



No. 16.

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1st Session, 2nd Parliament, 36 Victoria, 1873.

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BILL.

An Act to incorporate the Citizen Printing  
and Publishing Company (Limited).

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PRIVATE BILL.

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MR. CURRIER.

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OTTAWA :

Printed by I. B. TAYLOR, 29, 31 and 33 Rideau Street.

1873.

**An Act to incorporate the Citizen Printing and Publishing Company (Limited).**

**W**HEREAS the undermentioned persons have by their petition represented that they have opened in the City of Ottawa a printing and publishing establishment in which the business of "The Citizen" Newspaper, and other general printing and publishing business is conducted, and of which and of the copyrights, interests, property, and assets connected therewith, the following persons and others are the proprietors, namely:— Charles H. Carriere, George C. Holland and Andrew Holland, and that it is intended by the said persons to establish branch offices for the said newspaper and business in the several Provinces of the Dominion; And whereas, it is represented that the said persons have invested a large amount of capital in the said business, and are desirous of associating others with them in the ownership of the said newspaper and printing and publishing business, and of carrying on the said business in the several Provinces of the Dominion; And whereas, for securing greater efficiency and permanency in carrying on the same they are further desirous of obtaining an act of incorporation, and it is expedient that the prayer of their petition to that effect 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. Charles H. Carriere, George C. Holland and Andrew Holland, together with all such other persons as now are or may hereafter become shareholders in the Company hereby created, shall be and they are hereby constituted a body politic and corporate by the name of the "Citizen Printing and Publishing Company, (limited)," and may by that name sue and be sued, implead and be impleaded, answer and be answered, defend and be defended, in all Courts of Law and Equity; and by that name they and their successors shall have perpetual succession, and may have a common seal, and may change and alter the same at pleasure; may establish agencies for the sale of the said newspaper in the several Provinces of the Dominion; may acquire for themselves and successors, under any legal title whatsoever, property real and personal; may alienate, sell, convey, lease, or otherwise dispose of the same or any part thereof, from time to time as occasion may require, for such price or prices, and on such terms and conditions as they may see fit.

2. The said Company is hereby constituted for the purpose of carrying on the publication of the said "Citizen" newspaper, and generally for carrying on the business of printing, publishing, stereotyping, engraving, wood-cutting, lithographing, and book-binding, and to deal in and vend all articles of merchandise connected therewith; the head office of the Company shall be in Ottawa, with establishments or branch offices in the capitals of

Preamble.

Certain persons incorporated.

Corporate name and powers.

Agencies.

Property.

Objects of the Corporation.

the several Provinces, and in any other cities, towns or places of the Dominion in which the Company may see fit to carry on business.

- Capital stock.** 3. The capital stock of the said company shall be one hundred thousand dollars, divided into one thousand shares of one hundred dollars each; and the said stock shall be deemed personal estate, and shall be transferable in such manner only, and subject to such conditions and restrictions as by the by-laws of the Company shall be prescribed. 5
- Provisional Directors.** 4. To enable the Corporation to carry out the objects before mentioned the said Andrew Holland, Geo. C. Holland and Chas. H. Carriere are hereby constituted Provisional Directors of the Company, who shall have power and authority to manage the affairs of the Company until Directors under the provisions of this Act shall be elected in their place; and the said Provisional Directors shall have power to open stock books, receive subscriptions of stock or shares, and generally to do all matters and things necessary for the full organization and working of the Company. 15
- Powers.**
- First meeting of Shareholders.** 5. So soon as one thousand shares of the Capital Stock shall have been subscribed, the Provisional Directors shall call a general meeting of the Shareholders in the City of Ottawa, of which meeting not less than ten days' notice shall have been given by public advertisement in the "Citizen" newspaper, for the purpose of passing by-laws for the management of the affairs of the Company, the election of Directors, who shall be three in number, the appointment of officers, and generally for the exercise of the powers conferred on the Shareholders by this Act and by the Canada Joint Stock Companies Clauses Act, 1869. 25
- Powers of Provisional Directors to cease.** 6. So soon as Directors shall have been appointed under the next preceding section, the powers and functions of the Provisional Directors shall cease and determine. 30
- Financial statement at yearly meeting.** 7. At each annual meeting it shall be the duty of the Shareholders present to estimate and establish by resolution the then actual value of the Shares of the Stock of the Company, such estimate to be based on the financial result of the operations of the Company, as exhibited by the statement of its affairs then before them; and in case at any time during the then next ensuing year any Shares in the Stock of the Company are offered for sale, and the sale thereof has not been entered on the books of the Company, or have become transmitted by bequest, inheritance, the marriage of a female Shareholder, or in any other way whatsoever, then the said Company shall during the two months next after such sale, offer for sale, or transmission has been notified to the Company, have the privilege of acquiring such shares so to be sold or so transmitted as aforesaid, upon payment or tender of the price of such shares calculated at the value thereof as established at the then last annual meeting, the Company having the first preference of purchase, and then the Shareholders, and in such order and on such conditions as regards the respective Shareholders as may be fixed by the by-laws of the Company. 40 50
- Privilege of Company to purchase shares offered for sale.**
- Liability of Shareholders limited.** 8. The Shareholders 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 amount of their respective shares in the capital stock thereof: Provided always, that among the officers of the Company there shall be a Printer and Publisher who shall be held responsible in any criminal proceeding for libellous matter published in the said "Citizen" newspaper, and the said Printer and Publisher shall in like manner be held responsible in any criminal proceeding for libellous matter printed and published in any book, pamphlet, or other printed matter issuing from the establishment of the said "Citizen" Printing and Publishing Company, and in every issue of the said newspaper shall be contained the full name and residence of the party holding such office as Printer and Publisher.

Liability of  
Printer and  
Publisher.

9. Every executor, administrator, tutor, curator, guardian or trustee shall represent the stock in his hands at all meetings of the Company and may vote accordingly as a shareholder, and shall be eligible as a director, and every person who pledges his stock by any instrument disclosing the conditional nature of the transfer may nevertheless represent the same at all such meetings and may vote accordingly as a shareholder.

Executor, &c.  
may vote on  
shares held by  
them as such.

10. The Charter of the Company shall be forfeited by non user, during three consecutive years at any one time, or if the Company do not go into actual operation, within three years after it is granted.

Forfeiture for  
non-user.

11. The Corporate rights hereby conferred shall at all times hereafter be subject to the provisions of any general enactment hereafter to be passed respecting incorporated Companies, and except as altered herein, to the provisions contained in the "Canada Joint Stock Companies Clauses Act 1869," so far as they are applicable.

Act subject to  
any General  
Act.