



# Ceylon Government Gazette

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PART II.—Legal and Judicial.

PART III.—Provincial Administration.  
PART IV.—Land Settlement.  
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## UNOFFICIAL ANNOUNCEMENTS.

### MEMORANDUM OF ASSOCIATION OF THE BIBILE RUBBER COMPANY OF CEYLON, LIMITED.

1. The name of the Company is "THE BIBILE RUBBER COMPANY OF CEYLON, LIMITED."
2. The registered office of the Company is to be established in Colombo.
3. The objects for which the Company is to be established are—
  - (a) To purchase, lease, take in exchange, hire, or otherwise acquire any land or lands, or any share or shares thereof, and any buildings, mines, minerals, mining and mineral properties and rights, machinery, implements, tools, live and dead stock, stores, effects, and other property, real or personal, movable or immovable, of any kind, and any rights, easements, patents, licenses, or privileges in Ceylon or elsewhere (including the benefit of any trade mark or trade secret which may be thought necessary or convenient for the purpose of the Company's business), and to erect, construct, maintain, or alter any buildings, machinery, plant, roads, ways, or other works or methods of communication.
  - (b) To appoint, engage, employ, maintain, provide for, and dismiss Attorneys, Agents, Superintendents, Managers, clerks, coolies, and other labourers and servants in Ceylon or elsewhere, and to remunerate any such at such rate as shall be thought fit, and to grant pensions or gratuities to any such or the widow or children of any such.

- (c) To clear, open, plant, cultivate, improve, and develop the said property or any portion thereof, and any other land or lands that may be purchased, leased, or otherwise acquired by the Company in Ceylon or elsewhere, or portions thereof, as a rubber estate or estates, or with any other products, trees, plants, or crops that may be approved by the Company, and to plant, grow, and produce rubber, cocoanuts, tea, coffee, cinchona, cacao, cardamoms, rhea, ramie, plants, trees, and other natural products in Ceylon or elsewhere.
- (d) To build, make, construct, equip, maintain, improve, alter, and work rubber and tea factories, cocoanut and coffee curing mills, and other manufactories, buildings, erections, roads, tramways, or other works conducive to any of the Company's objects, or to contribute to or subsidize such.
- (e) To enter into any arrangement or agreement with Government or any authorities and obtain rights, concessions, and privil ges.
- (f) To hire, lease, or purchase land either with any other person or company or otherwise, and to erect a factory and other buildings thereon or on any land already leased or owned by the Company at the cost of the Company and such other person or company or otherwise.
- (g) To lease any factory or other buildings from any company or person.
- (h) To enter into any agreement with any company or person for the working of any factory erected or leased as provided in (h) or (i), or for the manufacture and preparation for market of tea or any other produce in such or any other factory.
- (i) To prepare, cure, manufacture, treat, and prepare for market rubber, plumbago, minerals, tea, and (or) other crops or produce, and to sell, ship, and dispose of such rubber, plumbago, minerals, tea, crops, and produce, either raw or manufactured, at such times and places and in such manner as shall be deemed expedient.
- (j) To buy, sell, warehouse, transport, trade, and deal in rubber, cocoanuts, tea, coffee, and other plants and seed, and rice and other food required for coolies, labourers, and others employed on estates, and other products, wares, merchandise, articles, and thing of any kind whatever.
- (k) To work mines or quarries and to find, win, get, work, crush, smelt, manufacture, or otherwise deal with ores, metals, minerals, oils, precious and other stones, deposits and products, and generally to carry on the business of miners, manufacturers, growers, planters, and exporters of rubber and other products, or any such business on behalf of the Company, or as agents for others and on commission or otherwise.
- (l) To establish and carry on a dairy farm and to buy and sell live stock and to sell and deal in milk and dairy produce, wholesale or retail.
- (m) To establish and maintain in the United Kingdom, India, Ceylon, or elsewhere stores, shops, and places for the sale of rubber, tea, coffee, cacao, and articles of food, drink, or refreshment, wholesale or retail; and to establish in any part or parts of the world agencies for carrying on or developing the business of the Company or any branch thereof; and generally to carry on the business of merchants, exporters, importers, traders, engineers, or any other trade, business, or undertaking whatever.
- (n) To cultivate, manage, and superintend estates and properties in Ceylon or elsewhere, and generally to undertake the business of estate agents in Ceylon and elsewhere, to act as agents for the investment, loan, payment, transmission, and collection of money, and for the purchase, sale, improvement, development, and management of property, including concerns and undertakings, and to transact any other agency business of any kind.
- (o) To let, lease, sell, exchange, or mortgage the Company's estates, lands, buildings, or other property, or any part or parts thereof, whether in consideration of rents, money, or securities for money, shares, debentures, or securities in any other company, or for any other consideration, and otherwise to trade in, dispose of, or deal with the same or any part thereof.
- (p) To borrow or receive on loan money for the purpose of the Company upon the security of cash, credit bonds, or of hypothecation or mortgages of the Company's property or any part or parts thereof, or otherwise, as shall be thought most expedient, and in particular by the issue of debentures, debenture stock or bonds to bearer or otherwise, either charged upon all or any part of the Company's present or future property (including uncalled capital), or not so charged, as shall be thought best.
- (q) To cause or permit any debenture stock, bonds, debentures, mortgages, charges, incumbrances, liens, or securities of or belonging to or made or issued by the Company or affecting its property or rights or any of the terms thereof to be renewed, extended, varied, redeemed, exchanged, transferred, or satisfied, as shall be thought fit, also to pay off and re-borrow the moneys secured thereby, or any part or parts thereof.
- (r) To draw, make, accept, and endorse bills of lading, warrants, bills of exchange, promissory notes, and other transferable or negotiable instruments for the purposes of the Company.
- (s) To unite, co-operate, amalgamate, or enter into partnership or any arrangement for sharing profits of union of interests or any other arrangement with any person or company already engaged in or hereafter to be established for the purpose of carrying on any business having objects wholly or in part similar or analogous or subsidiary to those of the Company or to any of them, or capable of being conducted so as to benefit this Company, either directly or indirectly, and to subscribe for or otherwise acquire for the benefit and in the name of the Company or otherwise and pay for in any manner that may be agreed upon, either in money or in shares or bonds or otherwise, and to hold any shares, stock, or other interest in any such company, and to promote the formation of any such company.
- (t) To amalgamate with any other company having objects altogether or in part similar to this Company.

- (u) To acquire by purchase in money, shares, bonds, or otherwise, and undertake all or any part of the business, property, assets, and liabilities of any person or company carrying on any business in Ceylon or elsewhere which this Company is authorized to carry on, or possessed of property suitable for the purposes of this Company.
- (v) To sell the property, business, or undertaking of the Company, or any part or parts thereof, for such consideration as the Company shall think fit, and in particular for shares, stocks, debentures, or securities of any other company.
- (w) To procure the Company to be registered or incorporated in Ceylon, and, if and when necessary or thought advisable, elsewhere.
- (x) To lend money on any terms and in any manner and on any security, and in particular on the security of plantations, factories, growing crops, produce, bills of exchange, promissory notes, bonds, bills of lading, warrants, stocks, shares, debentures, and book debts, or without any security at all, and generally to transact financial business of any kind.
- (y) To invest and deal with the moneys of the Company not immediately required upon such securities and in such manner as may from time to time be determined.
- (z) To promote and establish any other company whatsoever and to subscribe to and hold the shares or stock of any other company or any part thereof.
- (z 1) To pay for any lands and real or personal, immovable or movable, estate or property or assets of any kind acquired or to be acquired by the Company, or for any services rendered or to be rendered to the Company, and generally to pay or discharge any consideration to be paid or given by the Company in money or in shares or debentures or debenture stock or obligations of the Company or partly in one way and partly in another, or otherwise howsoever with power to issue any shares either fully or partially paid up for such purpose.
- (z 2) To accept as consideration for the sale or disposal of any lands and real and personal, immovable and movable estate, property, and assets of the Company of any kind sold or otherwise disposed of by the Company or in discharge of any other consideration to be received by the Company money or shares (whether wholly or partially paid up) of any company, or the mortgages, debentures, or obligations of any company or person, or partly one and partly any other.
- (z 3) To distribute among the Shareholders in specie any property of the Company, whether by way of dividend or upon a return of capital, but so that no distribution amounting to a reduction of capital be made, except with the sanction for the time being required by law.
- (z 4) To do all such other things as shall be incidental or conducive to the attainment of the objects above-mentioned or any of them or any one or more of the objects aforesaid it being hereby declared that in the foregoing clauses (unless a contrary intention appears) the word "Company" includes companies or corporations, and the word "person" any number of persons, and that the other objects specified in any paragraph are not to be limited or restricted by reference to or inference from any other paragraph.

4. The liability of the Shareholders is limited.

5. The nominal capital of the Company is Five hundred thousand Rupees, divided into Five thousand shares of One hundred Rupees each, with power to increase or reduce the capital. In case the Company shall increase its capital by the issue of new shares, such shares may be issued upon the terms specified in the Articles of Association for the time being of the Company.

We, the several persons whose names and addresses are subscribed, are desirous of being formed into a Company in accordance with this Memorandum of Association, and we respectively agree to take the number of shares in the capital of the Company set opposite our respective names :—

Name and Address of Subscribers.	Number of Shares taken by each Subscriber.
G. H. ALSTON, Colombo .. .. .	One
ALEX. THOMSON, Colombo .. .. .	One
By his Attorney G. H. ALSTON.	
ALF. H. AYDEN, Colombo .. .. .	One
O. T. MACDERMOTT, Colombo .. .. .	One
W. E. DRURY, Colombo .. .. .	One
STANLEY BOIS, Colombo .. .. .	One
J. E. ALSTON, Colombo .. .. .	One

Witness to the above signatures at Colombo this 10th day of October, 1905 :

GEORGE DE SARAM,  
Proctor, Supreme Court, Colombo.

## ARTICLES OF ASSOCIATION OF THE BIBILE RUBBER COMPANY OF CEYLON, LIMITED.

THE regulations contained in the Table C in the schedule annexed to "The Joint Stock Companies Ordinance, 1861," shall not apply to this Company, which shall be governed by the regulations contained in these Articles, but subject to repeal, addition, or alteration by special resolution.

The Company may, by special resolution, alter and make provisions instead of, or in addition to, any of the regulations of the Company, whether contained and comprised in these Articles or not.

### INTERPRETATION CLAUSE.

1. In the interpretation of these presents the following words and expressions shall have the following meanings, unless such meanings be inconsistent with, or repugnant to, the subject or context:—

The word "Company" means "The Bibile Rubber Company of Ceylon, Limited," incorporated or established by or under the Memorandum of Association to which these Articles are attached.

The "Ordinance" means and includes "The Joint Stock Companies' Ordinance, 1861," and every other Ordinance from time to time in force concerning Joint Stock Companies which may apply to the Company.

"These presents" means and includes the Memorandum of Association and the Articles of Association of the Company from time to time in force.

"Capital" means the capital for the time being raised or authorized to be raised for the purposes of the Company.

"Shares" means the shares from time to time into which the capital of the Company may be divided.

"Shareholder" means a Shareholder of the Company.

"Presence or present" at a meeting means presence or present personally or by proxy or by attorney.

"Directors" means the Directors for the time being of the Company or (as the case may be) the Directors assembled at a Board.

"Board" means a meeting of the Directors or (as the context may require) the Directors assembled at a Board meeting, acting through at least a quorum of their body in the exercise of authority duly given to them.

"Persons" means partnerships, associations, corporations, companies, unincorporated or incorporated by Ordinance and registration, as well as individuals.

"Office" means the registered office for the time being of the Company.

"Seal" means the common seal for the time being of the Company.

"Month" means a calendar month.

"Writing" means printed matter or print as well as writing.

Words importing the singular number only include the plural, and *vice versa*.

Words importing the masculine gender only include the feminine, and *vice versa*.

### BUSINESS.

2. The Company may proceed to carry out the objects for which it is established, and to employ and apply its capital as soon after the registration of the Company as the Directors in their discretion shall think fit; and if the whole of the shares shall not have been subscribed, applied for, or allotted as soon as, in the judgment of the Directors, a sufficient number of shares shall have been subscribed or applied for.

3. The business of the Company shall be carried on by, or under the management or direction of, the Directors, and subject only to the control of General Meetings, in accordance with these presents.

### CAPITAL.

4. The original capital of the Company is Five hundred thousand Rupees (Rs. 500,000), divided into Five thousand shares of One hundred Rupees (Rs. 100) each.

5. The Directors may, with the sanction of a special resolution of the Company in General Meeting, increase the capital of the Company by the creation of new shares of such amounts per share and in the aggregate as such resolution shall direct, and they shall have power to add to such new shares such an amount of premium as may be considered expedient. The Directors may with the like sanction sub-divide or consolidate the shares of the Company or any of them.

6. Except so far as otherwise provided by the conditions of issue or by these presents, any capital raised by the creation of new shares shall be considered part of the original capital, and shall be subject to the same provisions in all respects with reference to the payments of allotment money, calls and instalments, transfer, transmission, forfeiture, lien, surrender, and otherwise, as if it had formed part of the original capital.

7. The Directors may in like manner, and with like sanction, reduce the capital of the Company.

### SHARES.

8. The Company may make arrangements on the issue of shares for a difference between the holders of such shares in the amount of calls to be paid and the time of payment of such calls.

9. If by the conditions of allotment of any share the whole or part of the amount thereof shall be payable by instalments, every such instalment shall, when due, be paid to the Company by the holder of the shares.

10. The shares, except when otherwise provided, shall be allotted at the discretion of and by the Directors, who may from time to time issue any unissued shares, and may add to such shares such an amount of premium as they consider proper. Provided that such unissued shares shall first be offered by the Directors to the Shareholders in proportion to the existing shares held by them, and such offer shall be made by notice specifying the number of shares to which the Shareholder is entitled, and limiting a time within which the offer, if not accepted, will be deemed to be declined, and after the expiration of such time, or on the receipt of an intimation from the Shareholder to whom such notice is given that he declines to accept the shares offered, the same shall be disposed of in such manner as the Directors may determine. Provided also that the Directors may at their discretion allot such new shares or any portion of them to the vendor or vendors of any estates or lands being acquired by the Company in payment of the whole or any part of the purchase price of any such estates or lands, and that without offering the shares so allotted to the Shareholders.

11. In case of the increase of the capital of the Company by the creation of new shares, such new shares shall be issued upon such terms and conditions, and with such rights and privileges annexed thereto, as the General Meeting resolving on the creation thereof, or any other General Meeting of the Company, shall direct, and, if no direction be given, as the Directors shall determine, and in particular such shares may be issued with a preferential or qualified right to the dividends, and in the distribution of assets of the Company, and with a special or without any right of voting.

Subject to any direction to the contrary that may be given by the Meeting that sanctions the increase of capital, all new shares shall be offered to the Shareholders in proportion to the existing shares held by them, and such offer shall be made by notice specifying the number of shares to which the Shareholder is entitled, and limiting a time within which the offer, if not accepted, will be deemed to be declined, and after the expiration of such time, or on the receipt of an intimation from the Shareholder to whom such notice is given that he declines to accept the shares offered, the same shall be disposed of in such manner as the Directors may determine. Provided that the Directors may, at their discretion, allot such new shares or any portion of them to the vendor or vendors of any estates or lands being acquired by the Company in payment of the whole or any part of the purchase price of any such estates or lands, and that without offering the shares so allotted to the Shareholders.

12. Every person taking any share in the Company shall testify his acceptance thereof by writing under his hand in such form as the Company may from time to time direct.

13. Shares may be registered in the name of a firm, and any partner of the firm or agent duly authorized to sign the name of the firm shall be entitled to vote and to give proxies.

14. Shares may be registered in the name of two or more persons not in partnership.

15. Any one of the joint-holders of a share other than a firm may give effectual receipts for any dividends payable in respect of such share; but the Shareholder whose name stands first on the register, and no other, shall be entitled to the right of voting and of giving proxies and all other advantages conferred on a sole Shareholder.

16. In case of the death of any one or more of the joint-holders of any shares, the survivor or survivors shall be the only person or persons recognized by the Company as having any title to, or interest in, such shares.

17. The Company shall not be bound to recognize (even though having notice of) any contingent, future, partial, or equitable interest in the nature of a trust or otherwise in any share, or any other right in respect of any share, except any absolute right thereto in the person from time to time registered as the holder thereof, and except also the right of any person under clause 35 to become a Shareholder in respect of any share. The joint-holders of a share shall be severally as well as jointly liable for the payment of all instalments and calls due in respect of such share.

18. Every Shareholder shall be entitled to one certificate for all the shares registered in his name, or to several certificates, each for one or more of such shares; every certificate shall specify the number of shares in respect of which it is issued.

19. If any certificate be worn out or defaced, then, upon production thereof to the Directors, they may order the same to be cancelled, and may issue a new certificate in lieu thereof; and if any certificate be lost or destroyed, then, upon proof thereof to the satisfaction of the Directors, and on such indemnity as the Directors deem adequate being given, a new certificate in lieu thereof shall be given to the person entitled to such lost or destroyed certificate. A sum of fifty cents shall be payable for such new certificate.

20. The certificate of shares registered in the name of two or more persons not a firm shall be delivered to the person first named on the register.

#### CALLS.

21. The Directors may from time to time make such calls as they think fit upon the Shareholders in respect of all moneys unpaid on their shares, and not by the conditions of allotment made payable at fixed times, provided that one month's notice at least shall be given to the Shareholders of the time and place appointed for payment of each call; and each Shareholder shall pay the amount of every call so made to the person and at the time and place appointed by the Directors.

22. If any Shareholder fail to pay the amount of any call due by him on or before the day appointed for payment thereof, he shall be liable to pay interest for the same at the rate of nine per centum per annum from the day appointed for the payment thereof to the time of actual payment.

