
5th Session, 8th Parliament, 29 30 Vic., 1866.

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BILL.

An Act to incorporate the Bank of London.

(PRIVATE BILL.)

Received and read, first time, Friday, the
22nd June, 1866.
Second reading, Wednesday, 27th June, 1866

Hon. Mr. LEONARD.

OTTAWA :

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BILL.

An Act to incorporate the Bank of London.

WHEREAS the Venerable Archdeacon Hellmuth, D.D., the Preamble.
Honorab^{le} Elijah Leonard, M.L.C., Crowell Wilson, M.P.P.,
George Macbeth, Major Richard J. Evans, E. W. Hyman, J. B.
Strathy, V. Cronyn, C. Stead, J. G. McIntosh, Richard Bayly, J. C.
5 Meredith, H. S. Strathy and others, have by their petition prayed that
they and their legal representatives might be incorporated for the
purpose of establishing a Bank in the City of London; and whereas it
is desirable and just that the said persons, and others who see fit to
associate themselves with them, should be incorporated for the said
10 purpose; Therefore, Her Majesty, by and with the advice and consent
of the Legislative Council and Assembly of Canada, enacts as follows:—

1. The several persons hereinbefore named, and such other persons Certain persons
as may become shareholders in the Company to be by this Act created, incorporated.
and their assigns shall be, and they are hereby created, constituted,
15 and declared to be a corporation, body corporate and politic, by the
name of "The Bank of London," and shall continue such corporation, Corporate
and shall have perpetual succession, and a corporate seal with power to name and
alter and change the same at pleasure, and may sue and be sued, powers.
implead or be impleaded, in all Courts of Law as other corporations
20 may do, and shall have the power to acquire and hold real and immovable
estate for the management of their business, not exceeding the yearly
value of Ten thousand dollars, and may sell, alienate or exchange the
same and acquire other instead.

2. The capital stock of the said Bank hereby incorporated shall be Capital stock
25 One million of dollars, divided into Twenty thousand shares, of fifty and number
dollars each, which said shares shall be, and are hereby vested in the of shares.
several persons who shall subscribe for the same, their heirs, legal
representatives and assigns.

3. For the purpose of organizing the said Bank, and of raising the Opening
30 amount of the said capital stock, the persons hereinbefore mentioned stock books.
shall be Provisional Directors thereof; and they or the majority of them
may cause stock books to be opened, after giving due public notice; upon
which stock books shall and may be received the signatures and
subscriptions of such persons or parties as desire to become shareholders
35 in the said Bank; and such books shall be opened at London and
elsewhere, at the discretion of the said Provisional Directors, and shall
be kept open so long as they shall deem necessary; and so soon as
Four hundred thousand dollars of the capital stock shall have been
subscribed upon the said stock books, and One hundred thousand
40 dollars thereof actually-paid in thereupon, a public meeting shall be
called of the subscribers thereof by notice published, at least two weeks First meeting
in two of the newspapers of the City of London, such meeting to be of subscribers
held at such times as such notice shall indicate, at which meeting each
shareholder shall have one vote for every share by him held in the

stock of the said Bank; and at such meeting the subscribers shall proceed to elect seven directors having the requisite stock qualification, who shall from thence forward manage the affairs of the said corporation, shall take charge of the stockbooks hereinbefore referred to, and shall continue in office until the first Monday in July, which shall be in the year next after the year in which they are so elected, and until their successors in office shall be duly elected; and the said election shall be had in the same manner as the annual election hereinafter provided for, as respects the regulating of votes according to the number of shares subscribed for; and immediately upon such election being had, the functions of the said Provisional Directors shall cease.

Payment of instalments on capital stock.

4. The shares of the capital stock subscribed for shall be paid in and by such instalments, and at such times and places as the said Directors shall appoint; and executors, administrators and curators paying instalments upon the shares of deceased shareholders shall be, and are hereby respectively indemnified for paying the same; provided always, that no share or shares shall be held to be lawfully subscribed for, unless a sum equal, at least, to ten per cent on the amount subscribed for be actually paid at the time of subscribing, or within thirty days of that time. Provided further, that the remainder of the capital stock, over and above the said sum of Four hundred thousand dollars shall be subscribed for, and at least the sum of Five hundred thousand dollars in all shall be paid up within five years after the said Bank shall have so commenced the business of banking under penalty of forfeiture of their Charter.

