and the North-west, to aid in carrying on the objects of the said board in the North-west Territories.

Moneys.

Corporation
to cease to
exist.

2. The said Corporation shall cease to exist from and after the passing of this Act, except for the purposes set forth in section 1 hereof.

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most Excellent Majesty.



62-63 VICTORIA.

CHAP. 120.

An Act respecting the Northern Commercial Telegraph Company (Limited).

[Assented to 10th July, 1899.]

WHEREAS the Northern Commercial Telegraph Company ^{Preamble.} (Limited), hereinafter called "the Company," has by its petition prayed that it may be enacted as follows, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. Notwithstanding anything contained in *The Companies* R.S.C., c. 118. *Clauses Act* to the contrary the majority of the directors of the Company need not be persons resident in Canada.

2. Paragraph (b) of section 8 of the Act incorporating the 1898, c. 111, Company, chapter 111 of the statutes of 1898, is hereby repeal- s. 8 amended. ed and the following is substituted therefor:—

"(b.) construct, maintain and operate branch lines and ^{Branches.} extensions of its electric telegraph and telephone lines; but no such branch or extension shall exceed seventy miles in length."

3. The capital stock of the Company is hereby increased ^{Capital} to three hundred thousand pounds sterling, divided into ^{increased.} shares of one pound sterling each.

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62-63 VICTORIA,

CHAP. 121.

An Act respecting the Nova Scotia Steel Company, Limited.

[Assented to 11th August, 1899.]

WHEREAS the Nova Scotia Steel Company, Limited, has, Preamble.
by its petition, prayed that it be enacted as hereinafter
set forth, and it is expedient to grant the prayer of the said
petition: Therefore Her Majesty, by and with the advice and
consent of the Senate and House of Commons of Canada,
enacts as follows:—

1. The Act incorporating the Nova Scotia Steel Company, 1894, c. 117
Limited, chapter 117 of the statutes of 1894, is hereby amended amended.
by adding thereto the following sections:—

“**14.** The Company may, upon such terms as are agreed Surrender of
upon between the holders of any preference shares accept the preference
surrender of such shares, which, upon being so surrendered, shares.
shall be cancelled and cease to exist.

“**15.** The cancellation of the said preference shares shall not Capital stock
lessen the amount of the authorized capital stock of the Com- not affected.
pany, but the directors, when authorized by the votes of share-
holders representing at least two-thirds in value of the sub- New prefer-
scribed stock of the Company present or represented by proxy ence shares.
at a meeting duly called for the purpose, or at any annual
meeting of the Company, may issue and allot, upon such terms
as are agreed upon, new preference shares in lieu of any pre-
ference shares surrendered.

“**16.** Any preference shares issued under the provisions of Terms of
the last preceding section, or hereafter issued by the Company, issue.
shall be issued upon such terms as to priority, privileges, divi-
dends, redemption and other conditions as the Company may
at such meeting decide, notwithstanding anything as to the
issue of preference shares contained in the Act incorporating
the Company.

“**17.** Nothing in this Act contained shall affect or impair Unsurrender-
in any way the rights of any holder of preference stock not ed stock not
surrendered to the Company. affected.



62-63 VICTORIA.

CHAP. 122.

An Act to confer on the Commissioner of Patents certain powers for the relief of the Penberthy Injector Company.

[Assented to 11th August, 1899.]

WHEREAS the Penberthy Injector Company has, by its ^{Preamble.} petition, represented that on and prior to the eighth day of March, one thousand eight hundred and ninety-nine, it was, by a certain assignment, the holder and owner of letters patent under the seal of the Patent Office, dated the eighth day of March, one thousand eight hundred and eighty-nine, for new and useful improvements in steam injectors, being patent number thirty thousand nine hundred and six; that on or before the expiration of the second five years of the said letters patent, which were granted for a term of fifteen years, only the partial fee for the first five years being paid upon the issue thereof, the said Company was entitled, upon application therefor, to a certificate of payment of the additional fee provided by section 22 of *The Patent Act*, chapter 61 of the Revised Statutes, as amended by section 5 of chapter 24 of the statutes of 1892, and section 3 of chapter 34 of the statutes of 1893; that the said Company had, prior to the said eighth day of March, one thousand eight hundred and ninety-nine, invested large sums of money in the purchase of the said letters patent and in the manufacture of injectors thereunder; that the said Company inadvertently omitted to make the said application although it was the intention of the said Company to make such application and to pay the necessary fee, and that the omission was caused solely by the inadvertence of the officer of the said Company whose duty it was to make such application; that on and after the eighth day of March, one thousand eight hundred and ninety-nine, the Commissioner of Patents could not entertain such application, or grant the certificate of payment of the additional fee; and whereas the said Company has, by its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer

of the said petition : Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows :—

Commissioner
of Patents
may extend
duration of
letters patent.

1. Notwithstanding anything to the contrary in *The Patent Act*, or in the letters patent mentioned in the preamble, the Commissioner of Patents may receive from the Penberthy Injector Company the application for a certificate of payment and the usual fees upon the said letters patent for the remainder of the term of fifteen years from the date thereof, and may grant and issue to the said Penberthy Injector Company the certificate of payment of fees provided by *The Patent Act*, and an extension of the period of the duration of the said letters patent to the full term of fifteen years in as full and ample a manner as if application therefor had been duly made within ten years from the date of the issue of the said letters patent.

Rights of
third persons
saved.

2. Any person who has within the period between the eighth day of March, one thousand eight hundred and ninety-nine, and the extension hereunder of the said letters patent, acquired by assignment, user, manufacture or otherwise any interest or right in respect of such improvements or invention, shall continue to enjoy the same as if this Act had not been passed.

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62-63 VICTORIA,

CHAP. 123.

An Act respecting La Banque du Peuple.

[Assented to 11th August, 1899.]

WHEREAS La Banque du Peuple has, by its petition, re-
presented that by chapter 75 of the statutes of 1897 a
further extension of two years, dating from the first day of
May, one thousand eight hundred and ninety-seven, was
granted to the directors of the said bank by those concerned,
to pay the instalments due them, namely, fifty per cent, being
the balance of their claims, the said payments to be made by
instalments of ten per cent, and according as the securities
should be realized; and whereas certain directors of the said
bank, namely James Grenier, Charles Lacaille, Toussaint
Préfontaine, William Francis and George S. Brush have given
security upon their private, movable and immovable property
in order to make good any deficiency which may exist after
the winding-up of the affairs of the said bank; and whereas
the said directors have offered to pay forty-five cents on the
dollar upon the balance due at the time of the said offer; and
whereas it is represented that the said offer is in excess
of what could be realized by a liquidation of the assets
of the said bank, including therein the securities given by
certain of the directors; and whereas, after considering the
offer of the said directors at a meeting of the creditors and
depositors of the said bank, held on the twenty-fifth day of
January, one thousand eight hundred and ninety-nine, it was
resolved to grant to the said directors a full discharge from
their obligations to the said bank, its shareholders, creditors
and depositors upon payment of the sum of forty-five cents on
the dollar upon the balance then due, and to transfer to the
said directors all the assets of the said bank of whatsoever
nature, in order to allow them to pay the said amount, as ap-
pears by the resolution in the schedule to this Act; and
whereas the above named directors and the liquidators of the
said bank have agreed to the said resolution, and since it
passed have paid an instalment to the creditors and deposi-
tors of the said bank on account of the said sum of forty-five
cents

cents on the dollar; and whereas the said bank has, by its petition, prayed that an Act be passed ratifying and confirming the said resolution, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, declares and enacts as follows:—

Schedule confirmed.

1. The resolution contained in the schedule to this Act is hereby ratified and confirmed, and declared to be valid and binding, notwithstanding anything to the contrary in the Act incorporating *La Banque du Peuple*, hereinafter called “the Bank,” or in any Act amending the said Act, or in *The Bank Act* or *The Winding Up Act*.

Terms of release of directors.