23. A call shall be deemed to have been made at the time when the resolution of the Directors authorizing the call was passed.

24. The Directors shall have power in their absolute discretion to give time to any one or more Shareholder or Shareholders, exclusive of the others, for payment of any call or part thereof on such terms as the Directors may determine. But no Shareholder shall be entitled to any such extension except as a matter of grace or favour.

25. The Directors may at their discretion receive from any of the Shareholders willing to advance the same, and upon such terms as they think fit, all or any part of the moneys due upon their respective shares beyond the sums actually called for; and upon the moneys so paid in advance, or upon so much thereof as from time to time and at any time thereafter exceeds the amount of the calls then made upon, and due in respect of, the shares in respect of which some advances have been made, the Board may pay or allow interest at such rate as the Shareholders paying such sums in advance and the Directors may agree upon, not exceeding, however, six per centum per annum.

## TRANSFER OF SHARES.

26. Subject to the restriction of these Articles, any Shareholder may transfer all or any of his shares by instrument in writing.

27. No transfer of shares shall be made to an infant or person of unsound mind.

28. The Company shall keep a book or books, to be called "The Register of Transfers," in which shall be entered the particulars of every transfer or transmission of any share. The instrument of transfer of any share shall be signed both by the transferor and transferee, and the transferor shall be deemed to remain the holder of such share until the name of the transferee is entered in the register in respect thereof.

29. The Board may, at their own absolute and uncontrolled discretion, decline to register any transfer of shares by a Shareholder who is indebted to the Company, or upon whose shares the Company have a lien or otherwise, or in case of shares not fully paid up, to any person not approved by them; and in no case shall a Shareholder or proposed transferee be entitled to require the Directors to state the reason of their refusal to register, but their declinature shall be absolute.

30. Every instrument of transfer must be left at the office of the Company to be registered, accompanied by such evidence as the Directors may reasonably require to prove the title of the transferor, and a fee of two rupees and fifty cents, or such other sum as the Directors shall from time to time determine, must be paid to the Company for the registration of every such transfer, upon payment whereof the Directors, subject to the powers vested in them by Articles 28 and 30, shall register the transferee as a Shareholder and retain the instrument of transfer.

31. The Directors may, by such means as they shall deem expedient, authorize the registration of transferees as Shareholders without the necessity of any meeting of the Directors for that purpose.

32. In no case shall the Directors be bound to inquire into the validity, legal effect, or genuineness of any instrument or transfer produced by a person claiming a transfer of any share in accordance with these articles; and whether they abstain from so inquiring, or do so inquire and are misled, the transferor shall have no claim whatsoever upon the Company in respect of the share, except for the dividends previously declared in respect thereof, but only, if at all, upon the transferee.

33. The Register of Transfers may be closed during the fourteen days immediately preceding each Ordinary General Meeting; and when a dividend is declared, for the three next days ensuing the meeting; also at such other times (if any) and for such periods as the Directors may from time to time determine, provided always that it shall not be closed for more than thirty days in any year.

## TRANSMISSION OF SHARES.

34. The executors or administrators or the heirs of a deceased Shareholder shall be the only persons recognized by the Company as having any title to the shares of such Shareholder.

35. Any guardian of any infant Shareholder, or any committee of a lunatic Shareholder, or any person becoming entitled to shares in consequence of the death, bankruptcy, or liquidation of any Shareholder, or the marriage of any female Shareholder, or in any other way than by transfer, shall, upon securing such evidence that he sustains the character in respect of which he proposes to act under this clause, or of his title as the Directors think sufficient, be forthwith entitled, subject to the provisions herein contained, to be registered as a Shareholder in respect of such shares, or may, subject to the regulations as to transfers hereinbefore contained, transfer the same to some other person.

36. If any person who shall become entitled to be registered in respect of any share under clause 35 shall not, from any cause whatever, within twelve calendar months after the event on the happening of which his title shall accrue, be registered in respect of such share; or if in the case of the death of any Shareholder no person shall, within twelve calendar months after such death, be registered as a Shareholder in respect of the shares of such deceased Shareholder, the Company may sell such shares, either by public auction or private contract, and give a receipt for the purchase money, and the purchaser shall be entitled to be registered in respect of such share, and shall not be bound to inquire whether the events have happened which entitled the Company to sell the same, and the nett proceeds of such sale, after deducting all expenses and all moneys in respect of which the Company is entitled to a lien on the shares so sold, shall be paid to the person entitled thereto.

## SURRENDER AND FORFEITURE OF SHARES.

37. The Directors may accept in the name and for the benefit of the Company, and upon such terms and conditions as may be agreed, a surrender of the shares of Shareholders who may be desirous of retiring from the Company.

38. If any Shareholder fails to pay any call or instalment on or before the day appointed for the payment of the same, the Directors may at any time thereafter, during such time as the call or instalment remains unpaid, serve a notice on such Shareholder or his executors or administrators or the trustee or assignee in his bankruptcy requiring him to pay the same, together with any interest that may have accrued, and all expenses that may have been incurred by the Company by reason of such non-payment.

The notice shall name a day (not being less than one month from the date of the notice) on, and a place or places at, which such call or instalment and such interest and expenses as aforesaid are to be paid. The notice shall also state that, in the event of non-payment at or before the time and at the place appointed, the shares in respect of which the call was made or instalment is payable will be liable to be forfeited.

If the requisition of such notice as aforesaid be not complied with, every or any share or shares in respect of which such notice has been given may at any time thereafter, before payment of calls or instalment, with interest and expenses due in respect thereof, be declared forfeited by a resolution of the Board to that effect.

39. Any Shareholder whose shares have been so declared forfeited shall, notwithstanding, be liable to pay and shall forthwith pay to the Company all calls, instalments, interest, and expenses owing upon or in respect of such shares at the time of the forfeiture, together with interest thereon from the time of forfeiture until payment at nine per centum per annum, and the Directors may enforce the payment thereof if they think fit.

40. Every share surrendered or so declared forfeited shall be deemed to be the property of the Company, and may be sold, re-allotted, or otherwise disposed of upon such terms and in such manner as the Board shall think fit.

41. The surrender or forfeiture of a share shall involve the extinction of all interest in, and also of all claims and demands against, the Company in respect of the share and the proceeds thereof, and all other rights incident to the share, except only such of those rights (if any) as by these presents are expressly saved.

42. A certificate in writing under the hands of one of the Directors and of the Secretary that a share has been duly surrendered or forfeited, stating the time when it was surrendered or forfeited, shall be conclusive evidence of the facts therein stated as against all persons who would have been entitled to the share but for such surrender or forfeiture, and such certificate and the receipt of the Company for the price of such share shall constitute a good title to such share, and a certificate of proprietorship shall be delivered to any person who may purchase the same from the Company, and thereupon such purchaser shall be deemed the holder of such share, discharged from all calls due prior to such purchase; and he shall not be bound to see to the application of the purchase money, nor shall his title to such share be effected by any irregularity in the proceedings in reference to such forfeiture or sale.

The Directors may in their discretion remit or annul the forfeiture of any share within six months from the date thereof upon the payment of all moneys due to the Company from the late holder or holders of such share or shares, and all expenses incurred in relation to such forfeiture, together with such further sum of money by way of redemption money for the deficit, as they shall think fit, not being less than nine per centum per annum on the amount of the sums wherein default in payment had been made, but no share *bonâ fide* sold or re-allotted, or otherwise disposed of under Article 40 hereof, shall be redeemable after sale or disposal.

43. The Company shall have a first charge or paramount lien upon all the shares of any holder or joint-holders for all moneys for the time being due to the Company by such holder, or by all or any of such joint-holders respectively, either in respect of such shares or of other shares held by such holder or joint-holders or otherwise, and whether due from any such holder individually or jointly with others, including all calls which the Directors shall have resolved to make, although the times appointed for the payment thereof shall not have arrived; and where any share is held by more persons than one the Company shall be entitled to the said charge or lien in respect of any money due to the Company from any or such persons. And the Directors may decline to register any transfer of shares subject to such charge or lien.

44. Such charge or lien may be made available by a sale of all or any of the shares subject to it, provided that no such sale shall be made except under a resolution of the Directors, and until notice in writing shall have been given to the indebted Shareholder or his executors or administrators, or the assignee or trustee in his bankruptcy, requiring him or them to pay the amount for the time being due to the Company, and default shall have been made for twenty-eight days from such notice in paying the sum thereby required to be paid. Should the Shareholder over whose share the lien exists be in England or elsewhere abroad, sixty days' notice shall be allowed him.

45. The nett proceeds of any such sale shall be applied in or towards satisfaction of such debts, liabilities, or engagements, and the residue (if any) paid to such Shareholder or his representatives.

46. A certificate in writing under the hands of one of the Directors and of the Secretary, that the power of sale given by clause 44 has arisen and is exercisable by the Company under these presents, shall be conclusive evidence of the facts therein stated.

47. Upon any such sale two of the Directors may execute a transfer of such share to the purchaser thereof, and such transfer, with the certificate last aforesaid, shall confer on the purchaser a complete title to such shares.

#### BORROWING POWERS.

48. The Directors shall have power to procure from time to time, in the usual course of business, such temporary advances on the produce in hand, or in the future to be obtained from the Company's estates, as they may find necessary or expedient for the purpose of defraying the expenses of working the Company's estates, or of erecting, maintaining, improving, or extending buildings, machinery, or plantations, or otherwise. Also from time to time at their discretion to borrow or raise from the Directors or other persons any sum or sums of money for the purposes of the Company, provided that the money so borrowed or raised and owing at any one time shall not without the sanction of a General Meeting, exceed Seventy-five thousand rupees (Rs. 75,000) or the equivalent of that sum in lawful money of Great Britain at the current rate of exchange.

49. With the sanction of a General Meeting the Board shall be entitled to borrow such further sum or sums and at such rate of interest as such meeting shall determine. A certificate under the hands of one Director and the Secretary, or of two Directors, to the effect that in taking any loan the Directors are not exceeding their borrowing powers, shall be sufficient and binding on the Company and all concerned, and shall be conclusive evidence thereof in all questions between the Company and its creditors.

50. For the purpose of securing the repayment of any such moneys so borrowed or raised, or for any other purposes, the Directors may grant, create, execute, and issue any mortgages, cash credits, debentures, debenture stock, bonds, or obligations of the Company, charged upon all or any part of the undertaking, revenue, lands, property, rights, and assets of the Company, both present and future, including uncalled capital or unpaid calls, or may make, accept, or endorse on behalf of the Company any promissory notes or bills of exchange.

51. Any such securities may be issued, either at par or at a premium or discount, and may from time to time be cancelled, discharged, varied, or exchanged as the Directors may think fit, and may contain special privileges as to redemption, surrender, drawings, allotment of shares, or otherwise.

52. Every debenture or other instrument issued by the Company for securing the payment of money may be so framed that the moneys thereby secured shall be assignable free from any equities between the Company and the person to whom the same may be issued.

#### GENERAL MEETINGS.

53. The first General Meeting shall be held at such time, not being more than twelve months after the incorporation of the Company, and at such place as the Directors may determine.

54. Subsequent General Meetings shall be held once in every year at such time and place as may be prescribed by the Company in General Meeting, and if no time or place is so prescribed, then at such place and at such time as soon after the first day in each year as may be determined by the Directors.

55. The General Meetings mentioned in the last preceding clause shall be called Ordinary General Meetings; all other meetings of the Company shall be called Extraordinary General Meetings.

56. The Directors may whenever they think fit call an Extraordinary General Meeting of the Company, and the Directors shall do so upon a requisition made in writing by not less than one eighth of the number of Shareholders of the Company for the time being, or by any Shareholder or Shareholders holding in the aggregate one-eighth part of the shares of the Company for the time being subscribed for.

57. Any requisition so made shall express the object of the meeting proposed to be called, shall be addressed to the Directors, and shall be sent to the registered office of the Company.

Upon the receipt of such requisition the Directors shall forthwith proceed to convene an Extraordinary General Meeting, to be held at such time and place as they shall determine. If they do not proceed to convene the same within seven days from the delivery of the requisition, the requisitionists may themselves convene an Extraordinary General Meeting, to be held at such place and at such time as the Shareholders convening the meeting may themselves fix.

58. Any Shareholder may, on giving not less than ten days' previous notice of any resolution, submit the same to a meeting.

59. Such notice shall be given by leaving a copy of the resolution at the registered office of the Company.

60. Seven days' notice at least of every General Meeting, Ordinary or Extraordinary, and by whomsoever convened, specifying the place, date, hour of meeting, and the object and business of the meeting, shall be given by advertisement in the *Ceylon Government Gazette*, or in such other manner (if any) as may be prescribed by the Company in General Meeting.

61. Every Ordinary General Meeting shall be competent, without special notice having been given of the purposes for which it is convened, or of the business to be transacted thereat, to receive and discuss any report and any accounts presented thereto by the Directors, and to pass resolutions in approval or disapproval thereof, and to declare dividends, and to elect Directors and Auditors in the place of those retiring by rotation, and to fix the remuneration of the Auditors; and shall also be competent to enter upon, discuss, and transact any business whatsoever of which special mention shall have been given in the notice or notices upon which the meeting was convened.

62. With the exceptions mentioned in the foregoing articles as to the business which may be transacted at Ordinary General Meetings without notice, no General Meeting, Ordinary or Extraordinary, shall be competent to enter upon, discuss, or transact any business which has not been specially mentioned in the notice or notices upon which it was convened.

63. No business shall be transacted at any General Meeting, except the declaration of a dividend recommended by a report of the Directors or election of a Chairman, unless there shall be present or represented at the commencement of the business two or more Shareholders entitled to vote.

64. If at the expiration of half an hour from the time appointed for the meeting the required number of Shareholders shall not be present at the meeting, the meeting, if convened by or upon the requisition of Shareholders, shall be dissolved, but in any other case it shall stand adjourned to the same day in the next week at the same time and place; and if at such adjourned meeting a quorum is not present, those Shareholders who are present shall be a quorum, and may transact the business for which the meeting was called.

65. The Chairman (if any) of the Directors shall be entitled to take the Chair at every General Meeting, whether Ordinary or Extraordinary; or if there be no Chairman, or if at any meeting he shall not be present at the time appointed for holding such meeting, or if he shall refuse to take the Chair, the Shareholders shall choose another Director as Chairman; and if no Directors be present, or if all the Directors present decline to take the Chair, then the Shareholders present shall choose one of their number to be a Chairman.

66. No business shall be discussed at any General Meeting, except the election of a Chairman, whilst the Chair is vacant.

67. The Chairman may, with the consent of the meeting, adjourn any meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place, unless due notice thereof shall be given.

68. Minutes of the proceedings of every General Meeting, whether Ordinary or Extraordinary, shall be entered in a book to be kept for that purpose, and shall when so entered be signed as soon as practicable by the Chairman of the same meeting or by the Chairman of the succeeding meeting, and the same when so entered and signed shall be evidence of all such proceedings and of the proper election of the Chairman.

#### VOTING AT MEETINGS.

69. At any meeting every resolution shall be decided by the votes of the Shareholders present in person or by proxy, or by attorney, and in case there shall be an equality of votes, the Chairman at such meeting shall be entitled to give a casting vote in addition to the vote to which he may be entitled as a Shareholder; and unless a poll be immediately demanded by some member present and entitled to vote, a declaration by the Chairman that a resolution has been carried, and an entry to that effect in the Minute Book of the Company, shall be sufficient evidence of the fact without proof of the number or proportion of votes recorded in favour of or against such resolution.

70. If at any meeting a poll be demanded by some Shareholder present at the meeting and entitled to vote, the meeting shall, if necessary, be adjourned, and the poll shall be taken at such time and place and in such manner as the Chairman shall direct, and in such case every Shareholder shall have the number of votes to which he may be entitled as hereinafter provided; and in case at any such poll there shall be an equality of votes, the Chairman of the meeting at which such poll shall have been demanded shall be entitled to a casting vote in addition to any votes to which he may be entitled as a Shareholder and proxy, and the result of such poll shall be deemed to be the resolution of the Company in such meeting.

71. The demand of a poll shall not prevent the continuance of a meeting for the transaction of business other than the question on which a poll has been demanded.

72. No poll shall be demanded on the election of a Chairman of the meeting or on any question of adjournment.

73. On a show of hands every member shall have one vote only. In case of a poll every Shareholder shall have one vote for every share held by him up to ten, and an additional vote for every ten shares beyond the first ten up to one hundred, and an additional vote for every twenty-five shares held by him beyond the first hundred.

74. The parent or guardian of an infant Shareholder, the committee or other legal guardian of any lunatic Shareholder, the husband of any female Shareholder not entitled to her shares as separate estate, and the executor or administrator of any deceased Shareholder, or any one of such persons as aforesaid, if more than one, shall not be entitled to vote in the place of such infant, lunatic, female, or deceased person, unless such person shall have been registered as a Shareholder.

75. Votes may be given either personally or by proxy or by attorney.

76. No Shareholder shall be entitled to vote at any meeting unless all calls due from him on his shares have been paid, and no Shareholder other than the trustee or assignee of a bankrupt or representative of a



deceased Shareholder, or person acquiring by marriage, shall be entitled to vote at any meeting held after the expiration of three months from the registration of the Company in respect of any share which he has acquired by transfer, unless he has been possessed of the share in respect of which he claims to vote at least three months previously to the time of holding the meeting at which he proposes to vote.

77. No Shareholder who has not been duly registered as such for three months previous to the General Meeting shall be entitled to be present and to speak and vote at any meeting held after the expiry of three months from the incorporation of the Company.

78. No person shall be entitled to hold a proxy who is not a Shareholder of the Company, but the attorney of a Shareholder, even though not himself a Shareholder, may represent and vote for his principal at any meeting of the Company.