Certain amounts to be paid up within five years.

Certain amounts of capital need not be called in.

5. After the payment of calls upon the subscribed capital of the said Bank, to the extent of five hundred thousand dollars, it shall not be obligatory upon the said corporation to call in the remainder of such subscribed capital, but the same may be called in or not called in, either in whole or in part, as the Directors may, from time to time, determine; provided always, that nothing herein contained shall affect the limitations fixed by this Act in respect of the amount of notes or bills which the said Bank may issue, or in respect of the amount of debt which the said Bank may owe, or in respect of the liability of the shareholders for double the amount of their subscribed stock.

The Directors may make calls and sue for them.

And forfeit shares.

Actions for calls.

Declaration.

What to be proved

And what not to be proved.

6. The Directors for the time being, or a majority of them, shall have power to make such calls of money from the several shareholders for the time being, upon the shares subscribed for in the said Bank by them respectively, as the said Board find necessary, and in the corporate name of the said Bank to sue for, recover and get in all such calls, or to cause and declare such shares forfeited to the said Bank in case of non payment of any such call; and an action may be brought to recover any money due on any such call; and it shall not be necessary to set forth the special matter in the declaration, but it shall be sufficient to allege that the defendant is holder of one share or more, as the case may be, in the capital stock of the said Bank, and is indebted for calls upon said share or shares, to the said Bank, in the sum to which the call or calls amount, as the case may be, stating the amount and number of such calls, whereby an action hath accrued to the said corporation to recover the same from such defendant by virtue of this Act; and it shall be sufficient to maintain such action to prove by any one witness, a shareholder being competent, that the defendant, at the time of making such call, was a shareholder in the number of shares alleged, and to produce the by-law or resolution of the Board making and prescribing such call, and to prove notice thereof given in conformity with such by-law or resolution; and it shall not be necessary to prove the appointment of the said Board of Directors or any other matter whatsoever; provided

that each such call shall be made at intervals of thirty days upon notice to be given at least thirty days prior to the day on which such call shall be payable; and no such call shall exceed ten per cent of each share subscribed. Proviso as to calls.

5 7. The chief place or seat of business of the said corporation shall be in the City of London aforesaid; but it shall and may be lawful for the directors of the corporation to open and establish, in other cities, towns, and places in this Province, branches or offices of discount and deposit of the said corporation, under such rules and regulations for Chief place of business to be London. Branches elsewhere.

10 the good and faithful management of the same, as to the directors shall from time to time seem meet, and as shall not be repugnant to any law of this Province, to this act, or to the by-laws of the said corporation.

8. For the management of the affairs of the said corporation, there shall be seven directors, who shall be annually elected by the share- Affairs to be managed by seven Directors, to be elected yearly.

15 holders of the capital stock of the corporation, at a general meeting of them to be held annually on the first monday in July, beginning on the first monday in July which shall be in the year next after the first election of Directors hereinbefore provided for; and the Directors elected by a majority of votes shall be capable of serving as Directors

20 for the ensuing twelve months; and at their first meeting after such election shall choose out of their number a President and Vice-President who shall hold their offices respectively during the same period; and in case of vacancy occurring in the said number of seven Directors the remaining Directors shall fill the same by election from among the

25 shareholders; and the Director so elected shall be capable of serving as a director until the next annual general meeting of the shareholders; and if the vacancy occurring in the said number of seven Directors shall also cause the vacancy of the office of President or Vice-President, Vacancies—how filled.

30 the Directors, at their first meeting after their number shall have been completed as aforesaid, shall fill the vacant office by choice or election from among themselves; and the Director so chosen or elected shall fill the office to which he shall be so chosen or elected until the next annual general meeting of the shareholders; and if it should

35 happen at any election, that two or more persons have an equal number of votes, then the Directors who shall have had a greater number of votes or the majority shall determine which of the said persons so having an equal number of votes shall be the Director or Directors, so as to complete the whole number of seven; Proviso: qualification of Directors. Provided always that each of the directors shall be holder, and proprietor in his own name, of not

40 less than twenty shares of the capital stock of the said corporation, upon which not less than one thousand dollars shall have been paid up, and shall be a natural born or naturalized subject of Her Majesty, and shall have resided seven years in Canada.