2. In order to avail themselves of the provisions of this Act, the directors shall, within ninety days after the passing thereof, deliver to the persons representing the depositors and creditors, or their heirs, the sum of forty-five cents on the dollar upon the balance due on the twenty-fifth day of January, one thousand eight hundred and ninety-nine, the date of the passing of the resolution in the schedule to this Act, less any sum paid since the said date, and the above named James Grenier, Charles Lacaille, Toussaint Préfontaine, William Francis, and George S. Brush or such other directors as make the above mentioned payments shall enter into immediate possession, in virtue of their ownership, of all the assets of the Bank of whatsoever nature.

Distribution of surplus.

2. If on the liquidation of the present remaining assets it is found that the same, together with the security above referred to given by the said directors, has realized more than sufficient to pay the said forty-five cents, any surplus remaining shall be divided among the shareholders of the said Bank, and the said directors shall be bound to keep a strict account of said liquidation and to produce the same in detail before each meeting of the creditors and shareholders to be called every six months after the passing of this Act, and for the purpose of administering such assets the Honourable Alphonse Desjardins shall be named as associate with the directors at such remuneration as may be agreed on, and on his refusal some other person to be named by the court on application of the directors.

Suspension of rights of shareholders, etc.

3. The rights of the shareholders, creditors and depositors of the Bank shall be suspended, not only as against the Bank, but also as against the directors personally during the whole period of the extension granted by this Act to the directors to make payment of the said amount of forty-five cents on the dollar due at the time of the passing of the resolution in the schedule hereto, and if the said directors comply with the said resolution, and with the provisions of this Act, during the extension of ninety days hereby granted, they shall be finally freed and discharged from every claim or action which the

shareholders, depositors and other creditors of the Bank might have against them.

4. This Act shall apply to suits pending and judgments rendered, but nothing in this Act shall affect any security held at the time of the passing of this Act by any judgment creditor of the Bank. ^{Application of Act.}

SCHEDULE.

Extracts of the minutes of a meeting of the creditors and depositors of "La Banque du Peuple," held at Montreal on the twenty-fifth of January, eighteen hundred and ninety-nine.

It was proposed by Honourable Arthur Boyer and Reverend Messire F. L. Adam, seconded by A. P. Ritchot and J. B. Coallier, and carried unanimously :—

Whereas, at a meeting of the creditors and depositors of La Banque du Peuple, held on the 26th of November last, it was resolved unanimously to grant to the directors as liquidators of this Bank, under the law passed at the last session of the Parliament of Canada, a further delay of two years from the first of May next, on condition that they pay over cash and without delay the amount of guarantee given by them to the Bank :

Whereas although willing to pay and to satisfy in good faith all the obligations, some of the directors who have given such guarantee are unable to realize on the same without getting a full and complete discharge from their liabilities, according to law, towards the Bank and its creditors :

Whereas, after due consideration, the said directors have come to the conclusion to offer in settlement of all their liabilities towards the creditors and depositors of the Bank as soon as a bill passed by the Parliament of Canada will have ratified such arrangement a sum of 45 cents in the dollar in cash on the balance in capital due to said creditors to-day, any partial payments that may be made in the meantime by way of dividends or otherwise to be considered as so much paid on account of said 45 cents in the dollar :

Whereas it is in the interest of the said creditors and depositors of said Bank that said offer should be accepted :

It is hereby resolved to grant to the directors of said Bank a full and complete discharge of their liabilities towards the Bank and themselves on payment of said sum of 45 cents in the dollar as above stated, on the balance yet due, and to transfer to said directors all the assets of said Bank of whatever nature they may be, in order to afford them the means of paying said amount.

There being no other affairs before the meeting, and no other propositions being offered it was closed.

J. GRENIER,
President.

OVIDE DUFRESNE, Jr.,
Cashier.

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most Excellent Majesty.



62-63 VICTORIA,

CHAP. 124.

An Act respecting the Roman Catholic Episcopal Corporation of Pontiac, and to change its name to the Roman Catholic Episcopal Corporation of Pembroke.

[Assented to 10th July, 1899.]

WHEREAS the Right Reverend Narcisse Zéphirin Lorrain, Preamble. Bishop of the Diocese of Pembroke, has, by his petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. The name of the Roman Catholic Episcopal Corporation of Pontiac is hereby changed to "The Roman Catholic Episcopal Corporation of Pembroke," and the said Right Reverend Narcisse Zéphirin Lorrain and his successors, being bishops of the said diocese for the time being in communion with the Church of Rome, shall be deemed to be and to constitute the said "The Roman Catholic Episcopal Corporation of Pembroke," and shall have and possess under the said corporate name all the powers, rights and privileges mentioned in chapter 105 of the statutes of 1884, and be subject to the same restrictions and limitations as are contained therein, and shall have and hold all the property, real and personal, held and enjoyed by the said the Roman Catholic Episcopal Corporation of Pontiac at the time of the passing of this Act, subject, however, to all claims, charges and liabilities then attaching thereto. Name changed. Powers of new corporation. 1884, c. 105. Property.

2. The said Act is hereby further amended by substituting the words "Diocese of Pembroke" for the words "Vicariate Apostolic of Pontiac" or the word "Vicariate" wherever the same occur in the said Act; and by substituting the words "Bishop of Pembroke" for the words "Vicar Apostolic of Pontiac" or "Vicar Apostolic" wherever the same occur in the said Act. 1884, c. 105 amended.



62-63 VICTORIA.

CHAP. 125.

An Act respecting the Quebec Steamship Company.

[Assented to 10th July, 1899.]

WHEREAS the Quebec Steamship Company has, by its Preamble.
petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. Section 3 of chapter 108 of the statutes of 1873 is hereby repealed, and the following is substituted therefor:— 1873, c. 108, s. 3 amended

“3. The Company may own, build, buy, sell and charter Powers and business of Company.
ships, steamboats and other vessels, and employ them in any lawful business whatsoever and wheresoever; buy and sell fruit and other goods and merchandise, and carry on the business of general merchants; also own, construct, buy, sell or lease wharfs, roads, stores, buildings or other property required for their own business: Provided always that the Proviso as to real estate.
annual value of all such wharfs, roads, stores, buildings or other property owned or held by the Company in any one county or district at any one time, shall not exceed twenty-five thousand dollars.”

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62-63 VICTORIA.

CHAP. 126.

An Act respecting the Richelieu and Ontario Navigation Company.

[Assented to 10th July, 1899.]

WHEREAS the Richelieu and Ontario Navigation Company has, by its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. Section 2 of chapter 85 of the statutes of 1875 is hereby amended by adding thereto the following subsection:—

“2. The directors may increase the amount of the capital stock at any time to an amount not exceeding five million dollars; but the stock shall not be increased until the resolution of the board of directors authorizing such increase has first been submitted to and confirmed by two-thirds in value of the shareholders present or represented at a special general meeting of the shareholders duly called for that purpose.”

2. Section 3 of the said Act is hereby amended by substituting the word “fifty” for the word “thirty” in line two thereof, and by adding to the said section the following words: “and the Company may own and operate hotels and other dwellings or buildings, and places of amusement.”

3. The by-law set forth in the schedule to this Act is hereby ratified and confirmed.

SCHEDULE.

Extracts from Annual General Meeting of Shareholders of the Richelieu and Ontario Navigation Company held at their offices, 228 St. Paul Street, Montreal, 14th February, 1899.

The following by-law was read by the chairman and adopted:—

“The shares of the Company shall be transferable only on the books of the Company by the registered owner in person or by attorney. Certificates of stock numbered in consecutive order may be issued in the following form, and such certificates shall be signed by the president and secretary, and a summary of the contents of each certificate issued shall be recorded on the counterfoil thereof. When a certificate has been issued for any share or shares, such share or shares shall only be transferable on the books of the Company if the certificate therefor is surrendered prior to such transfer duly endorsed by the person in whose name it has been issued.

“If for any reason deemed sufficient by the directors such certificate is not forthcoming, the directors may permit the share or shares for which such certificate was issued to be transferred on receiving from the transferrer such security or other assurance as they may deem sufficient.

“Every certificate when surrendered shall be cancelled by the president and secretary and such cancellation shall be entered on the counterfoil of such certificate, and the number or numbers of the certificate or certificates issued in the place of such cancelled certificate shall be also entered on such counterfoil.

“ L. J. FORGET, *President.*

“ H. M. BOLGER, *Secretary.*”

DOMINION OF CANADA.