79. The instrument appointing a proxy shall be printed or written, and shall be signed by the appointor, or if such appointor be a company or corporation, it shall be under the common seal of such company or corporation.

80. The instrument appointing a proxy shall be deposited at the registered office of the Company not less than twenty-four hours before the time appointed for holding the meeting at which the person named in such instrument proposes to vote.

The instrument appointing a proxy may be in the following form :—

I, ———, of ———, appoint ———, of ——— (a Shareholder in the Company), as my proxy, to represent me and to vote for me and on my behalf at the Ordinary (or Extraordinary, as the case may be) General Meeting of the Company to be held on the ——— day of ———, One thousand Nine hundred and ———, and at any adjournment thereof, and at every poll which may be taken in consequence thereof.

As witness my hand this ——— day of ———, One thousand Nine hundred and ———.

81. No objection shall be made to the validity of any vote (whether given personally or by proxy or by attorney) except at the meeting or poll at which such vote shall be tendered, and every vote (whether given personally or by proxy or by attorney) to which no objection shall be made at such meeting or poll shall be deemed valid for all purposes of such meeting or poll whatsoever.

82. No Shareholder shall be prevented from voting by reason of his being personally interested in the result of the voting.

#### DIRECTORS.

83. The number of Directors shall never be less than two or more than five, but this clause shall be construed as being directory only, and the continuing Directors may act notwithstanding any number of vacancies.

The qualification of a Director shall be his holding in his own right at least twenty-five shares in the Company upon which all calls for the time being have been paid, and this qualification shall apply as well to the first Directors as to all future Directors.

As a remuneration for their services, the Directors shall be entitled to such sum as the Shareholders in General Meeting shall from time to time appoint.

84. The first Directors shall be Stanley Bois of Colombo, Henry Oswald Hoseason of Demodera, and George Hay Alston of Colombo, who shall hold office till the first Ordinary General Meeting of the Company, when they shall all retire, but shall be eligible for re-election.

85. One or more of the Directors may be appointed by the Directors to act as Secretary, Managing Director, or Managing Directors and (or) Visiting Agent or Agents of the Company, or Superintendents of any of the estates, for such time and on such terms as the Directors may determine or may fix by agreement with the person or persons appointed to the office, and they may from time to time revoke such appointment and appoint another or other Secretary, Managing Director, or Managing Directors, and (or) Visiting Agent or Agents or Superintendents.

The Directors may confer on the Managing Director or Managing Directors all or any duties and powers that might be conferred on any Manager of the Company.

If any Director shall be called upon to perform any extra services, the Directors may arrange with such Director for such special remuneration for such services, either by way of salary, commission, or the payment of a lump sum of money, as they shall think fit.

#### ROTATION OF DIRECTORS.

86. At the first Ordinary General Meeting of the Company all the Directors shall retire from office, and at the first Ordinary General Meeting in every subsequent year one of the Directors for the time being shall retire from office as provided in clause 87.

87. The Directors to retire from office at the second and third Ordinary General Meetings shall, unless the Directors otherwise arrange among themselves, be determined by ballot; in every subsequent year the Directors to retire shall be those who have been longest in office.

88. In case any question shall arise as to which of the Directors who have been the same time in office shall retire, the same shall be decided by the Directors by ballot.

89. Retiring Directors shall be eligible for re-election.

90. The Ordinary General Meeting at which Directors retire or ought to retire by rotation shall appoint successors to them, and in default thereof such successors may be appointed at a subsequent Ordinary General Meeting.

91. Any casual vacancy occurring in the number of Directors or provisional Directors arising from death, resignation, or otherwise, may be filled up by the Directors, but any person appointed to fill such vacancy shall retain his office so long only as the vacating Director would have retained the same if no vacancy had occurred.

92. The Directors, subject to the approval of a General Meeting, may from time to time at any time subsequent to the second Ordinary General Meeting increase or reduce the number of Directors, and may also, subject to the like approval, determine in what rotation such increased or reduced number is to go out of office.

93. If at any meeting at which an election of a Director ought to take place the place of a retiring Director is not filled up, the retiring Director may continue in office until the first Ordinary General Meeting in the next year, and so on from meeting to meeting until his place is filled up, unless it shall be determined at such meeting to reduce the number of Directors.

94. A Director may at any time give notice in writing of his intention to resign by delivering such notice to the Secretary, or by leaving the same at the registered office of the Company, or by tendering his written resignation at a meeting of the Directors, and on the acceptance of his resignation by the Directors, but not before his office shall become vacant.

95. The Company may, by a special resolution, remove any Director before the expiration of his period of office, and may, by an ordinary resolution, appoint another person in his stead. The Director so appointed shall hold office only during such time as the Director in whose place he is appointed would have held the same if he had not been removed.

96. Every Director or officer of the Company, and his heirs, executors, and administrators shall be indemnified by the Company from all losses and expenses incurred by him in or about the discharge of his duties, except such as happen from his respective wilful acts or defaults; and no Director or officer shall, nor shall the heirs, executors, or administrators of any Director or officer, be liable for the acts or defaults of any other Director or officer, or for any loss or expense happening to the Company by the insufficiency or deficiency of title to any property acquired for or on behalf of the Company, or for the insufficiency or deficiency of any security in or upon which any of the moneys of the Company shall be invested, or for any loss or damage arising from the bankruptcy, insolvency, or tortuous act of any person with whom any moneys, securities, or effects shall be deposited, or for any other loss, damage, or misfortune whatsoever which shall happen in the execution of the duties of his office or in relation thereto, unless the same happen through his own wilful act or default.

97. No contribution shall be required from any present or past Director or Manager exceeding the amount, if any, unpaid on the shares in respect of which he is liable as a present or past Shareholder.

#### DISQUALIFICATION OF DIRECTORS.

98. The office of the Director shall be vacated—

- (a) If he accepts or holds any office or place of profit (other than Managing Director, Visiting Agent, Superintendent, or Secretary) under the Company.
- (b) If he becomes bankrupt or insolvent, or suspends payment, or files a petition for the liquidation of his affairs, or compounds with his creditors.
- (c) If by reason of mental or bodily infirmity he becomes incapable of acting.
- (d) If he ceases to hold the required number of shares to qualify him for the office.
- (e) If he is concerned or participates in the profits of any contract with, or work done for, the Company.

Provided that no Director shall vacate his office by reason of his being a member of any corporation, company, or firm which has entered into any contract with, or done any work for, the Company of which he is a Director, or by his being agent, or secretary, or solicitor, or by his being a member of a firm who are agents or secretaries, or solicitors of the Company; nevertheless, he shall not vote in respect of any contract work or business in which he may be personally interested.

#### POWERS OF DIRECTORS.

99. The Directors shall have power to carry into effect the lease, purchase, or acquisition of any lands, estates, or property they may think fit, or any share or shares thereof.

100. The business of the Company shall be managed by the Directors either by themselves or through a Managing Director, or with the assistance of an agent or agents and secretary or secretaries of the Company to be appointed by the Directors for such a period and on such terms as they shall determine, and the Directors shall pay out of the funds of the Company all costs and expenses, as well preliminary as otherwise, paid or incurred in and about the formation and the registration of the Company, and in and about the valuation, purchase, lease, or acquisition of the said estates and lands, and the opening, clearing, planting, and cultivation thereof, and otherwise in or about the working and business of the Company.

101. The Directors shall have power to make, and may make, such rules or regulations for the management of the business and property of the Company as they may from time to time think proper, and shall carry on the business of the Company in such manner as they may think most expedient; and, in addition to the powers and authorities by any Ordinance or by these presents expressly conferred on them, they may exercise all such powers, give all such consents, make all such arrangements, appoint all such agents, managers, secretaries, treasurers, accountants, and other officers, superintendents, assistants, clerks, artisans, labourers, and other servants for such period or periods, and with such remuneration, and at such salaries, and upon such terms and conditions as they may consider advisable, and may pay the expenses occasioned thereby out of the funds of the Company, and may from time to time remove or suspend all or any of the managers, agents, treasurers, accountants, officers, clerks, or servants of the Company for such reasons as they may think proper and advisable, and without assigning any cause for so doing.

The generality of the powers conferred by any clause in these presents on the Directors shall not be taken to be limited by any clause conferring any special or expressed power.

102. The Directors shall have power to appoint a proctor or proctors, solicitor or solicitors, attorney or attorneys to assist in carrying on or protecting the business of the Company, on such terms as they may consider proper, and from time to time to revoke such appointment.

103. The Directors shall have power to open from time to time on behalf of the Company any account or accounts with such bank or banks as they may select or appoint, and also by such signatures as they may appoint to draw, accept, make, endorse, sign, and execute cheques, bills of exchange, and promissory notes, bills of lading, receipts, contracts, and agreements, bonds, mortgages, proxies to any proctor or proctors, and other documents on behalf of and to further the interests of the Company.

104. The seal of the Company shall not be affixed to any instrument except in the presence of two or more of the Directors, or of one Director and the Secretary or Secretaries, who shall attest the sealing thereof; such attestation on the part of the Secretaries, in the event of a firm being the Secretaries, being signified by a partner of the said firm signing for and on behalf of the said firm as such Secretaries.

105. It shall be lawful for the Directors, if authorized so to do by the Shareholders in General Meeting, to arrange terms for the amalgamation of the Company with any other company or companies, or individual or individuals, or for the sale or disposal of the business, estates, and effects of the Company, or any part or parts, share or shares thereof, respectively, to any company or companies, or person or persons, upon such terms and in such manner as the Directors shall think fit; and the Directors shall have power to do all such things as may be necessary for carrying such amalgamation, sale, or other disposition into effect so far as a resolution or special resolution of the Company is not by law necessary for such purpose; and in case any terms so arranged by the Directors include or make necessary the dissolution of the Company, the Company shall be dissolved to that end.

106. The Directors shall exercise in the name and on behalf of the Company all such powers of the Company as are not expressly required to be exercised by the Company in General Meeting, and shall generally do all such acts and things as are or shall be by any Ordinance and by these presents directed and authorized to be exercised, given, made, or done by the Company, and are not by any Ordinance or by these presents required to be exercised or done by the Company in General Meeting, subject, nevertheless, to the provisions of any such Ordinance and of these presents and to such regulations and provisions (if any) as may from time to time be prescribed by the Company in General Meeting; but no regulations made by the Company in General Meeting shall invalidate any prior act of the Board which would have been valid if such regulation had not been made.

107. In furtherance and not in limitation of, and without prejudice to, the general powers conferred or implied in the last preceding clause, and of the other powers conferred by these presents, it is hereby expressly declared that the Directors shall have the powers following (that is to say):—

- (a) To institute, conduct, defend, compromise, settle, or abandon any action, suit, prosecution, or other legal proceedings on behalf of the Company, and also to compound and allow time for payment or satisfaction of any debts due to or from the Company, and any claims or demands made by or against the Company.
- (b) To refer any claims or demands by or against the Company to arbitration, and observe and perform or enforce the award.
- (c) To make and give receipts, releases, and other discharges for money payable to the Company and for claims and demands by the Company.
- (d) To act on behalf of the Company in all matters relating to bankrupts and insolvents, with power to accept the office of trustee, assignee, liquidator, or inspector, or any similar office.
- (e) To invest any of the moneys of the Company which the Directors may consider not to be immediately required for the purposes thereof, upon such securities and in such manner as they may think fit, and so that they shall not be restricted to such securities as are permissible to trustees without special powers, and from time to time to vary or release such investments.
- (f) To delegate to any one or more of the Directors of the Company for the time being, or any other person or company for the time being, residing or carrying on business in Ceylon or elsewhere, all or any of the powers or functions given to or exercisable by the Directors; and to confer such powers for such time and to be exercised for such objects and purposes, and upon such terms and conditions and with such restrictions as the Directors may think expedient, and to confer such powers either collaterally with or to the exclusion of, and in the substitution for, all or any of the powers of the Directors in that behalf, and from time to time to revoke, withdraw, alter, or vary all or any of such powers. The Directors may allow to any person or company to whom any powers may be so delegated such remuneration as they in their absolute discretion shall think fit.

#### PROCEEDINGS OF DIRECTORS.

108. The Directors may meet for the despatch of business, adjourn, and otherwise regulate their meetings as they may think fit, and determine the quorum necessary for the transaction of business. Until otherwise determined, two Directors shall be a quorum.

109. A Director may at any time summon a meeting of Directors.

110. The Board may elect a Chairman of their meetings and determine the period for which he is to hold office, and all meetings of the Directors shall be presided over by the Chairman, if one has been elected and if present, but if there be a vacancy in the office of Chairman, or if at any meeting of Directors the Chairman be not present at the time appointed for holding the same, then and in that case the Directors present shall choose one of their number to be Chairman of such meeting.

111. Any question which shall arise at any meeting of the Directors shall be decided by a majority of votes, and in case of an equality of votes the Chairman thereat shall have a casting vote in addition to his vote as a Director.

112. The Board may delegate any of their powers to committees consisting of such member or members of their body as the Board think fit, and they may from time to time revoke and discharge any such committee, either wholly or in part, and either as to persons or purposes, but every committee so formed shall, in exercise of the powers delegated to it, conform to all such regulations as may be prescribed by the Board. All acts done by any such committee, in conformity with such regulations and in the fulfilment of the purposes of their appointment, but not otherwise, shall have the like force and effect as if done by the Board.

113. The meetings and proceedings of such committees shall be governed by the provisions herein contained for regulating the meetings and proceedings of Directors, so far as the same are applicable thereto, and are not superseded by the express terms of the appointment of such committee respectively, or any regulation imposed by the Board.

114. The acts of the Board and of any committees appointed by the Board shall, notwithstanding any vacancy in the Board or Committee, or defect in the appointment or qualification of any Director or of any member of the committee, be as valid as if no such vacancy or defect had existed, and as if such person had been duly appointed or qualified, provided the same be done before the discovery of the vacancy or defect.

115. A resolution in writing signed by all the Directors shall be as valid and effectual as if it had been passed at a meeting of the Directors duly called and constituted.

116. The Directors shall cause minutes to be made in a book or books to be provided for the purpose—

- (1) Of all appointments of (a) officers and (b) committees made by the Directors.
- (2) Of the names of the Directors present at each meeting of the Directors.
- (3) Of the names of the members of the committee appointed by the Board present at each meeting of the committee.
- (4) Of all orders made by the Directors.
- (5) Of all resolutions and proceedings of all General Meetings of the Company.
- (6) Of all resolutions and proceedings of all Meetings of the Directors.
- (7) Of all resolutions and proceedings of all meetings of committees appointed by the Board.

117. All such minutes shall be signed by the person who shall have presided as Chairman at the General Meeting, the Board Meeting or Committee Meeting at which the business minuted shall have been transacted, or by the person who shall preside as Chairman at the next ensuing General Meeting, or Board Meeting, or Committee Meeting, as the case may be; and all minutes purporting to have been signed by any Chairman of any General Meeting, Board Meeting, or Committee Meeting, respectively, shall, for all purposes whatsoever, be *prima facie* evidence of the actual and regular passing of the resolutions, and the actual and regular transaction or occurrence of the proceedings and other matters purporting to be so recorded, and of the regularity of the meeting at which the same shall appear to have taken place, and of the Chairmanship and signature of the person appearing to have signed as Chairman, and of the date on which such meeting was held.

#### ACCOUNTS.

118. The Agent or Secretary or the Agents or Secretaries for the time being, or, if there be no Agent or Secretary or Agents or Secretaries, the Directors, shall cause true accounts to be kept of the paid-up capital for the time being of the Company, and of all sums of money received and expended by the Company, and of the matters in respect of which such sums were received and expended, and of the assets, credits, and liabilities of the Company, and generally of all its commercial, financial, and other affairs, transactions, and engagements, and of all other matters necessary for showing the true financial state and condition of the Company. The accounts shall be kept in such books and in such a manner at the registered office of the Company as the Directors think fit.

119. The Directors shall from time to time determine whether, and to what extent, and at what times and places, and under what conditions or regulations the accounts and books of the Company or of any of them shall be open to the inspection of the Shareholders, and no Shareholder shall have any right of inspecting any account or book or document of the Company, except as conferred by statute or authorized by the Directors or by a resolution of the Company in General Meeting.

120. At the Ordinary General Meeting in every year the Directors shall lay before the Company a statement of the income and expenditure of the Company for the previous financial year and a balance sheet containing a summary of the property and liabilities of the Company made up to the end of the same period.

121. The statement so made shall show, arranged under the most convenient heads, the amount of gross income, distinguishing the several sources from which it has been derived, and the amount of gross expenditure, distinguishing the expense of the establishment, salaries, and other heads of expenditure. Every item of expenditure fairly chargeable against the year's income shall be brought into account, so that a just balance of profit and loss may be laid before the meeting, and in case where any item of expenditure which may in fairness be distributed over several years has been incurred in any one year the whole amount of such item shall be stated, with the addition of the reasons why only a portion of such expenditure is charged against the income of the year.

122. The balance sheet shall contain a summary of the property and liabilities of the Company, arranged under the heads appearing in the form annexed to the table referred to in Schedule C to "The Joint Stock Companies' Ordinance, 1861," or as near thereto as circumstances admit.

123. Every such statement shall be accompanied by a report as to the state and condition of the Company, and as to the amount which the Directors recommend should be paid out of the profits by way of dividend or bonus to the Shareholders, and the statement, report, and balance sheet shall be signed by the Directors.

124. A printed copy of such balance sheet shall, at least seven days previous to such meeting, be delivered at or posted to the registered address of every Shareholder.

125. The accounts of the Company shall from time to time be examined, and the correctness of the balance sheet ascertained, by one or more Auditor or Auditors.