9. If at any time it shall happen that an election of Directors shall Failure of election not to dissolve this corporation.

45 not be made or take effect on the day fixed by this Act, the said corporation shall not be deemed or taken to be thereby dissolved; but it shall be lawful at any subsequent time to make such election at a general meeting of the shareholders to be duly called for that purpose.

10. The books, correspondence and funds of the corporation shall Books, &c., of corporation to be subject to inspection of Directors.

50 at all times be subject to the inspection of the Directors; but no shareholder not being a Director shall inspect or be allowed to inspect the account or accounts of any person or persons dealing with the corporation.

11. At all meetings of the Directors of the said corporation not less Four Directors to constitute a quorum.

55 than four of them shall constitute a Board or a quorum for the transaction of business; and at the said meetings the President, or in his

absence the Vice President, or in their absence, one of the Directors present, to be chosen *pro tempore*, shall preside; and the President, Vice-President or President *pro tempore* so presiding shall vote as a Director; and, if there be an equal division on any question, shall have a

Casting vote. casting vote.

5

Directors
may make
By-laws, &c.

12. It shall and may be lawful for the Directors of the corporation hereby constituted from time to time to make and enact by-laws, rules and regulations (the same not being repugnant to this Act or to the laws of this Province) for the proper management of the affairs of the said corporation, and from time to time to alter or repeal the same, 10
and others to make and enact in their stead; Provided always, that no by-law, rule or regulation so made by the Directors shall have force or effect until the same shall, after six weeks public notice, have been confirmed by the shareholders at an annual general meeting or a special general meeting called for that purpose. 15

Proviso.

By-laws subject to confirmation of shareholders.

Remuneration of Directors.

13. The directors including the said president and vice-president shall be entitled to such emolument for their services as may be fixed by any by-law as herein before provided.

Directors
may appoint
Cashiers and
officers.

14. The directors of the said corporation shall have power to appoint such cashiers, officers, clerks, and servants under them as shall be 20
necessary for conducting the business of the corporation, and to allow reasonable compensation for their services respectively; and, also shall be capable of exercising such power and authority, for the well governing and ordering of the affairs of the corporation, as shall be prescribed by the by-laws thereof; provided always, that before 25
permitting any cashier, officer, clerk, or servant of the corporation to enter upon the duties of his office, the directors shall require every such cashier, officer, clerk or servant to give bond to the satisfaction of the directors in such sum of money as the directors consider adequate to the trust to be reposed, with conditions for good and faithful behaviour. 30

Proviso:
they must
take security
from officers.

Directors
may make
half-yearly
dividends.

15. It shall be the duty of the directors to make half yearly dividends of so much of the profits of the corporation as to them shall appear advisable; and such dividends shall be payable at such place or places as the directors shall appoint, and of which they shall give public notice thirty days previously: provided always that such dividend shall not in any manner lessen or impair the capital stock of the corporation. 35

Proviso.

Annual meeting of stockholders for election of Directors.

16. The annual general meeting of the shareholders of the corporation to be held in the city of London, on the first Monday in the month of July, in each year, for the purpose of electing directors, in the 40
manner hereinbefore provided, shall also take into consideration all other matters generally touching the affairs and the management of the affairs of the corporation; and at each of the said annual general meetings the directors shall submit a full and clear statement of the affairs of the corporation, containing on the one part the amount of 45
capital stock paid in, the amount of notes of the bank in circulation, the net profits in hand, the balance due to other banks and institutions, and the cash deposited in the bank, distinguishing those bearing interest from those not bearing interest, and on the other part, the amount of current coins and gold and silver bullion in the vault of the 50
bank, the value of buildings and other real estate belonging to the bank, the balance due to the bank from other banks or institutions, and the amount of debts owing to the bank including and particularizing the amount so owing on bills of exchange, discounted notes, mortgages and *hypothèques*, and other securities, thus exhibiting on 55
the one hand the liabilities of or debts due by the bank, and on the other hand the assets and resources thereof; and the said statement

Statement of affairs to be made: its form and contents.

shall also exhibit the rate and amount of the last dividend declared by the directors, the amount of profits reserved at the time of declaring such dividend, and the amount of debts to the bank over and not paid, with an estimate of the loss which may probably be incurred from the non payment of such debts.