No..... Shares

THE RICHELIEU AND ONTARIO NAVIGATION COMPANY.

This certifies that.....
is the owner of.....paid up shares of the capital stock of The Richelieu and Ontario Navigation Company of.....dollars each, transferable only on the books of the Company in person or by attorney, and upon the surrender of this certificate.

This certificate shall not become valid until signed by the president and secretary of the Company and also by the transfer clerk.

In testimony whereof the said Company has caused this certificate to be issued by its president and secretary this day of..... 18....

.....
Secretary.

.....
President.

[On the back.]

For value received.....have bargained, sold, assigned and transferred, and by these presents do bargain, sell, assign and transfer unto shares of the capital stock of The Richelieu and Ontario Navigation Company, mentioned in the within certificate, anddo hereby constitute and appoint.....true and lawful attorney, irrevocable, for.....and in..... name and stead, but to.... use to sell, assign, transfer and set over all or any part of the said stock, and for that purpose to make and execute all necessary acts of assignment and transfer, and one or more persons to substitute with like full powers.

Dated.....18...

.....

Signed and acknowledged
in presence of

.....

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62-63 VICTORIA.

CHAP. 127.

An Act to confer on the Commissioner of Patents certain powers for the relief of Thomas Robertson.

[Assented to 10th July, 1899.]

WHEREAS Thomas Robertson, having his chief place of business at Toronto, has, by his petition, represented that on the ninth day of December, one thousand eight hundred and ninety-two, he was granted letters patent under the seal of the Patent Office for a "machine for the automatic production of drops made of fine sugar and gum or similar material" being patent number forty-one thousand one hundred and thirty-eight; that on or before the expiration of the first six years of the said letters patent, which were granted for a term of eighteen years, only the partial fee for the first six years being paid upon the issue thereof, the said Robertson was entitled, upon application therefor, to a certificate of payment of the additional fee provided by section 22 of *The Patent Act*, chapter 61 of the Revised Statutes, as amended by section 5 of chapter 24 of the statutes of 1892, and section 3 of chapter 34 of the statutes of 1893; that the said Robertson duly paid to his solicitor at the time of the application for the said letters patent the full fee required for the full term of eighteen years; that the said solicitor died on or about the thirteenth day of August, one thousand eight hundred and ninety-three, without having paid any further fee than that required for the first term of six years for the said patent; that, subsequently to the death of the said solicitor, the said Robertson discovered that the full fee had not been paid, and immediately made application to pay the same, but was informed by the Commissioner of Patents that such application could not be entertained, and that the certificate of payment of the additional fee could not be granted; that the said Robertson relied upon the said solicitor and did not make inquiries at the time of the issue of the said letters patent, and that the expiry of the said letters patent was caused by the omission or negligence of the said solicitor, and without fault or neglect on the part of the said Robertson; and whereas the said Robertson has, by his petition, prayed

Preamble.

R.S.C., c. 61,
s. 22,
1892, c. 24,
s. 5.
1893, c. 34,
s. 3.

that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition : Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows :—

Commissioner
of Patents
may extend
duration of
letters patent.

1. Notwithstanding anything to the contrary in *The Patent Act*, or in the letters patent mentioned in the preamble, the Commissioner of Patents may receive from Thomas Robertson the application for a certificate of payment and the usual fees upon the said letters patent for the remainder of the term of eighteen years from the date thereof, and may grant and issue to the said Thomas Robertson the certificate of payment of fees provided by *The Patent Act*, and an extension of the period of the duration of the said letters patent to the full term of eighteen years in as full and ample a manner as if application therefor had been duly made within six years from the date of the issue of the said letters patent.

Rights of
third persons
saved.

2. Any person who has, within the period between the ninth day of December, one thousand eight hundred and ninety-eight, and the extension hereunder of the said letters patent, acquired by assignment, user, manufacture or otherwise, any interest or right in respect of such improvements or invention, shall continue to enjoy the same as if this Act had not been passed.

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62 - 63 VICTORIA.

CHAP. 128.

An Act to incorporate the St. Clair and Erie Ship Canal Company.

[Assented to 10th July, 1899.]

WHEREAS a petition has been presented praying that it Preamble.
be enacted as hereinafter set forth, and it is expedient
to grant the prayer of the said petition: Therefore Her
Majesty, by and with the advice and consent of the Senate
and House of Commons of Canada, declares and enacts as
follows:—

- 1.** In this Act, unless the context otherwise requires,— Interpreta-
tion.
- (a.) the word “canal” means “canal or navigation, and
any branch canal,” and includes every kind of work necessary
or done in respect of the canals for the purpose of carrying
out the objects of this Act: “Canal.”
- (b.) the word “land,” wherever used in *The Railway Act* or
in this Act, includes land covered by water: “Land.”
- (c.) the word “vessel” includes any ship, barge, boat or
raft passing through any of the canals hereby authorized, or
plying upon any lake or river connecting therewith: “Vessel.”
- (d.) the word “goods” includes any goods, merchandise
and commodities of whatsoever description, passing through
the canal hereby authorized. “Goods.”

2. D. Farand Henry, of the city of Detroit, in the state of Incorpora-
tion.
Michigan; Hervey A. Olney, of Saltash, Cornwall, England;
Horatio C. Boulbee, of the city of Toronto; Hon. David Tisdale,
of the town of Simcoe, in the province of Ontario, and C. A.
Youmans, of the town of Neillsville, in the state of Wisconsin,
together with such persons as become shareholders in the
company, are hereby incorporated under the name of “The
St. Clair and Erie Ship Canal Company,” hereinafter called Corporate
name.
“the Company.”

3. The undertaking of the Company is hereby declared to be Declaratory.
a work for the general advantage of Canada.

Provisional directors.

4. The persons named in section 2 of this Act are hereby constituted provisional directors of the Company.

Capital stock.

5. The capital stock of the Company shall be two million dollars, divided into shares of one hundred dollars each, and may be called up by the directors from time to time as they deem necessary.

Head office.

6. The head office of the Company shall be at the city of Toronto, in the province of Ontario, or at such other place in Canada as the Company from time to time determines by by-law.

First meeting of shareholders.

7. So soon as five hundred thousand dollars of the capital stock have been subscribed, and fifty thousand dollars thereof have been paid into some chartered bank in Canada, the provisional directors, or a majority of them, shall call a general meeting of the shareholders to be held at the city of Toronto or at such other place in Canada as the provisional directors calling such meeting determine, for the purpose of electing the first directors of the Company and of transacting any other business that may be done at a shareholders' meeting.

Notice of meeting.

2 Notice in writing, signed by or on behalf of the provisional directors or a majority of them calling such meeting, of the date and place of holding the same, mailed, postage prepaid, to the post office address of each shareholder not less than ten days previous to the calling of such meeting, shall be deemed sufficient notice of such meeting.

Election of directors.

8. At the first meeting of shareholders, and at each annual meeting, the subscribers for capital stock assembled who have paid all calls due on their shares shall choose five persons to be directors of the Company, each of whom shall hold at least twenty shares of the capital stock of the Company, the majority of whom shall form a quorum, and one or more of whom may be paid directors.

Term of office.

2. The directors elected at the first meeting of shareholders shall hold office only until the first annual meeting of the Company.

Annual general meeting.

9. The annual meeting of the shareholders shall be held on the first Thursday in September in each year.

Business of Company.
Canal.

10. The Company may—
(a.) construct and operate a canal from some point on Lake St. Clair, in the township of North Tilbury, in the county of Essex, or in the township of East Tilbury or of West Dover in the county of Kent, to some point on Lake Erie between Point Pelee and Rondeau Harbour, of such dimensions as to make a navigable channel of any depth not less than eighteen feet, and of any width not less than seventy-two feet at the bottom of the said channel ;

(b.) construct and operate by any kind of motive power all such locks, dams, tow-paths, branches, basins, feeders to supply water from the said lake, or from any rivers, creeks, reservoirs, cuttings, apparatus, appliances and machinery as may be desirable or necessary for the construction and operation of the canal ;

Locks, tow-paths, etc.