#### AUDIT.

126. No person shall be eligible as an Auditor who is interested otherwise than as a Shareholder in any transaction of the Company, but it shall not be a necessary qualification for an Auditor that he be a Shareholder of the Company, and no Director or officer of the Company shall, during his continuance in office, be eligible as an Auditor.

127. The Directors shall appoint the first Auditor of the Company and fix his remuneration. He shall hold office till the second General Meeting of the Company. All subsequent appointments shall, except as is hereinafter mentioned, be made at the first Ordinary General Meeting of the Company in each year by the Shareholders present thereat, and the Auditor or Auditors appointed at such meeting shall hold office only until the first Ordinary General Meeting after his or their appointments, or until otherwise ordered by a General Meeting.

128. The remuneration of the Auditors other than the first shall be fixed by the Company in General Meeting, and this remuneration may from time to time be varied by a General Meeting.

129. Retiring Auditors shall be eligible for re-election.

130. If any vacancy that may occur in the office of Auditor is not supplied at the next Ordinary General Meeting, or if any casual vacancy shall occur in the office of Auditor, the Directors shall fill up the vacancy by the appointment of a person who shall hold office until the next Ordinary General Meeting after his appointment.

131. Every Auditor shall be supplied with a copy of the balance sheet intended to be laid before the next Ordinary General Meeting after his appointment, and it shall be his duty to examine the same with the accounts and vouchers relating thereto and to report thereon to the meeting, generally or specially, as he may think fit.

132. The Auditor or Auditors for the time being shall have a list delivered to him or them of all books kept by the Company, and he or they shall at all reasonable hours in the daytime have access to all accounts, books, and documents whatsoever of the Company for the purpose of audit.

#### DIVIDENDS, BONUS, AND RESERVE FUND.

133. The Directors may, with the sanction of the Company in General Meeting, from time to time declare a dividend to be paid, and (or) pay a bonus to the Shareholders in proportion to their shares, but no dividend shall be payable except out of nett profits.

134. The Directors may, if they think fit, determine on and declare an interim dividend to be paid or pay a bonus to the Shareholders on account and in anticipation of the dividend for the then current year.

135. The Directors may, before recommending any dividend or bonus, set aside out of the profits of the Company such a sum as they think proper as a reserve fund, and shall invest the same in such securities as they may with the sanction of the Company select, or shall place the same in fixed deposit in any bank or banks.

136. The Directors may from time to time apply such portion as they think fit of the reserve fund to meet contingencies or for equalizing dividends, or for working the business of the Company, or for repairing or maintaining or extending the buildings and premises of the Company, or for the repair or renewal or extension of the property or plant of the Company or any part thereof, or for any other purposes connected with the interest of the Company that they may from time to time deem expedient.

137. No unpaid dividend or bonus shall ever bear interest against the Company.

138. No Shareholder shall be entitled to receive payment of any dividend or bonus in respect of his share or shares whilst any moneys may be due or owing from him (whether alone or jointly with any other person) to the Company in respect of such share or shares, or otherwise howsoever.

139. The Directors may deduct from the dividend or bonus payable to any Shareholder all such sums of money as may be due from him (whether alone or jointly with any other person) to the Company, and notwithstanding the fact that such sums or any of them are not payable until after the date when such dividend or bonus is payable.

140. Notice of any dividend that has been declared, or of any bonus to be paid, shall be given to each Shareholder entitled thereto, and any dividend or bonus unclaimed by any Shareholder for three years after notice thereof is given may be forfeited by the Directors for the benefit of the Company, and, if the Directors think fit, may be applied in augmentation of the reserve fund.

141. Every dividend or bonus payable in respect of any share held by a firm may be paid to, and an effectual receipt given by, any partner of such firm or agent duly authorized to sign the name of the firm.

142. Every dividend or bonus payable in respect of any share held by several persons jointly other than a firm may be paid to, and an effectual receipt given by, any one of such persons.

#### NOTICES.

143. Notices from the Company may be authenticated by the signature (printed or written) of the Agent or Secretary, Agents or Secretaries, or persons appointed by the Board to authenticate the same.

144. Every Shareholder shall give an address in Ceylon, which shall be deemed to be his place of abode, and shall be registered as such in the books of the Company.

145. A notice may be served by the Company upon any Shareholder, either personally or by being sent through the post in a prepaid letter addressed to such Shareholder at his registered address or place of abode, and any notice so served shall be deemed to be well served, notwithstanding that the Shareholder to whom such notice is addressed be dead, unless his executors or administrators shall have given to the Directors, or to the Agent or Secretary or Agents or Secretaries of the Company, their own or some other address to which notices may be sent.

146. All notices directed to be given to Shareholders shall, with respect to any share to which persons are jointly entitled other than a firm, be given to whichever of such persons is named first in the Register of Shareholders, and notice so given shall be sufficient notice to all the holders of such shares.

147. Any notice if served by post shall be deemed to have been served on the day on which the letter containing the same would in ordinary course of post have been delivered at its address, and in proving such service it shall be sufficient to prove that the letter containing the notice was properly addressed and put into a post office or post box, and the entry in the Company's books of the leaving or sending by post of any notice at or to such address shall be sufficient evidence thereof, and no further evidence shall be necessary.

148. Every Shareholder residing out of Ceylon shall name and register in the books of the Company an address within Ceylon at which all notices shall be served upon him, and all notices served at such address shall be deemed to be well served. If he shall not have named and registered such an address, he shall not be entitled to any notices.

All notices required to be given by advertisement shall be published in the *Ceylon Government Gazette*.

#### ARBITRATION.

149. Whenever any question or other matter whatsoever arises in dispute between the Company and any other company or person, the same may be referred by the Directors to arbitration.

## EVIDENCE.

150. On the trial or hearing of any action or suit brought or instituted by the Company against any Shareholder or his representatives to recover any debt or money claimed to be due to the Company in respect of his shares, it shall be sufficient to prove that the name of the defendant is or was when the claim arose on the Register of Shareholders of the Company as a holder of the number of shares in respect of which such claim is made, and that the amount claimed is not entered as paid in the books of the Company ; and it shall not be necessary to prove the registration of the Company, nor the appointment of the Directors who made any call, nor that a quorum of Directors was present at the Board at which any call was made, nor that the meeting at which any call was made was duly convened or constituted, nor any other matter whatsoever, but the proof aforesaid shall be conclusive evidence of the debt.

## PROVISION RELATIVE TO WINDING UP OR DISSOLUTION OF THE COMPANY.

151. Any Shareholder, whether a Director or not, and whether alone or jointly with any other Shares holder or Director, and any person not a Shareholder, may become the purchaser of the property of the Company or any part thereof in the event of a winding up or a dissolution, or at any other time when a sale of the Company's property or effects or any part thereof shall be made by the Directors under the powers hereby or under the Ordinance conferred upon them.

In witness whereof the subscribers to the Memorandum of Association have hereto set and subscribed their names at Colombo this 10th day of October, 1905.

G. H. ALSTON.

ALEX. THOMSON.

By his Attorney G. H. ALSTON.

ALF. H. AYDEN.

O. T. MACDERMOTT.

W. E. DRURY.

STANLEY BOJS.

J. E. ALSTON.

Witness to the above signatures :

GEORGE DE SARAM,

Proctor, Supreme Court, Colombo.

## MEMORANDUM OF ASSOCIATION OF BROWN &amp; DAVIDSON, LIMITED.

1. The name of the Company is "BROWN & DAVIDSON, LIMITED."
2. The Registered Office of the Company is to be established in Talawakele, Ceylon.
3. The objects for which the Company is established are—
  - (1) To acquire from Messrs. G. S. Brown and J. W. B. Davidson, as a going concern, as from 1st October, 1905, the business of engineers, builders, and contractors, carried on by them at Talawakele under the name and style of "Brown & Davidson," with the good will thereof, and all the leasehold lands, workshops, storerooms, offices, bungalows, and other buildings, machinery, plant, fixtures, furniture, tools, implements, stock-in-trade, and effects belonging thereto.
  - (2) To purchase, take on lease or in exchange, hire, or otherwise acquire any real or personal, immovable or immovable property, and any right of way, water right, and other rights, privileges, and easements and concessions, and any factories, machinery, tools, implements, live and dead stock, stores, effects, and other property of any kind.
  - (3) To carry on the business of engineers, surveyors, mechanical engineers, manufacturers of agricultural implements and other machinery, machine and engineering tool makers, boiler makers, ironfounders, brassfounders, millwrights, machinists, metal workers, iron and steel converters, wood workers, coopers, carpenters, electrical engineers, water supply engineers, gas makers, mine and mineral owners, metallurgists, and manufacturing chemists, and to buy, sell, erect, take down, manufacture, repair, convert, let on hire, and deal in engines, machinery, rolling stock, plant, implements, tools, utensils, patterns, conveniences, and hardware of all kinds.
  - (4) To carry on and transact the business of carriers of passengers, mails, and goods by land or by water by means of vehicles and vessels mechanically or otherwise propelled, on roads and rivers, canals, lakes, or other waters ; and of forwarding agents, proprietors, manufacturers, importers, and repairers of motor cars, whether propelled by steam, electricity, oil, petroleum, or otherwise, lorries, vans, drags, chars-a-banc, omnibuses, carts, carriages, cycles, bicycles, tricycles, motor cars, tri-cars, and vehicles of any description whatsoever ; and of boats, barges, tugs, launches, and vessels of any description whatsoever ; proprietors of docks, wharves, jetties, piers, and warehouses ; shipowners, tug owners, and wharfingers ; and to purchase, take in exchange, hire, or otherwise acquire, hold, and let on hire, lorries, vans, drags, chars a-banc, omnibuses, carts, carriages, cycles, bicycles, tricycles, motor cars, tri-cars, and vehicles of any description whatsoever. boats, barges, tugs, launches and vessels of any description whatsoever, and all live and dead stock, chattels, and effects required for the maintenance and working of the business of carriers of passengers, mails, and goods by land or by water ; of proprietors of docks, wharves, jetties, piers, warehouses ; of tug owners and wharfingers ; or of any other business which can or may be carried on in connection with the above respectively.
  - (5) To carry on all or any of the following businesses, namely, builders and contractors, decorators, merchants, and dealers in stone, sand, lime, bricks, timber, hardware, and other building requisites, brick and tile and terracotta makers, job masters, licensed victuallers, assurance agents, house agents, general agents, warehousemen, druggists, oil and colour importers, and manufacturers of and dealers in medicinal, chemical, industrial, and other preparations and articles, compounds, cements, oils, paints, pigments, and varnishes, timber merchants, saw-mill proprietors, and to buy, sell, manufacture, manipulate, import, export, and deal in timber and wood of all kinds, and to receive and keep goods in charge and to issue warrants for same.
  - (6) To carry on the business of storekeepers in all branches of business, and in particular to buy, sell, manufacture, and deal in goods, stores, liquors, consumable articles, piece goods, woollen goods, clothing, chattels, and effects of all kinds, both wholesale and retail.

- (7) To construct, maintain, lay down, carry out, work, sell, let on hire, and deal in telephones and telegraphs, and all kinds of works, machinery, apparatus, conveniences, and things capable of being used in connection with telephones and telegraphs, and the supply of electric light, heat, and power, and the transmission of telephonic and telegraphic communications and messages, and in particular any cables, wires, lines, stations, exchanges, reservoirs, accumulators, lamps, meters, and engines.
- (8) To undertake the lighting of towns, streets, factories, buildings, and other places, and the supply of electric heat and motive power for public and private purposes.
- (9) To acquire or establish and carry on any other business or operations, manufacturing, commercial or otherwise, which the Company may think directly or indirectly conducive to any of its objects or capable of being conveniently carried on in connection with the above-mentioned businesses or any of them; and to apply for, purchase, or otherwise acquire any patents, brevets d'invention, concessions, and the like conferring an exclusive or non-exclusive or limited right to use, or any information as to any invention which may seem capable of being used for any of the purposes of the Company, or the acquisition of which may seem calculated directly or indirectly to benefit this Company, and to use, exercise, develop, grant licenses in respect of or otherwise turn to account the property, rights, and information so acquired.
- (10) To apply for, purchase, or otherwise acquire any contracts and concessions for or in relation to the construction, execution, carrying out, equipment, improvement, management, or control of public and private markets, buildings, sewage, drainage, sanitation, sanitary, or other work, and to undertake, carry out, dispose of, let out, or otherwise turn to account the same.
- (11) To enter into any arrangements with any authorities, Government, Municipal, local, or otherwise, that may seem conducive to the Company's objects or any of them, and to obtain from any such authority any rights, privileges, and concessions which the Company may think it desirable to obtain, and to carry out, exercise, and comply with any such arrangements, rights, or privileges and concessions.
- (12) To purchase or otherwise acquire and undertake all or any part of the business, property, and liabilities of any corporation or company, person or persons carrying on any business which this Company is authorized to carry on or possessed of property suitable for the purposes of the Company. And to pay for any such property or business or for any services rendered or to be rendered to the Company in shares (to be treated as either wholly or partly paid up) or debentures or debenture stock of the Company or entirely in money or partly in shares or debentures or debenture stock and partly in money. And for any such purpose to make and enter into any contracts, agreements, or arrangements, and to undertake any liabilities.
- (13) To amalgamate, unite, or co-operate or enter into partnership, or into any arrangement for sharing profits for union of interests, or for reciprocal concession or co-operation, either generally or to or for any limited extent or for a period determinable, continuous, or otherwise with any corporation, company, person or persons already or hereafter to be established for or engaged in objects which are or shall be within the scope of or connected with any of the objects of this Company, and to take or otherwise acquire and hold shares or stock in or securities of and to subsidize or otherwise assist any such company, and to sell, hold, re-issue with or without guarantee, or otherwise deal with such shares or securities.
- (14) To promote any other company for the purpose of acquiring all or any of the property, rights, and liabilities of the Company or of advancing directly or indirectly the objects or interest thereof or for any other purpose which may seem directly or indirectly calculated to benefit this Company, and to take or otherwise acquire and hold shares, stocks, or obligations of any such company or any other company having objects altogether or in part similar to those of this Company, and also to purchase, acquire, and hold any interest in or shares or stocks of any companies in the United Kingdom, Ceylon, or elsewhere, carrying on any business capable of being conducted so as directly or indirectly to benefit this Company, and to guarantee the payment of any debentures or other securities issued by any such companies and upon a distribution of assets or division of profits to distribute any such shares, stock, or obligations amongst the members of this Company in specie.
- (15) To build, make, construct, equip, maintain, improve, alter, and work factories, mills, manufactories, buildings, erections, roads, water-courses, docks, wharves, jetties, and other works and conveniences which may be necessary or convenient for the purposes of the Company or may seem calculated directly or indirectly to advance the Company's interests; and to contribute to, subsidize, or otherwise assist or take part in the construction, improvement, maintenance, working, management, carrying out, or control thereof.
- (16) To invest, lend, or otherwise deal with the moneys of the Company not immediately required upon such security or without security and in such manner as may from time to time be determined, and in particular to lend money to customers and to other parties dealing with the Company, and to guarantee the performance of contracts by any such persons, and generally to transact financial business of all kinds.
- (17) To borrow or raise money for the purposes of the Company or receive money on deposit at interest or otherwise, and for the purpose of raising or securing money for the performance or discharge of any obligation or liability of the Company or for any other purpose to create, execute, grant, or issue any mortgages, mortgage debentures, debenture stock, bonds, or obligations of the Company either at par, premium, or discount, and either redeemable or irredeemable or perpetual secured upon all or any part of the undertaking, revenue, rights, and properties of the Company present and future, including uncalled capital or the unpaid calls of the Company.
- (18) To cause or permit any debenture stock, bonds, debentures, mortgages, charges, incumbrances, liens, or securities of or belonging to or made or issued by the Company or affecting its property or rights or any of the terms thereof to be renewed, extended, varied, redeemed, exchanged, transferred, or satisfied, as shall be thought fit, also to pay off and re-borrow the moneys secured thereby or any part or parts thereof.
- (19) Generally to purchase, take on lease or in exchange, hire, or otherwise acquire any real or personal property and any rights, privileges, licenses, or easements which the Company may think necessary or convenient with reference to any of these objects and capable of being profitably dealt with in connection with any of the Company's property or rights for the time being.
- (20) To sell the undertaking of the Company or any part thereof for such consideration as the Company may think fit, and in particular shares, debentures, or securities of any other company having objects altogether or in part similar to those of this Company.
- (21) To make, accept, endorse, issue, and execute promissory notes, bills of exchange, warrants, debentures bills of lading, and other negotiable or transferable instruments.
- (22) To remunerate any parties for services rendered or to be rendered in placing or assisting to place any shares in the Company's capital or any debentures, debenture stock, or other securities of the Company, or in or about the formation or promotion of the Company or the conduct of its business.