Last dividend, reserved fund and bad debts to be stated.

17. At all meetings of the corporation, except at the first meeting hereinbefore provided for, the shareholders shall be entitled to vote according to the following scale, that is to say : For one share and not more than two one vote, and for every two shares above two and not exceeding ten one vote, making five votes for ten shares, for every four shares above ten and not exceeding thirty one vote, making ten votes for thirty shares, for every six shares above thirty and not exceeding sixty one vote, making fifteen votes for sixty shares, and for every eight shares above sixty and not exceeding one hundred, one vote, making twenty votes for one hundred shares ; and no shareholder shall be entitled to give a greater number of votes than twenty, nor to represent more than five hundred votes by proxies ; and it shall be lawful for absent shareholders to give their votes by proxy, such proxy being also a shareholder, and being provided with a written authority from his constituent or constituents, in such form as shall be established by a by-law, and which authority shall be lodged in the bank ; provided always, that a share or shares of the capital stock of the said corporation that shall have been held for a less period than three calendar months, immediately prior to any meeting of the shareholders, except the first meeting, shall not entitle the holder or holders to vote at such meeting, either in person or by proxy ; provided also, that where two or more persons are joint holders of shares, it shall be lawful that only one of such joint holders be empowered by letter of attorney from the other joint holder or holders, or a majority of them, to represent the said shares and vote accordingly.

Shareholders' ratio of votes to number of shares.

Proviso : Shares must have been held a certain time except the first meeting. Proviso as to joint holders.

18. No cashier, bank clerk, or other officer of the bank, shall vote either in person or by proxy, at any meeting for the election of directors, or hold a proxy for that purpose.

Officers not to vote.

19. Any number not less than twenty of the shareholders of the said corporation, who together shall be the proprietors of at least five hundred shares of the paid up capital stock of the corporation, by themselves or proxies, or the directors of the corporation or any four of them, shall, respectively, have power at any time to call a special general meeting of the shareholders of the corporation, to be held at their usual place of meeting in the city of London, upon giving six weeks previous public notice thereof and specifying in such notice the object or objects of such meeting ; and if the object of any such special general meeting be to consider of the proposed removal of the president or vice-presidents, or a director or directors of the corporation, for maladministration or other specified or apparently just cause, then, and in such case the person or persons whom it shall be so proposed to remove, shall, from the day on which the notice shall first be published, be suspended from the duties of his or their office or offices ; and if it be the president or vice-president whose removal shall be proposed as aforesaid his office shall be filled up by the remaining directors (in the manner hereinbefore provided in the case of a vacancy occurring in the office of president) who shall choose or elect a director to serve as such president or vice-president during the time such suspension shall continue or be undecided upon.

Special meetings may be called by twenty shareholders.

Notice. Suspension from office of officers whose removal is subject of such meeting.

20. The shares of the capital stock of the said Bank shall be held and adjudged to be personal estate, and shall be assignable and transfer-

Shares to be personal estate.

Assignment
of shares.

Sale of
shares under
execution.

Bank to
have preferential
lien
upon shares
and deposits.

In what
only the
Bank shall
engage
and what
species of
property it
may hold.

Provide the
54 chap. of the
Consolidated
Statutes of
Canada shall
apply to
Bank.

Proportion
of discount
for directors
limited.

able at the chief place of business of the said Bank or any of its branches which the Directors shall appoint for that purpose, and according to such form as the Directors shall prescribe : but no assignment or transfer shall be valid unless it be made and registered in a book or books to be kept by the Directors for that purpose, nor until the person or persons making the same shall previously discharge all debts or liabilities due or contracted and not then due by him, her or them to the Bank, which may exceed in amount the remaining stock, if any, belonging to such person or persons ; and no fractional part or parts of a share or less than a whole share shall be assignable or transferable ; and when any share or shares of the said capital stock shall have been sold under a writ of execution, the Sheriff by whom the writ shall have been executed shall, within thirty days after the sale, leave with the cashier of the Bank an attested copy of the writ with the certificate of such Sheriff endorsed thereon, certifying to whom the sale has been made, and thereupon (but not until after all debts due or liabilities contracted and not then due by the holder or holders of the shares to the Bank shall have been discharged as aforesaid), the President or Vice President or cashier of the corporation shall execute the transfer, of the share or shares so sold to the purchaser ; and such transfer being duly accepted, shall be to all intents and purposes as valid and effectual in law as if it had been executed by the holder or holders of the said share or shares, any law or usage to the contrary notwithstanding.