(c.) enter upon and take such lands as are necessary and proper for the making, preserving, maintaining, operating and using the canal and other works of the Company hereby authorized ; dig, cut, trench, get, remove, take, carry away, and lay earth, clay, stone, soil, rubbish, trees, roots of trees, beds of gravel or sand or any other matters or things which may be dug or got in making the canal and other works, on or out of the lands of any person adjoining or lying convenient thereto, and which may be proper, requisite, or necessary, for making or repairing the canal or the works incidental thereto or connected therewith, or which may hinder, prevent or obstruct the making, using or completing, extending or maintaining the same, respectively, according to the intent and purposes of this Act ;

Expropriation of lands.

(d.) make, maintain and alter any places or passages over, under or through the canal or its connections ;

Passages.

(e.) obtain, take and use, during the construction and operation of the canal, from the rivers, lake, brooks, streams, water-courses, reservoirs, and other sources of water supply adjacent or near to the canal, water sufficient for the purposes of constructing, maintaining, operating and using the canal and works hereby authorized, and sufficient to establish and maintain a current at the rate on the average of three miles per hour through the navigable channel of the canal ; and the Company shall, in the exercise of the powers granted by this paragraph, do as little damage as possible, and shall make full compensation to all persons interested for all damage by them sustained by reason of the exercise of such powers, and such damage in case of disagreement shall be settled in the same manner as is provided for fixing compensation under the provisions of *The Railway Act* ;

Water supply.

Compensation for damages.

(f.) construct and operate by any motive power a double or single line of iron or steel railway, of any gauge of not less than three feet, along or near the sides of the canal, and construct and operate branch lines thereof, connecting any towns and villages within fifteen miles of the canal in the said counties of Essex and Kent with the canal ;

Line of railway described.

(g.) construct, acquire, operate, lease or otherwise dispose of, terminals, harbours, wharfs, docks, piers, elevators, warehouses, dry docks and other structures, and building and repairing yards, and all works incidental thereto, upon the canal or upon lands adjoining or near the same ;

Harbours, warehouses, etc.

(h.) acquire and utilize water and steam power for the purpose of compressing air or generating electricity for lighting, heating and motor purposes in connection with the canal,

Water and steam power.

Surplus power.

vessels and works of the Company; and may sell or otherwise dispose of surplus electricity or other power generated by the Company's works, and not required for operating its canal or other works, and propel vessels in and through the canal by any kind of force, and sell, lease or otherwise dispose of the said works;

Vessels.

(i.) acquire, construct, navigate and dispose of vessels to ply on the canal, and the lakes, rivers and canals connecting therewith, and may also make agreements for vessels to ply upon the said canal, lake and rivers;

Patent rights.

(j.) acquire, by license, purchase or otherwise, any rights in letters patent, franchises, or patent rights, for the purposes of the works hereby authorized, and again dispose of such rights.

Telegraphs and telephones.

11. The Company may construct and operate telegraph and telephone lines, and lines for the conveyance of light, heat and electric and other power, by wires or pipes, along the whole length of the canal and its approaches, and between the canal and any town or village in the said counties, and may establish offices for the transmission of messages for the public, and collect tolls therefor; and, for the purposes of erecting and working such telegraph and telephone lines and electric plant, the Company may enter into contracts with any other company, or may lease the Company's lines.

Electric power.

Arrangements with telegraph and telephone companies.

2. The Company may enter into arrangements with any other telegraph or telephone company for the exchange and transmission of messages, or for the working in whole or in part of the lines of the Company.

Rates to be approved by Governor in Council.

3. No rates or charges shall be demanded or taken from any person for the transmission of any message by telegraph or for leasing or using the telegraphs or telephones of the Company, until such rates or charges have been approved of by the Governor in Council.

R.S.C., c. 132.

4. *The Electric Telegraph Companies Act* shall apply to the telegraphic business of the Company.

Interference with drainage systems.

12. The Company shall make due provision for, take care and dispose of, all water and drainage, to the extent to which it disturbs or interferes with artificial drains, natural streams or watercourses which the canal crosses, touches or interferes with, and which are in existence at the time of the construction of the canal.

Disputes to be determined by Railway Committee.

2. All subsequent questions, disputes or complaints as to the construction of new drains, and as to the alterations, enlargement and change of existing drains and of natural streams or watercourses, and as to who shall make such alterations, enlargement and change, and by whom the expense thereof shall be paid, and also any complaint or dispute as to the sufficiency of compliance with the provisions of the next preceding subsection, shall be inquired into, heard and deter-

mined by the Railway Committee of the Privy Council, in the same manner as is provided for other matters to be inquired into, heard and determined by the said committee under *The Railway Act*.

13. When the Company and the owners or occupiers of private property entered upon cannot agree as to the compensation for lands required for the construction or maintenance of any work authorized under this Act, or for damages to lands injured by the Company the matter shall be settled in the same manner as is provided for obtaining title and fixing compensation under *The Railway Act*, so far as the same may be applicable.

Arbitration in case of disagreements.

2. In this section and in sections 10, 14, and 17 the expression "lands" means the lands the acquiring, taking or using of which is incident to the exercise of the powers given by this Act.

"Lands" defined.

14. In case of any accident requiring immediate repair on the canal the Company may enter upon the adjoining land (provided such land is not an orchard or garden) and may dig for, work, get, carry away and use such gravel, stone, earth, clay or other materials as may be necessary for the repair of the accident aforesaid, doing as little damage as possible to such land and making compensation therefor; and in case of dispute or difference regarding the amount to be so paid, the same shall be decided by arbitration as provided in *The Railway Act*; but before entering upon any land for the purposes aforesaid, the Company shall, in case the consent of the owner is not obtained thereto, pay into one of the superior courts of the province of Ontario, such sum with interest thereon for six months as is fixed, on the ex parte application of the Company, by a judge of the county court of the county in which such land is situate.

Urgent repairs to works.

Arbitration in case of disputes.

15. The Company may open, cut, erect and use such ponds and basins for the laying up and turning of vessels using the canal at such points thereon as it deems expedient, and may also build, erect and operate such dry docks, slips and machinery for the hauling out and repairing of vessels as it thinks proper, or may lease or hire the same.

Basins for laying up vessels.

Dry docks.

16. The Company shall, at every place where the canal crosses any railway, highway or public road, (unless exempted from the provisions of this section, so far as any highway or public road is concerned, by the municipality having jurisdiction over such highway or public road,) construct and maintain, to the satisfaction of the Governor in Council, bridges for passage over or tunnels for passage under the canal, so that the public thoroughfare or railway may be as little impeded as reasonably possible, and the Company shall not, in making

Bridges to be constructed.

Penalty for impeding traffic.

the canal, cut through or interrupt the passage on any highway or public road, until it has made a convenient road past its works for the use of the public; and for every day on which it shall neglect to comply with the requirements of this section the Company shall incur a penalty of one hundred dollars.

Extent of land which may be expropriated.

17. The lands, ground or property to be taken or used, without the consent of the proprietors, for the canal and works, and the ditches, drains and fences to separate the same from the adjoining lands, shall not together exceed two thousand feet in breadth, or such less width or breadth as is directed by the Governor in Council, except in places where basins and other works are required to be cut or made as necessary parts of the canal as shown on the plan to be approved, as hereinafter provided, by the Governor in Council, or where flooding or drowning of lands is unavoidable, on account of the construction of dams.

Plans to be approved by Governor in Council.

18. Before the Company breaks ground or commences the construction of the canal or any of the works hereby authorized, the plans, locations, dimensions, and all necessary particulars of the canal and other works, including a guard lock or gate at the Lake St. Clair entrance of the canal, if required by the Governor in Council, shall be submitted to and receive the approval of the Governor in Council.

Public beach.

19. The Company may take, use, occupy and hold, but not alienate, so much of the public beach or beach road, or the land covered with the waters of the rivers or lakes which the canal may cross, start from or terminate at, as may be required, for the wharfs and other works of the canal, for making easy entrance thereto, and for the other works which they are hereby authorized to construct, doing no damage to nor causing any obstructions in the navigation of the said rivers or lake, and conforming in all respects to the plan and modes of construction sanctioned as aforesaid by the Governor in Council, except in so far only as he may at any time authorize a deviation from such plan and mode of construction.