- (23) To provide for the welfare of persons in the employment of the Company or formerly in their employment and the widows and children of such persons and others dependent upon them by granting money or pensions, providing schools, reading rooms, places of recreation, subscribing to sick or benefit clubs or societies, or otherwise as the Company shall think fit, and to subscribe or guarantee money for charitable or benevolent objects or for any exhibition or any public, general, or useful object.
- (24) To procure the Company to be registered in the Island of Ceylon and if and when desired elsewhere, or to establish and regulate in the United Kingdom, Ceylon, or in the Colonies, or elsewhere abroad agencies for any of the purposes of the Company.
- (25) To sell, let, underlet, exchange, surrender, transfer, deliver, charge, mortgage, dispose of, turn to account, or otherwise deal with all or any part of the property and rights of the Company, whether in consideration of rents, money, or securities for money, shares, debentures, or securities in any other company or for any other consideration.
- (26) To pay for any lands, real or personal, immovable or movable, estate or property or assets of any kind acquired or to be acquired by the Company, or for any services rendered or to be rendered to the Company, and generally to pay or discharge any consideration to be paid or given by the Company in money or in shares (whether partly paid up or fully paid up) or debentures or debenture stock or obligations of the Company or partly in one way and partly in another or otherwise howsoever, with power, to issue any shares either as fully paid up or partly paid up for such purpose.
- (27) To accept as consideration for the sale or disposal of any lands and real or personal, immovable or movable, estate or property or assets of the Company of any kind sold or otherwise disposed of by the Company, or in discharge of any other consideration to be received by the Company, money or shares (whether partly paid up or fully paid up) of any company, or the debentures or debenture stock or obligations of any company or person or partly one or partly any other.
- (28) To distribute among the Shareholders in specie any property of the Company, but so that no distribution amounting to a reduction of capital be made except with the sanction for the time being required by law.
- (29) To do all or any of the above things in any part of the world and as principals, agents, contractors, or otherwise, and either alone or in conjunction with others either by or through agents, sub-contractors, trustees, corporations, or otherwise.
- (30) To do all such other things as may be necessary, incidental, conducive, or convenient to the attainment of the above objects or any of them. It being hereby declared that in the foregoing clause (unless a contrary intention appears) the word "person" includes any number of persons and a corporation, and the "other objects" specified in any one paragraph are not to be limited or restricted by reference to or inference from any other paragraph.

4. The liability of the members is limited.

5. The nominal capital of the Company is Five hundred thousand Rupees, divided into Five thousand shares of One hundred Rupees each, with power to increase or reduce the capital. The shares forming the capital of the Company may be divided into such classes with any preferential, deferred, qualified, special, or other rights, privileges, or conditions attached thereto, and be held upon such terms as may be prescribed by the Articles of Association and Regulations of the Company for the time being or otherwise.

We, the several persons whose names and addresses are subscribed, are desirous of being formed into a Company in pursuance of this Memorandum of Association, and we respectively agree to take the number of shares in the capital of the Company set opposite our respective names.

Names and Addresses of Subscribers.

Number of Shares taken  
by each Subscriber.

F. L. CLEMENTS, Colombo	...	...	...	One
Witness to the signature of Francis Leonard Clements at Colombo, this 17th day of October, 1905 :				
LESLIE W. F. DE SARAM, Proctor, Supreme Court, Colombo.				
GEO. S. BROWN, Talawakele	...	...	...	One
Witness to the signature of Geo. S. Brown at Talawakele, this 16th day of October, 1905 :				
T. C. VAN ROOYEN, Proctor, Supreme Court, Hatton.				
A. M. CARMICHAEL, Stirling, Talawakele	...	...	...	One
ROBT. MARTIN, Talawakele	...	...	...	One
Witness to the signatures of A. M. Carmichael and Robt. Martin at Talawakele, this 16th day of October, 1905 :				
T. C. VAN ROOYEN, Proctor, Supreme Court, Hatton.				
W. F. ROBERTSON REID, Wootton, Kotagala	...	...	...	One
Witness to the signature of W. F. Robertson Reid at Talawakele, this 16th day of October, 1905 :				
T. C. VAN ROOYEN, Proctor, Supreme Court, Hatton.				
J. W. B. DAVIDSON, Talawakele	...	...	...	One
Witness to the signature of J. W. B. Davidson at Talawakele, this 16th day of October, 1905 :				
T. C. VAN ROOYEN, Proctor, Supreme Court, Hatton.				
JAMES RYAN, Glenomera, Talawakele	...	...	...	One
Witness to the signature of James Ryan at Talawakele, this 16th day of October, 1905 :				
T. C. VAN ROOYEN, Proctor, Supreme Court, Hatton.				



## ARTICLES OF ASSOCIATION OF BROWN &amp; DAVIDSON, LIMITED.

## REGULATIONS.

1. *Table C not to apply: Company to be governed by these Articles.*—The regulations contained in the Table C in the schedule annexed to “The Joint Stock Companies’ Ordinance, 1861,” shall not apply to this Company, which shall be governed by the regulations contained in these Articles, but subject to repeal, addition, or alteration by special resolution.

2. *Power to alter regulations.*—The Company may, by special resolution, alter and make provisions instead of, or in addition to, any of the regulations of the Company, whether contained and comprised in these Articles or not.

## PRELIMINARY.

3. *Interpretation clause.*—In the interpretation of these presents the following words and expressions shall have the following meanings, unless such meanings be inconsistent with, or repugnant to, the subject or context:—

*Company.*—The word “Company” means “Brown & Davidson, Limited,” incorporated or established by or under the Memorandum of Association to which these Articles are attached.

*The Ordinance.*—“The Ordinance” means and includes “The Joint Stock Companies’ Ordinances, 1861, 1888, and 1893,” and every other Ordinance from time to time in force concerning Joint Stock Companies which may apply to the Company.

*These presents.*—“These presents” means and includes the Memorandum of Association and the Articles of Association of the Company from time to time in force.

*Capital.*—“Capital” means the capital for the time being raised or authorized to be raised for the purposes of the Company.

*Shares.*—“Shares” means the shares from time to time into which the capital of the Company may be divided.

*Shareholder.*—“Shareholder” means a Shareholder of the Company.

*Presence or Present.*—“Presence” or “present” at a meeting means presence or present personally or by proxy or attorney.

*Directors.*—“Directors” means the Directors for the time being of the Company or (as the case may be) the Directors assembled at a Board.

*Board.*—“Board” means a meeting of the Directors or (as the context may require) the Directors assembled at a Board meeting, acting through at least a quorum of their body in the exercise of authority duly given to them.

*Persons.*—“Persons” means partnerships, associations, corporations, companies, unincorporated or incorporated by Ordinance and registration, as well as individuals.

*Office.*—“Office” means the registered office for the time being of the Company.

*Seal.*—“Seal” means the common seal for the time being of the Company.

*Month.*—“Month” means a calendar month.

*Writing.*—“Writing” means printed matter or print as well as writing.

*Singular and plural number.*—Words importing the singular number only include the plural, and *vice versa*.

*Masculine and feminine gender.*—Words importing the masculine gender only include the feminine, and *vice versa*.

## BUSINESS.

4. *Commencement of business.*—The Company shall purchase and acquire from George Smith Brown and John William Bain Davidson the business now carried on by them at Talawakele under the name and style of Brown & Davidson; and shall proceed to carry on and develop such business and to employ and apply its capital as soon after the registration of the Company as the Directors in their discretion shall think fit; and notwithstanding that the whole of the shares shall not have been subscribed or applied for, or allotted, they shall do so as soon as, in the judgment of the Directors, a sufficient number of shares shall have been subscribed or applied for. And shall pay out of the funds of the Company, all costs and expenses, as well preliminary as otherwise, paid or incurred in and about the formation and registration of the Company, and the purchase afore referred to.

5. *Conduct of business.*—The business of the Company shall be carried on by, or under the management or direction of, the Directors, and subject only to the control of General Meetings, in accordance with these presents.

## CAPITAL.

6. *Nature and amount.*—The nominal capital of the Company is Five hundred thousand Rupees, divided into Five thousand shares of One hundred Rupees each, and the original issue of shares Three hundred thousand Rupees.

## INCREASE OF CAPITAL.

7. *Nature and amount.*—The Company in General Meeting may, from time to time, increase its capital by the creation of new shares of such amount per share and in the aggregate as may be deemed expedient.

8. *Same as original capital.*—Any capital raised by the creation of new shares shall, subject as aforesaid, be considered part of the original capital, and shall accordingly be subject to the provisions herein contained with reference to the payment of calls and instalments, transfer and transmission, forfeiture, lien, surrender, and otherwise.

## REDUCTION OF CAPITAL.

9. *Reduction of capital.*—The Company may from time to time, by special resolution and as provided by law, reduce its capital, and may consolidate or subdivide any of its shares which have not been taken or agreed to be taken by any person.

Paid up capital may be returned upon the footing that the amount may be called up again or otherwise.

## ORIGINAL SHARES.

10. *Control.*—After allotment to the said George Smith Brown and John William Bain Davidson or their nominees of fully paid shares of the Company in payment or part payment of the purchase price of the said business of Brown & Davidson, the remaining shares shall be under the control of the Directors, who may allot or otherwise dispose of the same to such persons, on such terms and conditions, and at such times, as the Directors think fit.

11. *Acceptance.*—Every person taking any share in the Company shall testify his acceptance thereof by writing under his hand in such form as the Company from time to time directs.

12. *Payment.*—If by the conditions of allotment of any share, the whole or part of the amount thereof shall be payable by instalments, every such instalment shall, when due, be paid to the Company by the holder of the shares.

13. *Interest on unpaid amounts.*—If before, or on, the day appointed for payment, any Shareholder does not pay the amount for which he is liable, then such Shareholder shall be liable to pay interest for the same at the rate of nine per cent. per annum from the day appointed for the payment thereof to the time of the actual payment.

14. *Unissued shares.*—The Directors may from time to time issue any unissued shares, and may add to such shares such an amount of premium as they may consider proper. Provided that such unissued shares shall first be offered by the Directors to the registered Shareholders for the time being of the Company, as nearly as possible in proportion to the shares already held by them, and such shares as shall not be accepted by the Shareholder or Shareholders to whom the shares shall have been offered, within the time specified in that behalf by the Directors, may be disposed of by the Directors in such manner as they think most beneficial to the Company. Provided also that the Directors may at their discretion allot any unissued shares in payment of any movable or immovable property acquired by the Company, without first offering such shares to the registered Shareholders for the time being of the Company.

#### NEW SHARES.

15. *Terms and conditions.*—New shares shall be issued upon such terms and conditions, and with such rights and privileges annexed thereto, as the General Meeting resolving on the creation thereof, or any other General Meeting of the Company shall direct, and if no direction shall be given as the Directors shall determine, and in particular such shares may be issued with a preferential or qualified right to dividends and to ranking in the distribution of the assets of the Company, and with a special or without any right of voting.

16. *Issue.*—All new shares shall be offered by the Directors to the registered Shareholders for the time being of the Company as nearly as possible in proportion to the amount of the existing shares held by them, and such shares as shall not be accepted by the Shareholder or Shareholders to whom the same shall have been offered within the time specified in that behalf by the Directors, may be disposed of by the Directors in such manner as they think most beneficial to the Company. Provided that the Directors may, at their discretion, allot any new shares in payment for any movable or immovable property acquired by the Company, without first offering such shares to the registered Shareholders for the time being of the Company.

17. *Premium.*—The Directors shall have power to add to such new shares such an amount of premium as they may consider proper.

#### PREFERENCE AND DEFERRED SHARES.

18. *Preference and deferred shares.*—Any shares from time to time to be issued or created may from time to time be issued with any such guarantee, or any such right of preference, whether in respect of dividend or of repayment of capital, or both, or any such other special privilege or advantage over any shares previously issued, or then about to be issued (other than shares issued with a preference), or at such a premium, or with such deferred rights as compared with any shares previously issued, or then about to be issued, or subject to any such conditions or provisions, and with any such right, or without any right, of voting, and generally on such terms as the Company may from time to time by special resolution determine.

19. *Resolutions affecting a particular class of shares.*—If at any time by the issue of preference shares or otherwise the capital is divided into shares of different classes, then the holders of any class of shares may, by an extraordinary resolution passed at a meeting of such holders, consent, on behalf of all the holders of shares of that class, to the issue or creation of any shares ranking equally therewith or having any priority thereto, or to the abandonment of any preference or priority, or of any accrued dividend, or the reduction for any time, or permanently of the dividends payable thereon, or to any scheme for the reduction of the Company's capital affecting that class of shares, and such resolution shall be binding upon all the holders of shares of that class, provided that this article shall not be read as implying the necessity for such consent in any case in which, but for this article, the object of the resolution could have been effected without it.

20. *Meeting affecting a particular class of shares.*—Any meeting for the purpose of the last preceding clause shall be convened and conducted in all respects as nearly as possible in the same way as an Extraordinary General Meeting of the Company, provided that no Member, not being a Director, shall be entitled to notice thereof or to attend thereat, unless he be a holder of shares of the class intended to be effected by the resolution, and that no vote shall be given except in respect of a share of that class, and that at any such meeting a poll may be demanded in writing by any five Members personally present and entitled to vote at the meeting.

#### SHARE CERTIFICATES.

21. *Certificates.*—The certificates of title to shares shall be issued under the seal of the Company, and signed by two or more Directors, or by one Director and the Secretary, or Secretaries, for the time being, or in such other manner as the Directors shall prescribe.

22. *How issued.*—Every Member shall be entitled to one certificate for all the shares registered in his name or to several certificates, each for a part of such shares; and every certificate of shares shall specify the number of shares in respect of which it is issued, the class, and the amount paid up thereon or credited thereto.

23. *Renewal of certificate.*—If any certificate be worn out or defaced, then, upon production thereof to the Directors, they may order the same to be cancelled, and may issue a new certificate in lieu thereof; and if any certificate be lost or destroyed, then, upon proof thereof to the satisfaction of the Directors, and on such indemnity as the Directors deem adequate being given, a new certificate in lieu thereof shall be given to the person entitled to such lost or destroyed certificate.

24. *Fee for same.*—Such sum (if any) not exceeding Fifty cents, as the Directors may determine, shall be paid to the Company for every certificate so issued in the place of a certificate lost or destroyed.

25. *Company not bound to recognize any interest in share other than that of registered holder, or of any person under clause 40.*—The Company shall not be bound to recognize (even though having notice of) any contingent, future partial, or equitable interest in the nature of a trust or otherwise in any share, or any other right in respect of any share, except an absolute right thereto, in the person from time to time registered as the holder thereof, and except also the right of any person under clause 40 to become a Shareholder in respect of any share.

#### JOINT-HOLDERS.

26. *Certificate to the first-named.*—The certificate of shares registered in the names of two or more persons shall be delivered to the person first-named in the register in respect thereof.

27. *Receipts and votes.*—Any one of the joint-holders of a share may give effectual receipts for any dividends payable in respect of such share; but the Shareholder whose name stands first on the register, and no other, shall be entitled to the right of voting, and of giving proxies and all other advantages conferred on a sole Shareholder.

28. *Survivor only recognized.*—In case of the deaths of any one or more of the joint-holders of any shares, the survivor or survivors shall be the only person or persons recognized by the Company as having any title to, or interest in, such shares.

29. *Liability of joint-holders.*—Joint-holders shall be severally as well as jointly liable for all instalments and calls in respect thereof.

#### CALLS.

30. *Directors may make calls.*—The Directors may from time to time make such calls as they think fit upon the Members in respect of all moneys unpaid on the shares held by them, and not by the conditions of allotment thereof made payable at fixed times, and each Member shall pay the amount of every call so made upon him to the person, and at the time, and at the place appointed by the Directors. A call may be made either in one sum, or by two or more instalments.

31. *Time when made.*—A call shall be deemed to have been made at the time when the resolution of the Directors authorizing such call was passed.

32. *Notice of call.*—One month's notice at the least of any call shall be given specifying the time and place of payment, and to whom such call shall be paid.

33. *Interest on unpaid call.*—If the sum payable in respect of any call or instalment is not paid on or before the day appointed for the payment thereof, the holder for the time being of the share in respect of which the call shall have been made, or the instalment shall be due, shall pay interest for the same at the rate of nine per cent. per annum from the day appointed for payment thereof to the time of the actual payment, but the Directors may, when they think fit, remit altogether or in part any sum becoming payable for interest under this clause.

34. *Payments in anticipation of calls.*—The Directors may at their discretion receive from any Member willing to advance the same, and upon such terms as they think fit, including a condition that the same may be applied in extinction of future calls although not then made, all or any part of the moneys due upon the shares held by such Member beyond the sums paid up or payable thereon, and in particular such moneys may be received upon the terms that interest shall be paid thereon, or on so much thereof as for the time being exceeds the amount called up.

#### TRANSFER OF SHARES.

35. *Exercise of rights.*—No person shall exercise any rights of a Member until his name shall have been entered in the register of Members, and he shall have paid all calls and other moneys for the time being payable on every share in the Company held by him.

36. *Transfer of shares.*—Subject to the restrictions of these Articles, any Member may transfer all or any of his shares. The instrument of transfer of any share shall be in writing, signed both by the transferor and the transferee, and the transferor shall be deemed to remain the holder of the share until the name of the transferee is entered in the register in respect thereof.

37. *Refusal to register.*—The Directors may decline to register any transfer of shares by a Shareholder who is indebted to the Company, or of any share on which the Company has a lien, or any transfer of shares made by any person, in any case where they shall consider the proposed transferee to be an irresponsible person, or that the transfer will not be conducive to the interest of the Company, or in case of shares not fully paid up to any person not approved by them. The Directors shall not be required to assign any reason for so declining. In the event of the Directors declining to register a transfer, they shall, upon the request of the Shareholder, desirous of executing the same, convene an Extraordinary General Meeting of the Company, to resolve whether the said transfer shall be registered or not, and the resolution of such General Meeting shall be absolute.

38. *Registration of transfer.*—Every instrument of transfer must be left at the office of the Company to be registered, accompanied by such evidence as the Directors may reasonably require, to prove the title of the transferor or his right to transfer his shares, and a fee of two rupees and fifty cents, or such other sum as the Directors shall from time to time determine must be paid, and thereupon the Directors, subject to the powers reserved to them by Article 37, shall register the transferee as a Shareholder, and retain the instrument of transfer; but any instrument of transfer which the Directors may decline to register shall on demand be returned to the person depositing the same.

39. *Close of books.*—The Transfer Books may be closed during the fourteen days immediately following the Ordinary General Meeting in each year.

#### TRANSMISSION OF SHARES.

40. *Death of Shareholders.*—The executors or administrators or heirs of a deceased Shareholder shall be the only persons recognized by the Company as having any title to his share.