21. The said Bank shall have a preferential lien for any debt due to it by any shareholder thereof, upon the shares of such shareholder, and shall be entitled to charge any overdue note or bill held by or payable at the Bank against the deposit account of the maker or acceptor thereof, any law, statute, or usage to the contrary notwithstanding.

22. The said corporation hereby constituted shall not either directly or indirectly, hold any lands or tenements (save and except such as by the first section of this Act they are specially authorized to acquire and hold) or any ships or other vessels, or any share or shares of the capital stock of the corporation, nor in any Bank in this Province, nor shall the said corporation, either directly or indirectly lend money or make advances upon the security, mortgage or hypothecation of any lands or tenements, or of any ships or other vessels, nor upon the security or pledge of any share or shares of the capital stock of the corporation, or of any goods, wares, or merchandise, nor shall the said corporation either directly or indirectly, raise loans of money or deal in the buying, selling or bartering of goods, wares, or merchandize, or be engaged in any trade whatever, except as dealers in gold and silver bullion, bills of exchange, discounting of promissory notes and negotiable securities, and in such trade generally as legitimately appertains to the business of banking ; provided always that the fifty-fourth chapter of the Consolidated Statutes of Canada, intituled : " An Act respecting incorporated Banks," and each and every of the provisions thereof, shall apply to the corporation hereby created as fully and completely as if incorporated in the present Act.

23. The aggregate amount of discounts and advances made by the said Bank upon commercial paper or securities bearing the name of any Director of the said Bank or the name of any co-partnership or firm in which any Director of the said Bank shall be partner, shall not at any one time exceed one thirtieth of the total amount of discounts made by the Bank at the same time.

24. The bank may allow and pay interest upon money deposited in the bank, and in discounting promissory notes, bills or other negotiable securities or paper, may receive or retain the discount thereon at the time of discounting or negotiating the same; and the rate of discount then charged shall continue until the said note or negotiable paper so discounted or any judgment thereon be paid or satisfied, and when notes, bills or other negotiable securities or paper are *bond fide* payable at a place within this Province different from that at which they are discounted, may also, in addition to the discount, receive or retain an amount not exceeding one half per centum of the amount of each such note, bill or other negotiable security or paper, to defray the expense of agency and exchange, subject to the regulations and rules provided in section one hundred and ten of chapter fifty five of the Consolidated Statutes of Canada; and the bank may charge any note or bill held by, or made payable at the bank against the deposit account of the maker or acceptor of such note or bill at the maturity thereof.

Discount and charge for agency and exchange.

25. The bonds, obligations, and bills obligatory and of credit of the said corporation signed by the president or vice-president and countersigned by the cashier thereof which shall be made payable to any person or persons shall be assignable by endorsement thereon under the hand or hands of such person or persons, and of his, her or their assignee or assignees; and so as absolutely to transfer and vest the property thereof in the several assignees successively and to enable such assignee or assignees to bring and maintain an action or actions thereupon in his, her, or their own name or names; and signification of any such assignment by indorsement shall not be necessary, any law or usage to the contrary notwithstanding: and bills or notes of the corporation signed by the president or vice-president promising the payment of money to any person or persons, his, her, or their order, or to the bearer, though not under the seal of the corporation shall be binding and obligatory upon the same in the like manner and with the like force and effect as they would be upon any private person or persons if issued by him, her, or them, in his, her, or their private or natural capacities, and shall be assignable or negotiable in like manner as if they were so issued by such private person or persons, Provided always, that nothing in this Act contained shall be held to debar the directors of the corporation from authorizing or deputing, from time to time, any cashier or officer of the corporation, or any director other than the president or vice-president, or any cashier, manager or local director of a branch or office of discount or deposit of the said corporation to sign the bills or notes of the said corporation intended for general circulation, and payable to order or bearer on demand.