By-laws.

20. In addition to the general powers to make by-laws under *The Railway Act*, the Company may, subject to the approval of the Governor in Council, make by-laws, rules or regulations for the following purposes, that is to say:—

Speed.

(a.) for regulating the speed at which, and the mode by which, vessels using the Company's works are to be propelled:

Hours of arrival and departure of vessels.

(b.) for regulating the hours of the arrival and departure of such vessels:

Loading and draught.

(c.) for regulating the loading or unloading of such vessels and the draught thereof:

Travel.

(d.) for regulating the travelling and transportation upon, and the using and the working of the canal:

(e.) for the maintaining, preserving and using the canal and all other works hereby authorized to be constructed, or connected therewith, and for the governing of all persons and vessels passing through the canal: Use of canal.

(f.) for providing for the due management of the affairs of the Company in all respects. Management of affairs.

21. The Company may issue and pledge or dispose of bonds, debentures or other securities as provided in *The Railway Act*, to the extent in all of eight million dollars, and may issue such bonds, debentures or other such securities, in one or more separate series, and limit the security for any series to such of the franchises, property, assets, rents and revenues of the Company, present or future, or both, as are described in the mortgage deed made to secure each separate series of bonds, debentures or other securities; and every such limited series of such bonds, debentures or other securities, if so issued, shall, subject to the provisions contained in section 94 of *The Railway Act*, form a first charge upon, and be limited to, the particular franchises, property, assets, rents and revenues of the Company with respect to which they are issued and which shall be described in the mortgage deed made to secure the same. Bond issue.

22. The directors may issue, as paid-up stock, shares of the capital stock of the Company in payment of and for all or any of the businesses, franchises, undertakings, properties, rights, powers, privileges, letters patent, contracts, real estate, stock and assets, and other property of any person or municipal corporation which it may lawfully acquire by virtue of this Act, at the true and actual price at which the same has been bona fide purchased, and may allot and hand over such shares to any such person or corporation; and may issue, as paid-up and unassessable stock, shares of the capital stock of the Company, and allot and hand over the same in payment for right of way, lands, rights, plant, property, letters patent of invention, rolling stock or materials of any kind, and any such issue and allotment of stock shall be binding on the Company, and such stock shall not be assessable for calls, nor shall the holders thereof be liable in any way thereon, and the Company may pay for any such property wholly or partly in paid-up shares, or wholly or partly in debentures, as the directors deem proper. Issue of paid-up stock.

23. In all cases where there is a fraction of a mile in the distance which vessels, rafts, goods, wares, merchandise or other commodities or passengers shall be conveyed or transported on the canal, such fraction shall, in ascertaining the rate of charge be deemed and considered as a whole mile; and in all cases where there is a fraction of a ton in the weight of any such goods, wares, merchandise and other commodities, a Rates of charge.

proportion of the said rate shall be demanded and taken by the Company, calculated upon the number of quarters of a ton contained therein; and in all cases where there is a fraction of a quarter of a ton, such fraction shall be deemed and considered as a whole quarter of a ton.

Measurement
of vessels.

24. Every owner or master of a vessel navigating the canal shall permit it to be gauged and measured, and every such owner or master who refuses to permit the same shall forfeit and pay the sum of two hundred dollars; and the proper officer of the Company may gauge and measure all vessels using the canal, and he may mark the tonnage or measurement on every vessel using the canal.

Lands taken
for use of canal
to be separated
by fence, etc.

25. The Company shall, within six months after any land shall be taken for the use of the canal, divide and separate, and shall keep constantly divided and separated, the land so taken, from the lands and grounds adjoining thereto, with a sufficient post and rail, hedge, ditch, bank or other kind of fence sufficient to keep off hogs, sheep and cattle, to be set and made on the lands or grounds purchased by, conveyed to, or vested in the Company, as aforesaid, and shall, at its own cost and charges, from time to time maintain, support and keep in sufficient repair the said posts, fences, rails, hedges, ditches, trenches, banks and other fences so set up and made as aforesaid.

Canal to be
measured.

26. So soon as possible after the canal is completed, the Company shall cause it to be measured, and stones or posts, with proper inscriptions on the sides thereof denoting the distances, shall be erected and maintained at convenient distances from each other.

Sunken
vessels.

27. If any vessel is sunk or grounded in any part of the canal or in any approach thereto, and if the owner or master thereof neglects or refuses to remove it forthwith, the Company may forthwith proceed to have it raised or removed, and may retain possession of it until the charges and expenses necessarily incurred by the Company in so raising and removing it are paid and satisfied; and the Company may sue for and recover in any court of competent jurisdiction such charges and expenses from the owner or master of such vessel.

Crown may
take over
canal.

Notice to
Company.

28. Her Majesty may at any time assume the possession and property of the canal and works, and all the rights, privileges and advantages of the Company, all of which shall, after such assumption, be vested in Her Majesty, on giving to the Company one month's notice thereof, and on paying to the Company the value of the same, to be fixed by three arbitrators or the majority of them, one to be chosen by the Govern-

ment, another by the Company, and a third arbitrator by the two arbitrators; and the arbitrators may, in such valuation, take into account the expenditure of the Company, its property, the business of the canal and other works hereby authorized, and their past, present and prospective business, with interest from the time of the investment thereof.

29. Every person who obstructs, interrupts or impedes the navigation of the canal, or interferes with any of the works belonging thereto, by the introduction of any timber or vessels or any other substance, or by any other means contrary to the provisions of this Act or of the by-laws of the Company, shall for every such offence incur a penalty not to exceed four hundred dollars, one-half of which penalty shall go to the Company and the other half to Her Majesty.

Obstructions
in canal, etc.

30. If the construction of the canal hereby authorized to be constructed is not commenced, and ten per cent on the amount of the capital stock is not expended thereon, within three years from the passing this Act, or if the canal is not finished and put in operation within seven years from the passing of this Act, the powers granted by this Act shall cease and be null and void as respects so much of the canal as then remains uncompleted.

Time for
construction
limited.

31. Any Act hereafter passed by Parliament, or any order of the Governor in Council, with regard to the exclusive use of the canal by the Government at any time, or the carriage of Her Majesty's mails or Her Majesty's forces, and other persons or articles, or the rates to be paid for carrying the same, or in any way respecting the use of any electric telegraph or telephone or any service to be rendered by the Company to the Government, shall not be deemed an infringement of the privileges conferred by this Act.

Use of
canal by
Government.

32. *The Railway Act* shall, so far as applicable, and when not inconsistent with this Act, and except sections 3 to 25, both inclusive, sections 36, 37, 38, 89, subsection 3 of section 93, sections 103, 104, 105, 112, 120, 173 to 177, both inclusive, 179, 180, 182 to 199, both inclusive, 209, 210, 214, 240 to 263, both inclusive, 271 to 274, both inclusive, 276 to 286, both inclusive, and 288 to 293, both inclusive, apply to the Company, and to its canal and works, except the railways and branches authorized under paragraph (f) of section 10 of this Act, to which railways the whole of *The Railway Act* shall apply.

1888, c. 29.

2. Wherever in *The Railway Act* the expression "railway" occurs, it shall, unless the context otherwise requires, and in so far as it applies to the provisions of this Act, or to the Company, mean the "canal" "or other works" hereby authorized to be constructed; and in any section of *The Rail-*

"Railway" to
mean "canal."

“Goods”
to include
“vessel.”

way Act relating to the collection of tolls, where the expressions “passengers” and “goods,” or either of them, occur, such expressions shall be held to include any vessel passing through the canal, whether laden or otherwise.

R.S.C., c. 118. **33.** *The Companies Clauses Act* shall not apply to this Act or to the Company.

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62-63 VICTORIA.

CHAP. 129.

An Act respecting the Welland Power and Supply Canal Company, Limited, and to change its name to the Niagara-Welland Power Company, Limited.

[Assented to 10th July, 1899.]