41. *Registration of new interest.*—Any person becoming entitled to a share in consequence of the death, bankruptcy, or insolvency of any Shareholder, or in consequence of the marriage of any female Shareholder, or in any way other than by transfer, may be registered as a Shareholder upon such evidence being produced as may from time to time be required by the Directors.

42. *Transfer of new interest.*—Any person who has become entitled to a share in any way other than by transfer may, instead of being registered himself, elect to have some person to be named by him registered as a holder of such share. The person so becoming entitled shall testify such election by executing to his nominee a transfer of such share. The instrument of transfer shall be presented to the Company, accompanied with such evidence as the Directors may require to prove the title of the transferor, and thereupon the Company shall, subject to the power vested in them by Article 37, register the transferee as a Shareholder.

#### SURRENDER OF SHARES.

43. *Terms of.*—The Directors may accept in the name, and for the benefit of the Company, upon such terms and conditions as may be arranged, the surrender of any shares in the capital of the Company, and any shares so surrendered shall be dealt with in the same manner as is provided in these Articles with regard to forfeited shares.

#### FORFEITURE OF SHARES.

44. *Preliminary notice.*—If any Shareholder fails to pay any allotment money, or call, or instalment on the appointed day, the Company may at any time thereafter, during such time as the same remains unpaid, serve a notice on him requiring him to pay the same together with any interest that may have accrued thereon, and all expenses that may have been incurred by the Company by reason of such non-payment.

45. *Terms of notice.*—The notice shall name a day (not being less than twenty-eight days from the date of the notice), and a place or places on, and at which such allotment money, or call, or instalment and such interest and expenses as aforesaid are to be paid. The notice shall also state that, in the event of non-payment at or before the time and at the place appointed, the shares in respect of which the allotment money, or call, or instalment is payable will be liable to be forfeited.

46. *Forfeiture.*—If the requisitions of any such notice are not complied with any shares in respect of which such notice has been given may, at any time thereafter, before payment of the allotment money, or call, or instalment and interest, and expenses due in respect thereof, be forfeited by a resolution of the Directors to that effect.

47. *Disposal of shares forfeited.*—Any shares so forfeited shall be deemed to be the property of the Company and the Directors may sell, re-allot, or otherwise dispose of the same in such manner as they think fit.

48. *Continuing liability.*—Any Member whose shares have been forfeited shall, notwithstanding, be liable to pay, and shall forthwith pay to the Company all moneys, calls, instalments, interest, and expenses owing upon or in respect of such shares at the time of the forfeiture, together with legal interest thereon from the time of forfeiture until payment; and the Directors may enforce the payment thereof, or of any part thereof if they think fit.

49. *Annulment.*—The Directors may at any time before any shares so forfeited shall have been sold, re-allotted, or otherwise disposed of, annul the forfeiture thereof upon such conditions as they think fit.

#### LIEN OF COMPANY ON SHARES.

50. *First charge.*—The Company shall have a first and paramount lien upon all the shares not fully paid up, registered in the name of any Member (whether solely or jointly with others), for his debts, liabilities, and engagements, solely or jointly with any other person, to or with the Company, whether the period for the payment or discharge thereof shall have actually arrived or not, and such lien shall extend to all dividends declared on such shares.

51. *Enforcement.*—For the purpose of enforcing such lien the Directors may sell the shares subject thereto in such manner as they think fit, but no sale shall be made until such period as aforesaid shall have arrived, and until notice in writing of the intention to sell shall have been served on such Member, his executors or administrators, and default shall have been made by him or them in the payment, fulfilment, or discharge of such debts, liabilities, or engagements, for seven days after service of such notice.

52. *Application of proceeds.*—The net proceeds of any such sale shall be applied in or towards satisfaction of the debts, liabilities, or engagements of such Member, and the residue (if any) paid to such Member or his executors, administrators, or assigns.

53. *Transfer.*—Upon any sale in purported exercise of the powers given by these Articles, the Directors may cause the purchaser's name to be entered in the register in respect of the shares sold, and the purchaser shall not be bound to see to the regularity of the proceedings or the application of the purchase money, and after his name has been entered in the register in respect of such shares, the sale shall not, as against him, be impeached by the former holder of the shares or any other person, and the remedy of any Member or person aggrieved by such sale shall be in damages only, and against the Company exclusively.

#### BORROWING POWERS.

54. *Power to borrow.*—The Directors may from time to time, at their discretion, borrow or raise any sum or sums of money for the purposes of the Company, at such rate of interest and upon such terms as the Directors may determine, provided that the moneys so borrowed, or raised, and owing at any one time shall not, without the sanction of a General Meeting of the Company, exceed Ten thousand Rupees.

55. The Directors shall be entitled, with the sanction of a General Meeting of the Company, to borrow such further sum or sums of money, and at such rate of interest as such meeting shall determine.

56. *Proof of power to borrow.*—A declaration under the Company's seal, and subscribed by two or more of the Directors or by one Director and the Secretary, to the effect that the Directors in taking any loan are not exceeding their borrowing powers, shall be conclusive evidence thereof in all questions between the Company and its creditors; and no document containing such declaration shall, as regards the creditor, be void on the ground of its being granted in excess of the aforesaid borrowing powers, unless it be proved that such creditor was aware that it was so granted.

57. *Security for repayment.*—For the purpose of securing the repayment of any such moneys so borrowed or raised, or for any other purposes sanctioned by a General Meeting of the Company, the Directors may create and issue any mortgages, debentures, debenture stock, bonds, or obligations of the Company charged upon all or any part of the undertaking, revenue, property, and rights of the Company (both present and future), including uncalled capital or unpaid calls, or by giving, accepting, or endorsing, on behalf of the Company any promissory notes or bills of exchange. Any such securities may be issued either at par, or at a premium, or discount, and may from time to time be varied or exchanged as the Directors may think fit, and may contain any special privileges as to redemption, surrender, drawings, allotment of shares, or otherwise.

58. *Assignment of security.*—Every mortgage debenture or other instrument issued by the Company for securing the payment of money may be so framed that the moneys thereby secured shall be assignable free from any equities between the Company and the person to whom the same may be issued.

#### GENERAL MEETINGS.

59. *First General Meeting.*—The first General Meeting shall be held at such time not being more than twelve months after the incorporation of the Company, and at such place, as the Directors may determine.

60. *Subsequent General Meeting.*—Subsequent General Meetings may be held at such time and place as may be prescribed by the Company in General Meeting, and if not so prescribed, then at such place and at such time as soon after the first day of January in each year as the Directors shall determine.

61. *Ordinary and Extraordinary Meeting.*—The General Meetings referred to in articles 59 and 60 shall be called Ordinary Meetings; all other General Meetings shall be called Extraordinary.

62. *Convening Extraordinary.*—The Directors may, whenever they think fit, and they shall, upon a requisition made in writing by not less than one-fifth in number of the Shareholders of the Company for the time being, or by any Shareholder or Shareholders holding not less than one-fifth part of the shares of the Company for the time being subscribed for, convene an Extraordinary General Meeting.

63. *Requisition for Extraordinary Meeting.*—Any requisition so made by the Shareholder or Shareholders shall express the object of the meeting proposed to be called, and shall be left at the registered office of the Company.

64. *Time and place for Extraordinary Meeting.*—Upon the receipt of such requisition the Directors shall forthwith proceed to convene an Extraordinary General Meeting, to be held at such time and place as they shall think fit, not being more than twenty-one days after the leaving of the requisition; and if they do not proceed to convene the said meeting within twenty-one days after the leaving of the requisition, the requisitionist or requisitionists, or any other Shareholders amounting to the required number may himself or themselves, convene an Extraordinary General Meeting to be held at such time or place as he or they shall think fit.

65. *Advertisement of General Meeting.*—Seven days' notice at least of every General Meeting, Ordinary or Extraordinary, specifying the place and the hour of meeting, and purpose for which such meeting is to be held, shall be given by advertisement in the *Ceylon Government Gazette*, or in such other manner, if any, as may be prescribed by the Company in General Meeting.

## PROCEEDINGS AT GENERAL MEETINGS.

66. *Resolution.*—Any Shareholder may, on giving not less than fourteen days' previous notice of any resolution, submit the same to a meeting.

67. *Notice of resolution.*—Such notice shall be given by leaving a copy of the resolution at the registered office of the Company.

68. *Business requiring and not requiring Notification.*—Every Ordinary General Meeting shall be competent, without special notice having been given of the purposes for which it is convened, or of the business to be transacted thereat, to receive and discuss any report and any accounts presented thereto by the Directors, and to pass resolutions, in approval or disapproval thereof, and to declare dividends, and to elect Directors, and Auditors retiring in rotation, and to fix the remuneration of the Auditors; and shall also be competent to enter upon, discuss, and transact any business whatsoever of which special mention shall have been given in the notice or notices upon which the meeting was convened.

69. *Notice of other business to be given.*—With the exceptions mentioned in the foregoing Articles as to the business which may be transacted at Ordinary General Meetings without notice, no General Meeting, Ordinary or Extraordinary, shall be competent to enter upon, discuss, or transact any business which has not been specially mentioned in the notice or notices upon which it was convened.

70. *Quorum.*—No business shall be transacted at any General Meeting except the declaration of a dividend recommended by a report of the Directors, or the election of a Chairman, unless there shall be present in person at the commencement of the business five or more Shareholders entitled to vote.

71. *If quorum not present.*—If at the expiration of half an hour from the time appointed for the meeting the required number of Shareholders shall not be present at the meeting, if convened by or upon the requisition of Shareholders, shall be dissolved, but in any other case it shall stand adjourned to the same day in the next week at the same time and place; and if at such adjourned meeting a quorum is not present, those Shareholders who are present shall be a quorum, and may transact the business for which the meeting was called.

72. *Quorum for sale of property.*—In the event of a resolution being brought before a General Meeting involving the sale of the Company's property or any portion thereof, a majority of three-fourths of the Shareholders present and (or) represented by proxy shall be necessary to carry such resolution.

73. *Chairman.*—The Chairman (if any) of the Directors shall be entitled to take the Chair at every meeting of the Company. If there be no such Chairman, or if at any meeting he shall not be present within fifteen minutes after the time appointed for holding such meeting, or if he shall refuse to take the Chair, the Shareholders shall choose another Director as Chairman; and if no Directors be present, or if all the Directors present decline to take the Chair, then the Shareholders present shall choose one of their number to be a Chairman.

74. *Business confined to election of chairman while chair vacant.*—No business shall be discussed at any General Meeting except the election of a Chairman whilst the chair is vacant.

75. *Adjourning meeting.*—The Chairman, with the consent of the meeting, may adjourn any meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place, unless due notice shall be given.

76. *Minutes of General Meeting.*—Minutes of the proceedings of every General Meeting, whether Ordinary or Extraordinary, shall be entered in a book to be kept for that purpose, and shall when so entered be signed as soon as practicable by the Chairman of the same meeting, or by the Chairman of the succeeding meeting, and the same when so entered and signed shall be evidence of all such proceedings, and of the proper election of the Chairman.

## VOTING AT MEETINGS.

77. *Votes.*—At any meeting every resolution shall be decided by the votes of the Shareholders present thereat, and in case there shall be an equality of votes, the Chairman at such meeting shall be entitled to give a casting vote in addition to the vote to which he may be entitled as a Shareholder, and unless a poll be immediately demanded by some member present and entitled to vote, a declaration by the Chairman that a resolution has been carried, and an entry to that effect in the Minute Book of the Company, shall be sufficient evidence of the fact without proof of the number of votes recorded in favour of or against such resolution.

78. *Poll.*—If a poll be duly demanded, the same shall be taken in such manner and at such time and place as the Chairman shall direct, and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded. The demand of a poll shall not prevent the continuance of a meeting for the transaction of business other than the question on which a poll has been demanded.

79. *Poll how taken.*—If at any meeting a poll be demanded by some Shareholder present at the meeting and entitled to vote, the meeting shall, if necessary, be adjourned, and the poll shall be taken at such time and in such manner as the Chairman shall direct, and in such case every Shareholder shall have the number of votes to which he may be entitled as hereinafter provided; and in case at any such poll there shall be an equality of votes, the Chairman of the meeting at which such poll shall have been demanded shall be entitled to a casting vote in addition to any votes to which he may be entitled as a Shareholder. The result of such poll shall be deemed to be the resolution of the Company in General Meeting.

80. *No poll on election of Chairman or on question of adjournment.*—No poll shall be demanded on the election of a Chairman of the meeting, or on any question of adjournment.

81. *Number of votes to which Shareholder entitled.*—On a show of hands every Shareholder shall have one vote only. In case of a poll every Shareholder shall have one vote for every share up to twenty, and an additional vote for every five shares beyond the first twenty up to one hundred, and an additional vote for every ten shares held by him beyond the first hundred.

82. *Joint Shareholders.*—If two or more persons are jointly entitled to a share or shares, the person whose name stands first in the Register of Shareholders as one of the holders of such share or shares, and no other shall be entitled to vote in respect of the same, as hereinbefore provided.

83. *Guardian of infant, &c., when not entitled to vote.*—The parent or guardian of an infant Shareholder, the committee or other legal guardian of any lunatic Shareholder, the husband of any female Shareholder not entitled to her shares as separate estate, and the executor or administrator of any deceased Shareholder, shall be entitled to vote in the place of such infant, lunatic, female, or deceased person, if such person shall have been registered as a Shareholder.

84. *Voting in person or by proxy.*—Votes may be given either personally or by proxy.

85. *Non-Shareholder not to be appointed proxy.*—No person shall be entitled to hold a proxy who is not a Shareholder of the Company.

86. *Disqualification to vote.*—No Shareholder shall be entitled to vote at any meeting unless all calls due from him have been paid, and no Shareholder other than the trustee or assignee of a bankrupt, or representative of a deceased Shareholder, or person acquiring by marriage, shall be entitled to vote at any meeting held after the expiration of three months from the registration of the Company in respect of any share which he has acquired by transfer, unless he has been possessed of the share in respect of which he claims to vote at least three months previously to the time of holding the meeting at which he proposes to vote.

87. *Proxy*.—A proxy shall be appointed in writing under the hand of the appointor, or if such appointor is a corporation under their common seal, and shall have affixed thereto a stamp of such value as shall in law be requisite. Any instrument appointing a proxy may be in the following form:—

*Brown & Davidson, Limited.*

I, \_\_\_\_\_, of \_\_\_\_\_ (a Shareholder in Brown & Davidson, Limited), appoint \_\_\_\_\_, of \_\_\_\_\_ (a Shareholder in the Company) as my proxy to represent me and to vote for me and on my behalf at the Ordinary (or Extraordinary, as the case may be) General Meeting of the Company to be held on the \_\_\_\_\_ day of \_\_\_\_\_, and at any adjournment thereof and at every poll which may be taken in consequence thereof.

Dated the \_\_\_\_\_ day of \_\_\_\_\_, One thousand Nine hundred and \_\_\_\_\_.

88. *Proxy*.—No person shall be appointed a proxy who is not a Shareholder, and the instrument or mandate appointing him shall be deposited at the registered office of the Company not less than forty-eight hours before the time of holding the meeting at which he proposes to vote, but no instrument or mandate appointing a proxy shall be valid after the expiration of three months from the date of its execution.

89. *Objection to validity of vote to be made at the meeting or poll*.—No objection shall be made to the validity of any vote, whether given personally or by proxy, except at the meeting or poll at which such vote shall be tendered, and every vote (whether given personally or by proxy) to which no objection shall be made at such meeting or poll shall be deemed valid for all purposes of such meeting or poll whatsoever.

90. *No Shareholder to be prevented from voting by being personally interested in result*.—No Shareholder shall be prevented from voting by reason of his being personally interested in the result of the voting.

91. *Shareholder registered for three months can vote*.—Every Shareholder not disqualified by the preceding Articles, who has been duly registered for three months previous to the General Meeting, shall be entitled to be present and to speak and vote at all meetings.

#### DIRECTORS.

92. *Number of Directors*.—Until otherwise determined by a General Meeting, the number of Directors shall not be less than four nor exceed six.

93. *Qualification of Directors*.—The qualification of a Director shall be the holding of shares or stock of the nominal amount of two thousand rupees. A first Director may act before acquiring this qualification, but shall in any case acquire the same within one month from his appointment; and unless he shall do so he shall be deemed to have agreed to take the said shares or stock from the Company, and the same shall be forthwith allotted to him accordingly.

94. *First Directors*.—The first Directors shall be Keith Rollo of Dikoya, Francis Leonard Clements of Colombo, and George Smith Brown, John William Bain Davidson, and William Pottie, all of Talawakele, and they shall respectively hold office, except in the event of becoming disqualified, until the first Ordinary General Meeting of the Company.

95. *Vacancy in the Board*.—Any casual vacancy in the Board may be filled up by the Board, but any person so chosen shall hold his office so long only as the vacating Director would have held the same had no vacancy occurred.

96. *If Directors suffice to form a quorum*.—The powers or functions of a Board shall not cease or be suspended so long as the Board consists of a sufficient number of Directors to form a quorum, although the number of Directors should, from any cause whatever, have fallen below the prescribed lowest number of Directors.

97. *Remuneration of Directors*.—As remuneration for their services, the Directors shall be entitled to receive out of the funds of the Company an annual sum not exceeding two thousand rupees, or such other sum as may be voted by the Shareholders in General Meeting. Such remuneration shall be divided among the Directors as they may determine.

98. *Remuneration for extra services*.—If any Director shall be called upon to go or reside abroad on the Company's business, or otherwise perform extra services at home or abroad, the Board may arrange with such Director for such special remuneration for such services, either by way of salary, commission, or the payment of a stated sum of money, as they shall think fit.

#### DISQUALIFICATION OF DIRECTORS.

99. *Resignations of Directors*.—A Director may at any time give notice in writing of his wish to retire by delivering such notice at the office of the Company, and on the acceptance by the Board of his resignation, but not before, his office shall be vacant.