Bonds, bills, notes, &c., of corporation may be assigned by endorsement and need not be under seal.

Proviso. Officers may be deputed to sign bank notes.

26. The notes or bills of the said corporation made payable to order or bearer and intended for general circulation, whether the same shall issue from the chief place or seat of business of the corporation in the city of London, or from any of the branches, shall bear date at the place of issue and not elsewhere, and shall be payable on demand in specie at the same place of issue: and each and every office of discount and deposit established or hereafter to be established shall be subject to the restriction as to the issuing and redemption of notes provided in this section.

Notes to bear date and be payable at place of issue.

Provision to apply to each office.

27. A suspension by the said corporation (either at the chief seat or place of business, or at any of their branches or offices of discount and deposit at other places, in this Province) of payment on demand, in specie of the notes or bills of the said corporation payable on demand, shall, if the time of suspension extend to sixty days, consecutively or

Suspension for sixty days to work a forfeiture of charter.

at intervals within any twelve consecutive months, operate as and be a forfeiture of this Act of incorporation, and all and every the privileges hereby granted.

28. The total amount of the notes or bills of the said corporation being for a less sum than five dollars, current money of Canada each, that shall be or may have been issued and put in circulation shall not exceed at any one time one-fifth of the amount of the capital stock of the corporation then paid in; provided always, that no notes under the nominal value of one dollar shall, at any time, be issued or put in circulation by the corporation, nor shall any further limitation by the liquidation of the total amount of notes to be issued or re-issued by the said corporation be held to be any infringement upon the privileges hereby granted.

29. The total amount of the debt which the said corporation shall, at any time, owe, whether by bond, bill, note or otherwise, shall not exceed three times the aggregate amount of the Capital Stock, paid in and the average amount of the deposits made in the bank in specie and Government securities for money; and at no one period after the passing of this Act shall the notes or bills of the said bank in circulation payable on demand or to bearer exceed the amount of the actually paid up Capital Stock of the corporation and the gold and silver coin and bullion and debentures, or other securities reckoned at par issued or guaranteed by the Government under the authority of the Legislature of this Province, on hand; and if at any time the Directors of the said bank shall wilfully and knowingly contract such debts or issue or cause to be issued such notes or bills to an amount exceeding that hereinbefore limited, then and in that case the said corporation shall forfeit this Act of incorporation and all the privileges hereby granted, and those of the Directors with whose knowledge and participation such contracting of debts or issue of such notes or bills in such excess shall have taken place, shall be liable jointly and severally for such excess in their private capacities as well to the shareholders as to the holders of the bonds, bills, and notes of the corporation; and an action or actions in this behalf may be brought against them or any of them, and the heirs, executors, administrators, or curators of them or any of them, and be prosecuted to judgment and execution according to law; but such action or actions shall not exempt the corporation, or their lands, tenements, goods, or chattels from being also liable for such excess.

30. In the event of the property and assets of the corporation hereby constituted becoming insufficient to liquidate the liabilities and engagements or debts thereof, the shareholders of the corporation in their private or natural capacities shall be liable and responsible for the deficiency, but to no greater extent than to double the amount of capital stock held by them, that is to say that the liability and responsibility of each shareholder shall be limited to the amount of his or her share or shares of the said capital stock, and a sum of money equal in amount thereto; provided always, that nothing in this section contained shall be construed to alter or diminish the additional liabilities of the Directors of the corporation hereinbefore mentioned and declared.

31. Besides the detailed statement of the affairs of the said corporation, hereinbefore required to be laid before the shareholders thereof, at their annual general meeting, the Directors shall make up and publish, on the first day of each month in every year, statements of the assets and liabilities of the corporation, in the form of the Schedule A hereunto annexed, shewing, under the heads specified in the said form, the average of the amount of the notes of the corporation in