WHEREAS the Welland Power and Supply Canal Company, Limited, has, by its petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. The name of the Welland Power and Supply Canal Company, Limited, is hereby changed to "The Niagara-Welland Power Company, Limited," hereinafter called "the Company," but such change in name shall not in any way impair, alter or affect the rights or liabilities of the Company, nor in any wise affect any suit or proceeding now pending, or judgment existing either by, or in favour of, or against the Company, which, notwithstanding such change in the name of the Company, may be prosecuted, continued, completed and enforced as if this Act had not been passed.

2. Notwithstanding anything contained in chapter 102 of the statutes of 1894, and chapter 73 of the statutes of 1897, relating to the Welland Power and Supply Canal Company, Limited, the times limited for the commencement and completion of the works of the Company are hereby extended for the period of two years and four years respectively from the twentieth day of May, one thousand eight hundred and ninety-nine, and unless the said works are so commenced and completed the powers conferred upon the Company by Parliament shall cease and be null and void, except as to such portion of the said works as has been commenced and completed and any rights which have been acquired by the Company before the expiration of the times aforesaid.

1894, c. 102,
section 5
amended.

Quorum.

Vacancies.

3. Section 5 of chapter 102 of the statutes of 1894, is hereby amended by adding the following subsection thereto:—

“**2.** Five provisional directors shall form a quorum, and the provisional directors may fill vacancies caused by resignation or otherwise.”

Section 11
amended.

Bond issue.

4. Section 11 of the said Act is hereby amended by substituting the word “five” for the word “three” in the third line thereof; but the total amount of such bonds, debentures, or other securities shall not at any time be greater than seventy-five per cent of the actual paid-up stock of the Company.

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62-63 VICTORIA.

CHAP. 130.

An Act to confer on the Commissioner of Patents certain powers for the relief of George L. Williams.

[Assented to 10th July, 1899.]

WHEREAS George Leonard Williams, having his chief Preamble. place of business at the town of Brampton, in the province of Ontario, has, by his petition, represented that on and prior to the fourteenth day of September, one thousand eight hundred and ninety-eight, he was the holder of letters patent under the seal of the Patent Office dated the fourteenth day of September, one thousand eight hundred and ninety-two, for improvements in boots and shoes, being patent number forty thousand three hundred and forty-five; that on or before the expiration of the first six years of the said letters patent, which were granted for a term of eighteen years, only the partial fee for the first six years being paid upon the issue thereof, the said Williams was entitled, upon application therefor, to a certificate of payment of the additional fee provided by section 22 of *The Patent Act*, chapter 61 of the R.S.C., c. 61, s. 22. Revised Statutes, as amended by section 5 of chapter 24 of 1892, c. 24, s. 5. the statutes of 1892, and section 3 of chapter 34 of the 1893, c. 34, s. 3. statutes of 1893; and whereas the said Williams and others had, prior to the said fourteenth day of September, one thousand eight hundred and ninety-eight, invested a large sum in the equipment of a factory, the extension and advertising of the business dealing in the article covered by the said letters patent, and the establishment of an incorporated company, to wit, the Williams Shoe Company, Limited, for the manufacture of the said patented article known as Williams Patent Adjustable Boot; that the said Williams, an officer of the said company, carrying on business at the time at the town of Milton, inadvertently omitted to make such application before the fourteenth day of September, one thousand eight hundred and ninety-eight, but, soon after the omission was observed, made application to pay the said fee, at which date such application could not be entertained, as the Commissioner of Patents could not then accept the additional fee and grant a certificate of payment thereof; and whereas the said Williams

VOL. II—22½ 339 has,

bas, by his petition, prayed that it be enacted as hereinafter set forth, and it is expedient to grant the prayer of the said petition : Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows :—

Commissioner of Patents may extend duration of letters patent.

1. Notwithstanding anything to the contrary in *The Patent Act*, or in the letters patent mentioned in the preamble, the Commissioner of Patents may receive from George Leonard Williams the application for a certificate of payment and the usual fees upon the said letters patent for the remainder of the term of eighteen years from the date thereof, and may grant and issue to the said George Leonard Williams the certificate of payment of fees provided by *The Patent Act*, and an extension of the period of the duration of the said letters patent to the full term of eighteen years in as full and ample a manner as if application therefor had been duly made within six years from the date of the issue of the said letters patent.

Rights of third persons saved.

2. Any person who has, within the period between the fourteenth day of September, one thousand eight hundred and ninety-eight, and the extension hereunder of the said letters patent, acquired by assignment, user, manufacture or otherwise, any interest or right in respect of such improvements or invention, shall continue to enjoy the same as if this Act had not been passed.

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62-63 VICTORIA.

CHAP. 131.

An Act to incorporate the Yale-Kootenay Telegraph Company (Limited).

[Assented to 11th August, 1899.]

WHEREAS a petition has been presented praying that it Preamble.
be enacted as hereinafter set forth, and it is expedient to
grant the prayer of the said petition : Therefore Her Majesty,
by and with the advice and consent of the Senate and House
of Commons of Canada, declares and enacts as follows :—

1. Daniel Chase Corbin, of Spokane, United States, John Incorporation.
Dean, of Rossland, and Duncan Ross, of Greenwood, both in
the province of British Columbia, together with such per-
sons as become shareholders in the company, are hereby
incorporated under the name of "The Yale-Kootenay Tele- Corporate
graph Company, Limited," hereinafter called "the Company." name.

2. The undertaking of the Company is hereby declared to Declaratory.
be a work for the general advantage of Canada.

3. The persons named in section 1 of this Act and E. V. Provisional
Bodwell and L. P. Duff, both of the city of Victoria, in the directors.
said province, are hereby constituted the first or provisional
directors of the Company, a majority of whom shall be a
quorum ; and they may forthwith open stock books, and pro-
cure subscriptions of stock for the undertaking, and receive
payments on account of stock subscribed, and carry on the
business of the Company.

4. The capital stock of the Company shall be fifty thousand Capital stock.
dollars, divided into shares of one hundred dollars each.

2. No one call shall exceed ten per cent on the shares sub- Calls.
scribed.

3. The directors may, with the approval of the Governor Increase of
in Council, after the whole capital stock has been subscribed capital.
for, and fifty per cent paid in thereon in cash, increase the
amount of the capital stock, from time to time, to an amount
not exceeding two hundred thousand dollars, but the stock

Confirmation
by share-
holders.

shall not be so increased until the resolution of the board of directors, authorizing such increase, has first been submitted to and confirmed by two-thirds of the votes of the shareholders present, or represented by proxy, at a special general meeting of the shareholders, duly called for that purpose, at which meeting shareholders representing the whole of the capital stock are present or represented by proxy.

Head office.

5. The head office of the Company shall be in the city of Greenwood, in the district of Yale, in the province of British Columbia, or at such other place in the said province as the directors from time to time determine by by-law.

First genera
meeting

6. When and so soon as fifty per cent of the capital stock has been subscribed, and twenty-five per cent of that amount has been paid into some chartered bank in Canada, the provisional directors shall call a meeting of the shareholders of the Company at some time and place to be named by the provisional directors, at which meeting the shareholders present, or represented by proxy, who have paid not less than ten per cent on the amount of shares subscribed for by them, shall elect a board of five directors.

Election of
directors.

Shareholders
only may hold
proxies.

Notice of
meeting.

2. Only shareholders eligible to vote may act as proxies at any meeting of the Company.

3. Notice of such meeting shall be sufficiently given by mailing the same, postage prepaid, to the last known post office address of each shareholder, at least four weeks previous to the date of such meeting.

Annual
general
meeting.

7. The annual general meeting of the shareholders shall be held on the third Monday in September in each year, or on such other day in each year as the directors, from time to time, determine by by-law.

Election of
directors.

2. At such meeting the shareholders present, or represented by proxy, who have paid all calls due on their shares, shall choose five persons to be directors, one or more of whom may be paid directors, and a majority of whom shall be a quorum.

Powers of
Company.

Telegraph and
telephone
lines.

8. The Company may—

(a.) construct and operate lines of electric telegraph and telephone, with the necessary connections, for the transmission of messages between such points as the Company may deem expedient in the districts of Yale, West Kootenay and East Kootenay, in the province of British Columbia, in, under, upon and across any water, and the shore or bed thereof, and upon, along, across or under any highway or public place or over Crown lands in the said districts; provided that such lines shall be constructed and maintained so as not to interfere with the public use of such highways, nor injuriously interrupt the navigation of any navigable water;

Proviso.