100. *When office of Director to be vacated*.—The office of a Director shall be vacated:—

- (a) If he ceases to hold the required number of shares to qualify him for the office.
- (b) If by notice in writing to the Company he resigns his office, and his resignation is accepted.
- (c) If he becomes bankrupt or insolvent, or files a petition for the liquidation of his affairs, or compounds with his creditors.
- (d) If he is found lunatic, or become of unsound mind.

101. *Removal of Director*.—The Company may, by an extraordinary resolution, remove any Director, including a Managing Director, before the expiration of his period of office, and on such removal may, by an extraordinary resolution, appoint a qualified Member in his stead, and the Director so appointed shall in all respects stand in the place of his predecessor.

102. *Director interested in a contract*.—No Director shall be disqualified by his office from contracting with the Company either as vendor, purchaser, or otherwise; nor shall any such contract or arrangement entered into by or on behalf of the Company with any Company or partnership of or in which any Director shall be a Member or otherwise interested be avoided; nor shall any Director so contracting, or being such a Member, or so interested, be liable to account to the Company for any profit realized by any such contract or arrangement by reason only of such Director holding that office or of the fiduciary relation thereby established; but no Director shall vote in respect of any such contract or arrangement; and the nature of his interest where it does not appear on the face of the contract shall be disclosed by him at the meeting of the Directors at which the contract or arrangement is determined on, if his interest then exists, or in any other case at the first Meeting of the Directors after the acquisition of his interest.

#### ROTATION OF DIRECTORS.

103. *Number to retire*.—At the first Ordinary Meeting of the Company all the Directors shall retire, and at the first Ordinary Meeting in every subsequent year one of the Directors for the time being shall retire from office, but if qualified shall be eligible for re-election.

104. *Retirement by seniority*.—The Directors to retire in any year shall always be those who have been longest in office, and in case of Directors equal in length of office shall, unless such Directors agree among themselves, be determined by ballot.

105. *Decision of question as to retirement.*—When any question arises as to retirement of any Director or Directors, it shall be decided by the Board, whose decision shall be final and binding on all concerned.

106. *Appointment of successors to Directors.*—The General Meeting at which Directors retire or ought to retire by rotation shall appoint successors to them.

107. *Old Directors when continued.*—If at any meeting at which an election of Directors ought to take place no such election is made, the meeting shall stand adjourned till the next day, at the same time and place; and if at such adjourned meeting no election takes place, the former Directors shall continue to act until new Directors are appointed at the first Ordinary Meeting of the following year.

108. *Increase or reduction of number of Directors.*—The Company in General Meeting may from time to time increase or reduce the number of Directors and alter their qualifications.

109. *Additional Directors.*—Upon the passing of a resolution for an increase in the number of Directors, the Company in General Meeting may forthwith elect such additional Director or Directors, and may also determine in what manner or rotation such increased or reduced number is to go out of office.

#### MANAGING DIRECTOR.

110. *Appointment, remuneration, and powers.*—The Directors may from time to time appoint one or more of their body to be Managing Director or Directors of the Company, either for a fixed term or without any limitation as to the period for which he is to hold such office, and may, subject to any contract between him and the Company from time to time, remove or dismiss him from office and appoint another in his place. The remuneration of a Managing Director shall, subject to any contract between him and the Company from time to time, be fixed by the Directors, and may be by way of salary, commission, percentage, or participation in profits, or by any or all of those modes. The Directors may from time to time entrust to, and confer upon, a Managing Director for the time being such of the powers exercisable under these presents by the Directors as they may think fit, and may confer such powers for such time, and to be exercised for such objects and purposes, and upon such terms and conditions, and with such restrictions as they think expedient, and may from time to time revoke, withdraw, alter, or vary all or any of such powers.

111. *Retirement of Managing Director.*—A Managing Director shall not, while he continues to hold that office be subject to retire by rotation, but (subject to the provisions of any contract between him and the Company), he shall be subject to the same provision as to resignation and removal as the other Directors of the Company, and if he ceases to hold the office of Director from any cause, he shall *ipso facto* and immediately cease to be a Managing Director.

112. *Vacancy in office.*—In the case of any vacancy in the office of Managing Director, the Directors may either fill up the office by the appointment of some other of the Directors, or may discontinue such office as they may think fit.

#### PROCEEDINGS OF DIRECTORS.

113. *Meetings of Directors.*—The Directors may meet together for the despatch of business, adjourn, and otherwise regulate their meetings as they think fit, and may determine the quorum necessary for the transaction of business. And until otherwise determined three Directors shall be a quorum.

114. *Summoning meetings: Questions how decided.*—A Director may, and the Secretary at the request of any Director shall, at any time summon a meeting of the Directors. Questions arising at any meeting of Directors shall be decided by a majority of votes of the Directors present, and in case of equality of votes the Chairman shall have a casting vote.

115. *Chairman at meetings.*—The Directors may elect a Chairman and Deputy Chairman of their meetings, and may determine the period for which such officers shall respectively hold office. In the absence of the Chairman (if any), the Deputy Chairman (if any) shall preside. If such officers have not been appointed, or if neither be present at the time appointed for a meeting, the Directors present shall choose some one of their number to be Chairman of such meeting.

116. *Powers of a meeting of Directors.*—A meeting of Directors at which a quorum is present shall be competent to exercise all or any of the authorities, powers, and discretions by or under these presents vested in, or exercisable by, the Directors generally.

117. *Unanimous resolution in writing.*—A resolution in writing by all the Directors shall be as valid and effectual as if it had been passed at a meeting of the Directors duly called and constituted.

118. *Delegation of Directors' powers.*—The Directors may delegate any of their powers to committees consisting of such Member or Members of their body as they think fit, and may revoke the appointment of any such committee. Any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may from time to time be imposed on it by the Directors.

119. *Regulation for proceedings of committee.*—The meetings and proceedings of any such committee consisting of two or more Members shall be governed by the provisions herein contained for regulating the meetings and proceedings of Directors, so far as the same are applicable thereto, and are not superseded by the express terms of the appointment of the committee, or by any such regulations as aforesaid.

120. *Minutes of proceedings of the Company and the Directors to be recorded.*—The Directors shall cause Minutes to be made in books to be provided for the purpose of the following matters, *videlicet*:—

- (a) Of all appointments of officers and committees made by the Directors.
- (b) Of the names of the Directors present at each meeting of the Directors; and of the Members of the Committee appointed by the Board present at each meeting of the Committee.
- (c) Of the proceedings of all General Meetings.
- (d) Of the proceedings of all meetings of the Directors; and of the Committees appointed by the Board.

121. *Signature of Minutes of proceedings, and effect thereof.*—All such Minutes shall be signed by the person or one of the persons who shall have presided as Chairman at the General Meeting, the Board Meeting, or Committee Meeting at which the business minuted shall have been transacted, or by the person or one of the persons who shall preside as Chairman at the next ensuing General Meeting, or Board Meeting, or Committee Meeting, respectively; and all Minutes purporting to have been signed by any Chairman of any General Meeting, Board Meeting, or Committee Meeting, as the case may be, shall, for all purposes whatsoever, be *prima facie* evidence of the actual and regular passing of the resolutions, and the actual and regular transaction or occurrence of the proceedings and other matters purporting to be so recorded, and of the regularity of the meeting at which the same shall appear to have taken place, and of the chairmanship and signature of the person appearing to have signed as Chairman.

## POWERS OF DIRECTORS.

122. *Powers of Directors.*—The business of the Company shall be managed by the Directors either by themselves or through the Managing Director, or by an agent or agents, secretary or secretaries:—

- (a) The Directors shall carry on the business of the Company in such manner as they may think most expedient, and in addition to the powers and authorities by any Ordinance or by these presents expressly conferred on them, they may exercise all such powers, give all such consents, make all such arrangements, and generally do all such acts and things as are by any Ordinance or by these presents directed and authorized to be exercised, given, made, or done by the Company, and are not by any Ordinance or by these presents required to be exercised or done by the Company in General Meeting, subject, nevertheless, to the provisions of any such Ordinance or of these presents and to such regulations and provisions (if any) as may from time to time be prescribed by the Company in General Meeting, but no regulations made by the Company in General Meeting shall invalidate any prior act of the Board which would have been valid if such regulations had not been made. The generality of the powers conferred by any clause in these presents on the Directors shall not be taken to be limited by any clause conferring any special or expressed power.
- (b) The Directors shall have power to make, and may make such regulations for the management of the business and property of the Company as they may from time to time think proper, and may appoint such managers, agents, secretaries, treasurers, accountants, assistants, officers, clerks, artisans, and other servants for such period or periods, and with such remuneration, and at such salaries, and upon such terms and conditions as they may consider advisable, and may pay the expenses occasioned thereby out of the funds of the Company; and may from time to time remove, or suspend, all or any of the persons so appointed for such reasons as they may think proper and advisable, and without assigning any cause for so doing.
- (c) It shall be lawful for the Directors, if authorized so to do by the Shareholders in General Meeting to arrange terms for the amalgamation of the Company with any other Company or any individual, or for the sale or disposal of the business, estates, and effects of the Company or any part thereof respectively, to any Company or person, upon such terms and in such manner as the Directors shall think fit, and the Directors shall have power to do all such things as may be necessary for carrying such amalgamation, sale, or other disposition into effect so far as a resolution or special resolution of the Company is not by law necessary for such purpose, and in case any terms so arranged by the Directors include or make necessary the dissolution of the Company, the Company shall thereupon be dissolved.

123. *Special powers.*—Without prejudice to the general powers conferred by the last preceding clause and to other powers and authorities conferred by these Articles, it is hereby expressly declared that the Directors shall be entrusted with the following powers, viz.:—

- (1) To open from time to time on behalf of the Company any account or accounts with such bank or banks as the Directors may from time to time select or appoint.
- (2) By such signatures as they may appoint to sign, draw, accept, make, and endorse cheques, bills of exchange and promissory notes, bills of lading, receipts, contracts, and agreements, letter or letters of appointment to any proctor or proctors, and other documents on behalf and for the purposes of the Company.
- (3) To institute, conduct, defend, compound, or abandon any legal proceedings by or against the Company or its officers or otherwise concerning the affairs of the Company, and also to compound, and allow time for payment or satisfaction of, any debts due, and of any claims or demands by or against the Company.
- (4) To appoint a proctor or proctors to appear and act for the Company in any court or courts, and from time to time if they shall think fit such appointment to revoke.
- (5) To refer any claims or demands by or against the Company to arbitration, and to perform, observe, and carry out the awards thereon.
- (6) To act on behalf of the Company in all matters in relation to bankrupts and insolvents.
- (7) To make and give receipts, releases, and other discharges for money payable to the Company, and for the claims and demands of the Company.
- (8) To give any officer or other person employed by the Company a commission on the profits of any particular business or transaction (which interest or commission shall be treated as part of the working expenses of the Company), and to pay commissions and make allowances to any person introducing business to the Company, or otherwise assisting or promoting the interests thereof.

## DELEGATION OF POWERS TO PERSONS IN OTHER COUNTRIES.

124. *Local administration.*—The Directors may from time to time provide for the administration and management of the affairs of the Company in the United Kingdom, India, or elsewhere abroad, in such manner as they shall think fit, and in particular may appoint any local managers and establish any committees of administration or advice, or agencies for managing the same, and may appoint any persons to be members of any such committee, and may delegate to them such of the powers, authorities, and discretions for the time being vested in the Directors as they may think fit, and may fix their remuneration, and authorize them to fill up vacancies, and to act notwithstanding vacancies, any such appointment being made on such terms, and subject to such conditions, as the Directors may think fit, and the Directors may at any time remove any person so appointed.

## ATTORNEYS.

125. *Appointment of attorney.*—The Directors may at any time, and from time to time, by deed under the seal of the Company, appoint any person or persons to be the attorney or attorneys of the Company for such purposes and with such powers, authorities, and discretions (not exceeding those vested in or exercisable by the Directors under these presents, but including power to sub-delegate), and for such period and subject to such conditions as the Directors may from time to time think fit.

126. *Who may be made attorney.*—Any such appointment as referred to in the previous clause, if the Directors think fit, may be made in favour of the members or any of the members of any committee established by virtue of these presents, or in favour of any company or of the members or managers of any company or firm, or otherwise in favour of any fluctuating body of persons, whether nominated directly or indirectly by the Directors. Any such power of attorney may contain such provisions for the protection or convenience of persons dealing with such attorney or attorneys as the Directors think fit, and any such delegates or attorneys may be authorized by the Directors to sub-delegate all or any of the powers, authorities, or discretions for the time being vested in them.



## TRUSTEES.

127. *Trustees.*—The Directors may, if they think fit, at any time appoint any corporation or any person or persons to act as trustee or trustees for any of the purposes of the Company, and in particular to accept and hold in trust for the Company any property belonging to the Company or in which it is interested, and may execute and do all such acts, deeds, and things as may be necessary to vest the same in any such corporation, person, or persons. Any trustee so appointed may be removed by the Directors, and shall have such remuneration, powers, and indemnities, and perform such duties, and be subject to such regulations as the Directors may determine.

## COMMON SEAL.

128. *Common seal.*—The Directors shall provide a common seal of the Company, and for the safe custody of the same, and the common seal of the Company shall not be affixed to any instrument, document, or writing, except in the presence of two or more of the Directors or of one Director and the Secretary or Secretaries for the time being, who shall attest the sealing thereof, such attestation on the part of the Secretaries, in the event of a firm being the Secretaries, being signified by a partner of the said firm signing for or on behalf of the said firm as such Secretaries.

## GENERAL PROVISIONS AS TO DIRECTORS AND OTHER OFFICERS.

129. *Indemnity.*—The Directors and other officers shall be indemnified by the Company against all costs, losses and expenses incurred by them in or about the discharge of their respective duties, except such as may happen from any wilful or wrongful act or default.

130. *Acts valid notwithstanding informal appointment.*—All acts *bonâ fide* done by any meeting of Directors or by a committee of Directors, or by any person acting as a Director, shall, notwithstanding it be afterwards discovered that there was some defect in the appointment of any such Director or person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such person had been duly appointed, and was qualified to be and act as a Director.

131. *Not liable as to acts of others.*—No Director, trustee, or officer, his heirs, executors, administrators, or assigns, shall be liable for any other Director, trustee, or officer, or for joining in any receipt or other acts for conformity, or for any loss or expense happening to the Company through the insufficiency or deficiency of title to any property acquired for or on behalf of the Company, or for the insufficiency or deficiency of any security in or upon which any of the Company's property or funds shall be invested, or for any loss or damage arising from the bankruptcy, insolvency, or tortious act of any person with whom any moneys, securities, or effects shall be deposited, or for any loss, damage, or misfortune whatsoever which shall happen in the execution of the duties of his respective office or in relation thereto, unless the same shall happen through his own wilful neglect or default.

## DIVIDENDS.

132. *Profits belong to Shareholders.*—Subject to the provisions with reference to the dividends on the preference shares or stock which may from time to time be issued, and also to the other provisions of these presents, the profits of the Company shall belong to the holders of ordinary shares or stock in the capital of the Company in proportion to the amount of capital for the time being paid up, or credited as having been paid up, in respect of such ordinary shares or stock. Provided, nevertheless, that where money is paid up in advance of calls upon the footing that the same shall carry interest, such money shall carry interest accordingly, and shall not (whilst carrying interest) confer a right to participate in profits.

133. *Declaration of dividend.*—The Company in General Meeting may declare a dividend to be paid to the Members according to their rights and interests in the profits, but no larger dividend shall be declared than is recommended by the Directors. The Company in General Meeting may, however, declare a smaller dividend.

134. *Dividend from profits.*—No dividend shall be payable except out of the profits arising from the business of the Company, but whenever a profit shall have been derived from the Company's undertaking for and during the period covered by any balance sheet, then such profit or any part thereof may be distributed by way of dividend, notwithstanding that the undertaking may have theretofore been carried on at a loss, or that the Company's assets may not be estimated and considered equal in value to the amount of the paid-up capital, and notwithstanding that any part of the paid-up capital may previously to such period, have been wholly or partially lost or unprofitably expended.

135. *Interim dividend.*—The Directors may also at any time and from time to time, without the sanction of a General Meeting, distribute amongst the Members out of the estimated earnings or profits of the Company, having regard to their rights and interests therein, such sum or sums of money by way or in the name of interim dividend, bonus or interest on capital as in their judgment the position of the Company may justify.

136. *Lien on dividends.*—The Directors may retain dividends payable on any shares upon which the Company has a lien, and may apply the same in or towards satisfaction of the debts, liabilities, or engagements in respect of which the lien exists, including all such sums of money as may be due and payable on account of calls or instalments unpaid.

137. *Joint-holders.*—In case several persons are registered as the joint-holders of any share or shares, any one of such persons may give effectual receipts for all dividends and payments on account of dividends in respect of such share or shares.

138. *Loss of dividend warrant, &c.*—The Company shall not be responsible for the loss of any cheque, dividend warrant, or Post Office order which shall be sent by post in respect of dividends, whether sent by request or otherwise.

139. *Unpaid dividend not to bear interest.*—No unpaid interest or dividend shall bear interest as against the Company.

## RESERVE FUND.

140. *Reserve fund.*—The Directors may, but shall not be obliged, before recommending or declaring any dividend or bonus, or interest on capital in respect of any class of shares, out of or in respect of the earnings or profits of the Company for any yearly or other period, cause to be reserved and retained, and set aside out of such profits such sum as they may think proper to form a reserve fund to meet contingencies or depreciations in the value of the property of the Company, or for equalizing dividends, or for repairing, improving, and maintaining any of the property of the Company, providing against losses, meeting claims on, or liabilities of the Company, or for such other purposes as the Directors shall, in their absolute discretion, think conducive to the interests of the Company.