circulation and other liabilities at the termination of each month, and the average amount of specie and other assets which, at the same time were available to meet the same; and it shall also be the duty of the Directors to submit to the Governor, Lieutenant Governor or person administering the Government of this Province, a copy of each such monthly statement, and if by him required to verify all or any part of the said statement, the said Directors shall verify the same by the production of the monthly balance sheet from which the said statement shall have been compiled; and furthermore the said Directors shall from time to time, when required, furnish to the said Governor, Lieutenant Governor, or person administering the Government of this Province, such further information respecting the state and proceedings of the corporation, and of the several branches and offices of discount and deposit thereof, as such Governor, Lieutenant Governor, or person administering the Government of this Province, may reasonably see fit to call for; provided always, that the monthly balance sheet, and the further information that shall be so produced and given, shall be held by the said Governor, Lieutenant Governor, or person administering the Government of this Province as being produced and given in strict confidence that he shall not divulge any part of the contents of the said monthly balance sheet or of the information that shall be so given; and provided, also, that the Directors shall not, nor shall anything herein contained be construed to authorize them or any of them to make known the private account or accounts of any person or persons whatever, having dealings with the corporation.

How verified.

Governor may require further information. Proviso.

Proviso.

32. It shall not be lawful for the corporation hereby constituted, at any time whatever, directly or indirectly, to advance or lend to, or for the use of, or on account of any foreign Prince, Power or State, any sum or sums of money or any securities for money; and if such unlawful advance or loan be made, then and from thenceforth the said corporation shall be dissolved, and all the powers, authorities, rights, privileges and advantages hereby granted shall cease and determine, anything in this Act to the contrary notwithstanding.

Bank not to lend money to foreign powers.

Penalty.

33. The several public notices by this Act required to be given shall be given by advertizement in one or more of the newspapers published in the City of London, and in the Canada Gazette, or such other Gazette as shall be generally known and accredited as the Official Gazette for the publication of official documents and notices emanating from the Civil Government of this Province.

How notices under this Act shall be published.

34. Shares of the capital stock of the Bank may be made transferable, and the dividends accruing thereon may be made payable in the United Kingdom in like manner as such shares and dividends are respectively made transferable and payable at the Bank in the City of London; and to that end the Directors may, from time to time, make such rules and regulations, and prescribe such forms and appoint such agent or agents as they may deem necessary.

Transfer of shares in Great Britain.

35. If the interest in any share in the said bank become transmitted in consequence of the death or bankruptcy or insolvency of any shareholder, or in consequence of the marriage of a female shareholder or by any another lawful means than by a transfer according to the provisions of this Act, the directors may require such transmission to be authenticated by a declaration in writing as hereinbefore mentioned, or in such other manner as the directors of the bank shall require; and every such declaration or other instrument so signed, made, and acknowledged, shall be left at the bank with the cashier or other officer or agent of the

Provision in case of the transmission of shares otherwise than by regular transfer.

Proviso as to authentication of the requisite proof.

Proviso as to further evidence.

If the change of ownership be by marriage of a female shareholder or by will, &c.

Bank not bound to see to execution of trusts of which shares may be subject.

One tenth of paid up capital to be invested in debentures.

bank, who shall thereupon enter the name of the party entitled under such transmission in the register of the shareholders; and until such transmission shall have been authenticated no party or parties claiming by virtue of any such transmission shall be entitled to receive any share or shares as the holder thereof; provided always, that every such declaration and instrument as by this and the following sections of this Act is required to perfect the transmission of a share in the bank, and as shall be made in any other country than in this or some other of the British Colonies in North America, or in the United Kingdom of Great Britain and Ireland shall be further authenticated by the British Consul or Vice Consul, or other the accredited representative of the British Government in the country where the declaration shall be made, or shall be made directly before such British Consul or other accredited representative; and provided, also, that nothing in this act contained shall be held to debar the directors, cashier, or other officer or agent of the bank from requiring corroborative evidence of any fact or facts alleged in any such declaration.

36. If the transmission of any share in the bank be by virtue of the marriage of a female shareholder, the declaration shall contain a copy of the register of such marriage, or other particulars of the celebration thereof, and shall declare the identity of the wife with the holder of such share; and if the transmission have taken place by virtue of any testamentary instrument or by intestacy the probate of the will or the will, itself if authentic, or the letters of administration, or of tutorship, or an official extract therefrom, or the requisite certificates of birth and marriage, shall together with such declaration be produced and left with the cashier or other officer or agent of the bank, who shall enter the name of the party entitled under such transmission in the register of shareholders.