(b.) construct, acquire and operate any line of telegraph or telephone to connect the Company's lines above mentioned with any other lines of telegraph and telephone in Canada or the United States ;

Connecting lines.

(c.) acquire, use, license, and dispose of any inventions, letters patent of invention, or the right to use any inventions in any way connected with or pertaining to the business of the Company ;

Acquisition of patent rights.

(d.) establish offices for the transmission of messages for the public, transmit such messages, and collect tolls for so doing ;

Transmission of messages.

(e.) enter into arrangements with any other telegraph or telephone company for the exchange and transmission of messages, or for the working, in whole or in part, of the lines of the Company ;

Arrangements with other companies.

(f.) receive from any government or person, in aid of the construction, equipment or maintenance of any of its works, grants of land, gifts of money or securities for money, and may dispose of such property as is not required for the purposes of the Company ;

Aid may be received.

(g.) acquire and hold such lands as may be necessary for the purposes of its undertaking.

Lands may be acquired.

9. The Company may enter upon the lands of any person, and survey the same, and set out and ascertain such parts thereof as it thinks necessary and proper for the construction of its lines of telegraph or telephone, and take possession of and use the said lands for such purposes, and, when the said lines pass through any wood, may cut down the trees and underwood for the space of fifty feet on each side of the said lines, doing as little damage as possible in the execution of the several powers hereby granted ; and the Company shall make compensation and satisfaction, whenever required so to do, to the owners or occupiers of, or the persons interested in, the lands so entered upon, for all damage by them sustained resulting from the execution of any of the powers granted by this Act.

Expropriation of lands.

Compensation.

2. If the Company cannot agree with the owner or occupier of any lands which it may take for the purposes aforesaid, with respect to any damage done thereto by constructing its lines, the Company and such owner or occupier shall each choose an arbitrator, and the said arbitrators shall choose a third, and the decision on the matter in difference of any two of such arbitrators, in writing, shall be final ; and if the said owner or occupier, or the Company, neglects or refuses to choose an arbitrator within four days after notice in writing, and upon proof of personal service of such notice, or if such two arbitrators, when duly chosen, disagree in the choice of a third arbitrator, then, and in any such case, the Minister of Public Works may appoint any such arbitrator, or such third arbitrator, as the case may be, and the arbitrator so appointed shall

Proceedings when parties cannot agree.

shall possess the same power as if chosen in the manner above provided.

Rates to be approved.

10. No rates or charges shall be demanded or taken from any person for the transmission of any message by telegraph or telephone, or for leasing or using the telegraphs or telephones of the Company, until such rates or charges have been approved by the Governor in Council.

Connection with other lines.

11. The Company may operate any of its lines in connection with the lines of the Spokane Northern Telegraph Company, or of any other telegraph or telephone company in the United States, or with the lines of any telegraph or telephone company which is now or hereafter may be empowered to carry on business in the said districts of Yale, West Kootenay, East Kootenay, or in any other district or part of the province of British Columbia; and the Company may also sell or lease the Company's lines, or any part thereof, to the said Spokane Northern Telegraph Company, or to any other telegraph or telephone company which is now or may hereafter be empowered to carry on business in the province of British Columbia, or may amalgamate the undertaking of the Company with that of any other such telegraph or telephone company in British Columbia, and the Company may, from time to time, enter into such contracts, or arrangements for the transmission and exchange of messages and distribution of rates or charges with any other telegraph or telephone company in the province of British Columbia, or in the United States, as the Company deems necessary or expedient for the purposes of its undertaking.

Approval of shareholders and Governor in Council.

2. Any such agreement for the sale, lease or amalgamation of the Company's undertaking to, or with, that of any other such telegraph or telephone company, shall first be approved of by two-thirds of the votes of the shareholders of the Company at a special general meeting of its shareholders duly called for the purpose of considering it,—at which meeting shareholders representing at least two-thirds in value of the stock are present, or represented by proxy—and such agreement shall also receive the sanction of the Governor in Council.

Notice of application for sanction.

3. Such sanction shall not be signified until after notice of the proposed application therefor has been published for two months in *The Canada Gazette* and in one newspaper in the district in which the Company is carrying on operations for the time being.

Borrowing powers.

12. The Company may borrow such sums of money as may be necessary for carrying out any of its objects or purposes; and the directors may also, whenever authorized by by-law for that purpose, approved by the votes of the holders of at least two-thirds in value of the subscribed stock of the Company present or represented by proxy at a special general

meeting of the Company called for the purpose of considering such by-law, borrow such sums of money, not exceeding in amount seventy-five per cent of the paid-up capital stock of the Company, as the shareholders deem necessary, and may issue bonds or debentures therefor in sums of not less than one hundred dollars each, at such rate of interest, and payable at such times and places, and secured in such manner, by mortgage or otherwise, as a first charge upon the whole or any portion of the undertaking, property and assets of the Company as may be prescribed by such by-law, or be decided upon by the directors under the authority thereof, and the Company may make such provision respecting the redemption of such securities as may be deemed proper.

Debentures.

13. Sections 18 and 39 of *The Companies Clauses Act* shall not apply to the Company. R.S.C., c. 118.

14. *The Electric Telegraph Companies Act* shall apply to the Company. R.S.C., c. 132.

15. The Company may, with the consent of the municipal council or other authority having jurisdiction over any highway, square or other public place, enter thereon for the purpose of constructing and maintaining its lines of telegraph and telephone, and, as often as the Company thinks proper, may break up and open any highway, square, or other public place, subject, however to the following provisions:—

Power to enter upon highway, etc.

Break up highway.

(a.) The Company shall not interfere with the public right of travel, or in any way obstruct the entrance to any door or gateway, or free access to any building;

Travel not to be obstructed.

(b.) The Company shall not permit any wire to be less than twenty-two feet above such highway or public place, nor, without the consent of the municipal council, erect more than one line of poles along any highway;

Height of wires.

(c.) All poles shall be as nearly as possible straight and perpendicular, and shall, in cities, towns, and incorporated villages, be painted, if so required by any by-law of the council;

Kind of poles.

(d.) The Company shall not be entitled to damages on account of its poles or wires being cut by direction of the officer in charge of the fire brigade at any fire, if, in the opinion of such officer, it is advisable that such poles or wires be cut;

Cutting poles or wires in case of fire.

(e.) The Company shall not cut down or mutilate any shade, fruit or ornamental tree without the approval of the corporation of the municipality in which it is situate, and then only so far as it may be necessary;

Injury to trees.

(f.) The opening up of streets, squares, or other public places, for the erection of poles, or for carrying wires under ground, shall be subject to the direction and approval of such person as the municipal council appoints, and shall be done in such manner as the said council directs; the council may also

Supervision of municipality.

- Surface of street to be restored. designate the places where such poles shall be erected ; and the streets, squares, or other public places shall, without any unnecessary delay, be restored, as far as possible, to their former condition, by and at the expense of the Company ;
- Future legis- lation as to carrying wires under ground. (g.) In case efficient means are devised for carrying telegraph or telephone wires under ground, no Act of Parliament requiring the Company to adopt such means, and abrogating the right given by this section to carry lines on poles, shall be deemed an infringement of the privileges granted by this Act, and the Company shall not be entitled to damages therefor ;
- Workmen to wear badges. (h.) Every person employed upon the work of erecting or repairing any line or instrument of the Company shall have conspicuously attached to his dress a badge, on which are legibly inscribed the name of the Company and a number by which he can be readily identified ;
- Private rights. (i.) Nothing herein contained shall be deemed to authorize the Company to enter upon any private property for the purpose of erecting, maintaining or repairing any of its works, without the previous assent of the owner or occupant of the property for the time being ;
- Temporary removal of wires and poles. (j.) If for the purpose of removing buildings, or in the exercise of the public right of travel, it is necessary that the said wires or poles be temporarily removed, by cutting or otherwise, the Company shall, at its own expense, upon reasonable notice in writing from any person requiring it, remove such wires and poles ; and in default of the Company so doing, such person may remove such wires and poles at the expense of the Company. The said notice may be given either at any office of the Company, or to any agent or officer of the Company in the municipality wherein are the wires or poles required to be removed, or, in the case of a municipality wherein there is no such agent or officer, then either at the head office, or to any agent or officer of the Company in the nearest or any adjoining municipality to that in which such wires or poles are ;
- Notice to Company. (k.) The Company shall be responsible for all damage which it causes in carrying out or maintaining any of its said works.
- Liability for damage.

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62-63 VICTORIA.

CHAP. 132.

An Act for the relief of Abraham Aronsberg.

[Assented to 11th August, 1899.]

WHEREAS Abraham Aronsberg, of the city of Montreal, Preamble. in the province of Quebec, optician, has, by his petition, humbly set forth that, on the eleventh day of April, eighteen hundred and eighty-two, he was lawfully married to Lottie Hurrión, at Liverpool, in England; that after their said marriage they came to Canada and became domiciled there; that there was born of the marriage one child; that they lived and cohabited together as husband and wife, in Canada, from May, eighteen hundred and eighty-two, until November, eighteen hundred and ninety-five, when,—unhappy differences having arisen between them,—they separated, at Toronto, where they then resided, and have never since lived and cohabited together; that after their said separation he discovered, as the fact was, that his said wife had committed and was living in adultery with John P. Dunning of Toronto, aforesaid, commercial traveller, she having, on the twenty-eighth day of April, eighteen hundred and ninety-seven, gone through a form of marriage with the said Dunning at Sioux Falls in the said state of South Dakota; that in the following July the said Abraham Aronsberg left Toronto and went to reside in Montreal; that the said Lottie Hurrión and the said Dunning have ever since been and are still living and keeping house and cohabiting together as man and wife, in Toronto aforesaid and are notoriously known there as so doing; and whereas the said Abraham Aronsberg has humbly prayed that his said marriage may be dissolved so as to enable him to marry again, and that such further relief may be afforded him as may seem meet; and whereas he has proved the allegations of his said petition and has established the adultery above mentioned; and it is expedient that the prayer of his said petition should be granted: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

Marriage
dissolved.

1. The said marriage between the said Abraham Aronsberg and Lottie Hurrion, his wife, is hereby dissolved, and shall be from henceforth null and void to all intents and purposes whatsoever.

Right to
marry again.

2. The said Abraham Aronsberg may, at any time hereafter, marry any other woman whom he might lawfully marry in case his said marriage with the said Lottie Hurrion had not been solemnized.

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62-63 VICTORIA.

CHAP. 133.

An Act for the relief of Annie Inkson Dowding.

[Assented to 10th July, 1899.]

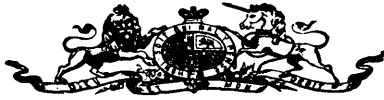
WHEREAS Annie Inkson Dowding, of the city of Hamilton, in the county of Wentworth, in the province of Ontario, wife of Frederick Charles Dowding, of the city of Buffalo, in the county of Erie, in the state of New York, one of the United States of America, has by her petition set forth that, on the twenty-fourth of January, one thousand eight hundred and ninety-four, she was lawfully married, at the city of Toronto in the county of York, in the province of Ontario, to the said Frederick Charles Dowding; that there was born of the said marriage one child still living, namely, Harry Dowding, born on the third day of June, one thousand eight hundred and ninety-five; that they cohabited together as husband and wife until the year one thousand eight hundred and ninety-seven, when without lawful reason or excuse he deserted her; that he has ever since continued to live apart from her and has committed adultery: And whereas she has humbly prayed that the said marriage may be dissolved, and that she may be authorized to marry again, and that such further relief may be afforded her as is deemed meet: And whereas she has proved the said allegations of her said petition, and it is expedient that the prayer thereof be granted: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. The said marriage between the said Annie Inkson Dowding and Frederick Charles Dowding her husband is hereby dissolved, and shall be henceforth null and void to all intents and purposes whatsoever.

Marriage dissolved.

2. The said Annie Inkson Dowding may at any time hereafter marry any man whom she might lawfully marry if the said marriage with the said Frederick Charles Dowding had not been solemnized.

Right to marry again.



62-63 VICTORIA.

CHAP. 134.

An Act for the relief of David Stock.

[Assented to 10th July, 1899.]

WHEREAS David Stock of the city of Toronto, in the pro-^{Preamble.}vince of Ontario, machinist, has, by his petition, humbly set forth that on the first day of July, one thousand eight hundred and seventy-five, he was married to Mary Stock, formerly Mary Spaulding, by license, at the city of Toronto, in the province of Ontario; that they lived and cohabited together as husband and wife from the said day till the twenty-second of March, one thousand eight hundred and ninety-three; that there were born of the said marriage nine children, seven of whom are still living; that on or about the twenty-second of March, one thousand eight hundred and ninety-three, she deserted him and has not since then resided with him; that on or about the tenth of December, one thousand eight hundred and ninety-three, she (under the name of Mary Spaulding) went through a form of marriage with one William Jones, of the city of Toronto; that on the fifth of November, one thousand eight hundred and ninety-four, she was charged before George Taylor Denison, Esquire, police magistrate in and for the city of Toronto, with having committed bigamy with the said William Jones, and on the fifteenth day of the same month she pleaded guilty to the said charge of bigamy, was convicted thereof and was sentenced by the said magistrate to imprisonment for a term of sixty days in the common jail at Toronto; that after her release at the expiration of the said term of sixty days she continued to live and cohabit with the said William Jones as his wife and has had by him two children, and still continues to reside with the said William Jones at the city of Toronto; and whereas the said David Stock has humbly prayed that the said marriage may be dissolved so as to enable him to marry again and that such further relief may be afforded him as may be deemed meet; and whereas the said David Stock has proved the said allegations in his said petition, and it is expedient that the prayer of the said

petition should be granted : Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows :—

Marriage dissolved.

1. The said marriage between the said David Stock and the said Mary Stock, his wife, is hereby dissolved and shall be from henceforth null and void to all intents and purposes whatsoever.

Right to marry again.

2. The said David Stock may at any time hereafter contract matrimony with any other woman whom he might lawfully marry in case the said first mentioned marriage with the said Mary Stock had not been solemnized.

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62-63 VICTORIA.

CHAP. 135.

An Act for the relief of Isaac Stephen Gerow Van Wart.

[Assented to 11th August, 1899.]

WHEREAS Isaac Stephen Gerow Van Wart, of the city of ^{Preamble.} Calgary, in the district of Alberta, in the North-west Territories of Canada, merchant, has, by his petition, set forth that, on the first day of March, one thousand eight hundred and eighty-four, he was lawfully married, at the city of Fredericton, in the province of New Brunswick, to Annie Mae Van Wart, whose maiden name was Annie Mae Tibbits; that there were born of the said marriage two children, both of whom are now living; that, in or about the month of December, one thousand eight hundred and ninety-one, she deserted him and has not resided with him since that time; that, on or about the twenty-third of September, one thousand eight hundred and ninety-six, she went through a form of marriage with one H. LeBaron Smith at the city of Oakland, in the state of California; that ever since the said twenty-third of September, the said H. LeBaron Smith and she have cohabited together as man and wife; and whereas the said Isaac Stephen Gerow Van Wart has humbly prayed that the said marriage may be dissolved and that he may be authorized to marry again, and that such further relief may be afforded to him as may be deemed meet; and whereas he has proved the said allegations of his petition and it is expedient that the prayer thereof should be granted: Therefore Her Majesty, by and with the advice and consent of the Senate and House of Commons of Canada, enacts as follows:—

1. The said marriage between the said Isaac Stephen Gerow Van Wart and Annie Mae Van Wart, his wife, is hereby ^{Marriage dissolved.} dissolved and shall be henceforth null and void to all intents and purposes whatsoever.

Right to
marry again.

2. The said Isaac Stephen Gerow Van Wart may, at any time hereafter, marry any woman whom he might lawfully marry in case the said marriage with the said Annie Mae Van Wart had not been solemnized.

OTTAWA : Printed by SAMUEL EDWARD DAWSON, Law Printer to the Queen's
most Excellent Majesty.

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