37. The bank shall not be bound to see to the execution of any trust, whether express, implied or constructive, to which any of the shares of the bank may be subject; and the receipt of the party, in whose name any share shall stand in the books of the bank, or if it stand in the names of more parties than one, the receipt of one of the parties shall from time to time be a sufficient discharge to the bank, for any dividend or other sum of money payable in respect of such share, notwithstanding any trust to which such share may then be subject, and whether or not the bank have had notice of such trust; and the bank shall not be bound to see to the application of the money paid upon such receipt; and the transfer of any share and the payment of any dividend or deposit shall not cause any liability on the part of the said bank to the rightful owner or administrator of such share, dividend or deposit if such transfer be made by, or such payment be made to, the person in whose name such share shall stand in the books of the said bank or to whose credit such deposit may appear therein, whether such person be ordinarily competent to make such transfer or receive such payment or not.

38. It shall be the duty of the directors of the said bank to invest as speedily as the debentures hereinafter mentioned can be procured, and to keep invested at all times in the debentures of this province, or of the consolidated municipal loan fund, one-tenth part of the whole paid up capital of the said bank, and to make a return of the number and amount of such debentures verified by the oaths and signatures of the president and chief cashier or manager of the said bank, to the Minister of Finance, in the month of January in each year, under the penalty of the forfeiture of the charter of the said bank, in default of such investment and return.

39. On complaint made on the oath of one credible witness, to the effect that there is just cause to suspect that any person is or has been concerned in making or counterfeiting any bank-notes or bills of the bank, any magistrate may, by warrant under his hand, cause the dwelling-house, room, workshop, out-house or other building, yard, garden, or other place, where such persons shall be suspected of carrying on such making or counterfeiting, to be searched; and all such counterfeit bank bills, and notes and such plates, dies, rolling presses, tools, instruments and material used in, or apparently adapted to the making or counterfeiting of such bills or notes as shall be found therein or thereon, shall forthwith be carried before the same or any other magistrate, who shall cause them to be returned and produced upon any prosecution in relation thereto, in any court of justice: and the same after being so produced in evidence shall be defaced or destroyed, or otherwise disposed of at the discretion of the court.

Search warrant for and seizure and destruction of counterfeit notes, etc.

40. If the cashier, assistant cashier, manager, clerk or servant of the bank shall secrete, embezzle or abscond with any bond, obligation, bill obligatory, or of credit, or other bill or note, or any security for money, or any money or effects intrusted to him as such cashier, assistant cashier, manager, clerk or servant, whether the same belong to the said bank, or belong to any person or persons, body or bodies, politic or corporate, or institution or institutions, and be lodged with the said bank, the said cashier, assistant cashier, manager, clerk or servant so offending and being thereof convicted in due form of law, shall be deemed guilty of felony.

Embezzlement by officer of bank to be felony.

41. Any person guilty of felony under this act shall be punished by imprisonment at hard labour in the provincial penitentiary for any term not less than two years, or by imprisonment in any other gaol or place of confinement for any term less than two years, in the discretion of the court.

Punishment of such felony.

42. This Act shall remain in force until the first day of June, which will be in the year of our Lord one thousand eight hundred and seventy, and from that time until the end of the then next session of parliament of this Province.

Duration of Act.

43. This act shall be deemed a public act.

Public Act.

SCHEDULE A.

Referred to in the foregoing Act.

Return of the average amount of liabilities of the "Bank of London" during the period from the first of one thousand eight hundred and to the last day of the said month.

LIABILITIES.

| | |
|---|----|
| Promissory notes in circulation not bearing interest..... | \$ |
| Bills of exchange in circulation not bearing interest.... | \$ |
| Bills and notes in circulation bearing interest..... | \$ |
| Balances due to other banks..... | \$ |
| Cash deposits not bearing interest..... | \$ |
| Cash deposits bearing interest..... | \$ |

Total average liabilities.....\$

ASSETS.

| | |
|--|-------|
| Coin and Bullion..... | \$ |
| Landed or other property of the bank..... | \$ |
| Government securities..... | \$ |
| Promissory notes or bills of other banks..... | \$ |
| Balances due from other banks..... | \$ |
| Notes & bills discounted, or other debts due to the bank, not included under the foregoing heads..... | \$ |
| | <hr/> |
| Total average assets..... | \$ |