141. *Investment of reserve fund.*—All moneys carried to the reserve fund, and all other moneys of the Company not immediately applicable or required for any payment to be made by the Company, may be either employed in the business of the Company or be invested by the Directors upon such securities (other than the purchase of a loan upon shares of the Company) as the Directors may from time to time think proper, with power for them from time to time to deal with and vary such investment, and to dispose of all or any part thereof for the benefit of the Company, and to divide the reserve-fund into such special funds as they may think fit.

## ACCOUNTS.

142. *What accounts to be kept.*—The Directors shall cause true accounts to be kept of the paid up capital for the time being of the Company, and of all sums of money received and expended by the Company, and of the matters in respect of which such receipts and expenditure take place, and of the assets, credits, and liabilities of the Company, and generally of all its commercial, financial, and other affairs, transactions, and engagements, and of all other matters necessary for showing the true financial state and condition of the Company, and the accounts shall be kept in such books and in such a manner, at the registered office of the Company, as the Directors think fit.

143. *Inspection of accounts by Members.*—The Directors shall from time to time determine whether and to what extent, and at what time and places, and under what conditions or regulations the accounts and books of the Company, or any of them, shall be open to the inspection of the Members; and no Members shall have any right of inspecting any account, or book, or document of the Company, except as conferred by Ordinance or authorized by the Directors, or by a resolution of the Company in General Meeting.

144. *Balance sheet.*—At the first Ordinary General Meeting in every year the Directors shall lay before the Company a balance sheet containing a summary of the property and liabilities of the Company, and if the Directors shall deem expedient a profit and loss account made up to a date to be therein mentioned, which shall be as near the day of meeting as can be conveniently fixed.

145. *To be accompanied by report of Directors.*—Every such statement shall be accompanied by a report of the Directors as to the state and condition of the Company, and as to the amount which they recommend to be paid out of the profits by way of dividend or bonus to the Members, and the amount (if any) which they propose to carry to the reserve fund according to the provisions in that behalf hereinbefore contained.

146. *May be spread over a series of years.*—Any costs attending the formation of the Company, or in connection with the purchase of any business or contract, or the establishing of any new branch of business, or any extraordinary expenditure, may be spread over any series of years, and for the purpose of calculating profits, such costs or expenditure, or any part thereof for the time being not written off may be reckoned as an asset.

## AUDIT AND INSPECTION OF ACCOUNTS.

147. *Accounts to be audited.*—The accounts of the Company shall from time to time be examined, and the correctness of the balance sheet ascertained by one or more Auditor or Auditors.

148. *Auditors.*—The number of Auditors, the person or persons to fill the office of Auditor or Auditors, and the remuneration of the Auditor or Auditors, and his or their term of office, may from time to time be determined and varied by the Company in General Meeting, except as hereinafter mentioned.

149. *Appointment of first Auditors.*—The Directors may appoint the first Auditor or Auditors to audit the accounts of the Company until the first Ordinary General Meeting, when he or they shall retire, and may fix his or their remuneration.

150. *Appointment and retirement of Auditors.*—Subsequent Auditors, except as is herein mentioned, shall be appointed at the first Ordinary General Meeting of the Company in each year by the Shareholders present thereat, and shall hold their office only until the first Ordinary Annual General Meeting after their respective appointments, or until otherwise ordered by a General Meeting.

151. *Retiring Auditors eligible for re-election.*—Retiring Auditors shall be eligible for re-election.

152. *Casual vacancy in office of Auditors how filled up.*—If any vacancy that may occur in the office of Auditors shall not be supplied at any Ordinary General Meeting, or if any casual vacancy shall occur, the Directors shall (subject to the approval of the next Ordinary General Meeting) fill up the vacancy by the appointment of a person who shall hold the office until such meeting.

153. *Qualification of Auditors.*—No person shall be eligible as an Auditor who is interested otherwise than as a Shareholder in any transaction of the Company, but it shall not be a necessary qualification for an Auditor that he be a Shareholder of the Company, and no Director or officer of the Company shall during his continuance in office be eligible as an Auditor.

154. *Accounts and books to be open to Auditor.*—All accounts of the Company shall at all times be open to the Auditor or Auditors for the purposes of audit. And every Auditor shall have a list delivered to him of all books kept by the Company, and he shall at all reasonable times have access to the books and accounts of the Company. He may, if necessary, at the expense of the Company, employ accountants or other persons to assist him in investigating such accounts, and he may in relation to such accounts examine the Directors or any other officer of the Company.

155. *Balance sheet.*—Every Auditor shall be supplied with a copy of the statement of accounts and balance sheet intended to be laid before the Company in General Meeting, and it shall be his duty to examine the same with the accounts and vouchers relating thereto, and to report to the Company in General Meeting thereon.

156. *Report.*—The Auditors, in making such report to the Company, shall state whether in their opinion the balance sheet is a full and fair balance sheet, containing the particulars required by these regulations, and properly drawn up so as to exhibit a true and correct view of the state of the Company's affairs, and in case they have called for explanations or information from the Directors, whether such explanations or information have been given by the Directors, and whether they have been satisfactory; and such report shall be read, together with the report of the Directors, at the General Meeting.

157. *Accounts when conclusive.*—Every account of the Directors when audited and approved by a General Meeting shall be conclusive, except as regards any error discovered therein within three months next after approval thereof. Whenever any such error shall be discovered within that period, it shall forthwith be corrected, and thenceforth the account as corrected shall be conclusive.

## NOTICES.

158. *Notices how authenticated.*—Notices from the Company may be authenticated by the signature (printed or written) of the agent or secretary, agents or secretaries, or other persons appointed by the Board to do so.

159. *Shareholders to register address.*—Every Shareholder shall give an address in Ceylon, which shall be deemed to be his place of abode, and shall be registered as such in the books of the Company.

160. *Non-resident Shareholders must register addresses in Ceylon.*—Every Shareholder residing out of Ceylon shall name and register in the books of the Company an address within Ceylon at which all notices shall be served upon him, and all notices served at such address shall be deemed to be well served. If he shall not have named and registered such an address he shall not be entitled to any notices.

161. *Service of notices.*—A notice may be served by the Company upon any Shareholder, either personally or by being sent through the post in a prepaid letter addressed to such Shareholder at his registered address or place of abode; and any notice so sent shall be deemed to be well served for all purposes, notwithstanding that the Shareholder to whom such notice is addressed be out of the Island or be dead (unless and until his executors or administrators shall have given to the Directors or to the agent or secretary or agents or secretaries of the Company their own or some other address):

162. *Date and proof of service.*—Any notice if sent by post shall be deemed to have been served on the day on which the letter containing the same would in ordinary course of post have been delivered at its address, and in proving such service it shall be sufficient to prove that the letter containing the notice was properly addressed and put

into a post office or post box; and the entry in the Company's books of the leaving or sending by post of any notice at or to such address shall be *prima facie* evidence thereof.

163. *Period for notices.*—Where a given number of day's notice, or notice extending over any other period is required to be given, the day of service shall, but the day upon which such notice will expire shall not, be included in such number of days or other period.

164. *Notice to joint-holders of shares other than a firm.*—All notices directed to be given to Shareholders shall, with respect to any share to which persons are jointly entitled other than a firm, be given to whichever of such persons is named first in the Register of Shareholders, and notice so given shall be deemed sufficient notice to all the holders of such share.

165. *Notice by advertisement.*—Any notice required to be given by the Company to the Shareholders or any of them, and as regards the mode of giving whereof no express provision is made by these presents, shall be sufficiently given if given by advertisement.

166. *Advertisement in "Gazette."*—Any notice required to be, or which may be, given by advertisement shall be advertised once in the *Ceylon Government Gazette*.

#### ARBITRATION.

167. *Directors may refer disputes to arbitration.*—Whenever any question or other matter whatsoever arises in dispute between the Company and any other company or persons, the same may be referred by the Directors to arbitration.

#### EVIDENCE.

168. *Evidence in action by Company against Shareholders.*—On the trial or hearing of any action or suit brought or instituted by the Company against any Shareholder or his representatives to recover any debt or money claimed to be due to the Company in respect of his shares, it shall be sufficient to prove that the name of the defendant is or was when the claim arose on the Register of Shareholders of the Company as a holder of the number of shares in respect of which such claim is made, and that the amount claimed is not entered as paid in the books of the Company; and it shall not be necessary to prove the registration of the Company, nor the appointment of the Directors who made any call, nor that a quorum of Directors was present at the Board at which any call was made, nor that the meeting at which any call was made was duly convened or constituted, nor any other matter whatsoever, but the proof of the matters aforesaid shall be conclusive evidence of the debt.

#### PROVISION RELATIVE TO WINDING UP OR DISSOLUTION OF THE COMPANY.

169. *Purchase of Company's property by Shareholders.*—Any Shareholder, whether a Director or not, or whether alone or jointly with any other Shareholder or Director, and any person not a Shareholder, may become the purchaser of the property of the Company or any part thereof, in the event of a winding up or a dissolution, or at any other time when a sale of the Company's property or effects, or any part thereof, shall be made by the Directors under the powers hereby or under the Ordinance conferred upon them.

170. *Distribution.*—If the Company shall be wound up, and there shall be any surplus assets after payment of all debts and satisfaction of all liabilities of the Company, such surplus assets shall be applied, first, in repaying to the holders of the preference shares (if any), the amounts paid up or reckoned as paid up thereon, and the balance in repaying to the holders of the ordinary shares, the amounts paid up or reckoned as paid up on such ordinary shares. If there shall remain any surplus assets after repayment of the whole of the paid up capital, such surplus assets shall be divided among the Members in proportion to the capital paid up, or reckoned as paid up, on the shares which are held by them respectively at the commencement of the winding up.

171. *Payment in specie, and vesting in trustees.*—If the Company shall be wound up the liquidator, whether voluntary or official, may, with the sanction of an extraordinary resolution, divide among the contributories in specie any part of the assets of the Company, and may, with their sanction, vest any part of the assets of the Company in trustees upon such trusts for the benefit of the contributories as the liquidator, with like sanction, shall think fit.

In witness whereof the subscribers to the Memorandum of Association have hereto set and subscribed their names this Sixteenth day of October, One thousand Nine hundred and Five.

F. L. CLEMENTS.

Witness to the signature of Francis Leonard Clements at Colombo, this 17th day of October, 1905:

LESLIE W. F. DE SARAM,  
Proctor, Supreme Court, Colombo.

GEO. S. BROWN.  
A. M. CARMICHAEL.  
ROBT. MARTIN.  
W. F. ROBERTSON REID.  
J. W. B. DAVIDSON.  
JAMES RYAN.

Witness to the signature of Geo. S. Brown at Talawakele, this 16th day of October, 1905:

T. C. VAN ROOYEN,  
Proctor, Supreme Court, Hatton.

Witness to the signatures of A. M. Carmichael and Robt. Martin at Talawakele, this 16th day of October, 1905:

T. C. VAN ROOYEN,  
Proctor, Supreme Court, Hatton.

Witness to the signature of W. F. Robertson Reid at Talawakele, this 16th day of October, 1905:

T. C. VAN ROOYEN,  
Proctor, Supreme Court, Hatton.

Witness to the signature of J. W. B. Davidson at Talawakele, this 16th day of October, 1905:

T. C. VAN ROOYEN,  
Proctor, Supreme Court, Hatton.

Witness to the signature of James Ryan at Talawakele, this 16th day of October, 1905:

T. C. VAN ROOYEN,  
Proctor, Supreme Court, Hatton.

**MEMORANDUM OF ASSOCIATION OF THE LUNUGALA TEA AND RUBBER  
COMPANY OF CEYLON, LIMITED.**

1. The name of the Company is "THE LUNUGALA TEA AND RUBBER COMPANY OF CEYLON, LIMITED."
2. The registered office of the Company is to be established in Colombo
3. The objects for which the Company is to be established are—
  - (a) To purchase from the proprietors thereof the estate known as Kehelwatta in the district of Madulsima.
  - (b) To purchase, lease, take in exchange, hire, or otherwise acquire any other land or lands, or any share or shares thereof, and any buildings, mines, minerals, mining and mineral properties and rights, machinery, implements, tools, live and dead stock, stores, effects, and other property, real or personal, movable or immovable, of any kind, and any rights, easements, patents, licenses, or privileges in Ceylon or elsewhere (including the benefit of any trade mark or trade secret which may be thought necessary or convenient for the purpose of the Company's business); and to erect, construct, maintain, or alter any buildings, machinery, plant, roads, ways, or other works or methods of communication.
  - (c) To appoint, engage, employ, maintain, provide for, and dismiss Attorneys, Agents, Superintendents, Managers, clerks, coolies, and other labourers and servants in Ceylon or elsewhere, and to remunerate any such at such rate as shall be thought fit, and to grant pensions or gratuities to any such or the widow or children of any such.
  - (d) To clear, open, plant, cultivate, improve, and develop the said property or any portion thereof, and any other land or lands that may be purchased, leased, or otherwise acquired by the Company in Ceylon or elsewhere, or portions thereof, as a rubber estate or estates, or with any other products, trees, plants, or crops that may be approved by the Company, and to plant, grow, and produce rubber, cocoanuts, tea, coffee, cinchona, cacao, cardamoms, rhea, ramie, plants, trees, and other natural products in Ceylon or elsewhere.
  - (e) To build, make, construct, equip, maintain, improve, alter, and work rubber and tea factories, coconut and coffee curing mills, and other manufactories, buildings, erections, roads, tramways, or other works conducive to any of the Company's objects, or to contribute to or subsidize such.
  - (f) To enter into any arrangement or agreement with Government or any authorities and obtain rights, concessions, and privileges.
  - (g) To hire, lease, or purchase land, either with any other person or company or otherwise, and to erect a factory and other buildings thereon or on any land already leased or owned by the Company at the cost of the Company and such other person or company or otherwise.
  - (h) To lease any factory or other buildings from any company or person.
  - (i) To enter into any agreement with any company or person for the working of any factory erected or leased as provided in (g) or (h), or for the manufacture and preparation for market of tea or any other produce in such or any other factory.
  - (j) To prepare, cure, manufacture, treat, and prepare for market rubber, plumbago, minerals, tea, and (or) other crops or produce, and to sell, ship, and dispose of such rubber, plumbago, minerals, tea, crops, and produce, either raw or manufactured, at such times and places and in such manner as shall be deemed expedient.
  - (k) To buy, sell, warehouse, transport, trade, and deal in rubber, cocoanuts, tea, coffee, and other plants and seed, and rice and other food required for coolies, labourers, and others employed on estates, and other products, wares, merchandize, articles, and things of any kind whatever.

- (l) To work mines or quarries, and to find, win, get, work, crush, smelt, manufacture, or otherwise deal with ores, metals, minerals, oils, precious and other stones, deposits, and products, and generally to carry on the business of miners, manufacturers, growers, planters, and exporters of rubber and other products, or any such business on behalf of the Company or as agents for others and on commission or otherwise.
- (m) To establish and carry on a dairy farm, and to buy and sell live stock, and to sell and deal in milk and dairy produce, wholesale or retail.
- (n) To establish and maintain in the United Kingdom, India, Ceylon, or elsewhere stores, shops, and places for the sale of rubber, tea, coffee, cacao, and articles of food, drink, or refreshment, wholesale or retail; and to establish in any part or parts of the world agencies for carrying on or developing the business of the Company or any branch thereof; and generally to carry on the business of merchants, exporters, importers, traders, engineers, or any other trade, business, or undertaking whatever.
- (o) To cultivate, manage, and superintend estates and properties in Ceylon or elsewhere, and generally to undertake the business of estate agents in Ceylon and elsewhere, to act as agents for the investment, loan, payment, transmission, and collection of money, and for the purchase, sale, improvement, development, and management of property, including concerns and undertakings, and to transact any other agency business of any kind.
- (p) To let, lease, sell, exchange, or mortgage the Company's estates, lands, buildings, or other property, or any part or parts thereof, whether in consideration of rents, money, or securities for money, shares, debentures, or securities in any other company, or for any other consideration, and otherwise to trade in, dispose of, or deal with the same or any part thereof.
- (q) To borrow or receive on loan money for the purpose of the Company upon the security of cash, credit bonds, or of hypothecation or mortgages of the Company's property or any part or parts thereof, or otherwise, as shall be thought most expedient, and in particular by the issue of debentures, debenture stock or bonds to bearer or otherwise, either charged upon all or any part of the Company's present or future property (including uncalled capital), or not so charged, as shall be thought best.
- (r) To cause or permit any debenture stock, bonds, debentures, mortgages, charges, incumbrances, liens, or securities of or belonging to or made or issued by the Company or affecting its property or rights or any of the terms thereof to be renewed, extended, varied, redeemed, exchanged, transferred, or satisfied, as shall be thought fit, also to pay off and re-borrow the moneys secured thereby, or any part or parts thereof.
- (s) To draw, make, accept, and endorse bills of lading, warrants, bills of exchange, promissory notes, and other transferable or negotiable instruments for the purposes of the Company.
- (t) To unite, co-operate, amalgamate, or enter into partnership or any arrangement for sharing profits of union of interests or any other arrangement with any person or company already engaged in or hereafter to be established for the purpose of carrying on any business having objects wholly or in part similar or analogous or subsidiary to those of the Company or to any of them, or capable of being conducted so as to benefit this Company, either directly or indirectly, and to subscribe for or otherwise acquire for the benefit and in the name of the Company or otherwise and pay for in any manner that may be agreed upon, either in money or in shares or bonds or otherwise, and to hold any shares, stock, or other interest in any such company, and to promote the formation of any such company.
- (u) To amalgamate with any other company having objects altogether or in part similar to this Company.
- (v) To acquire by purchase in money, shares, bonds, or otherwise, and undertake all or any part of the business, property, assets, and liabilities of any person or company carrying on any business in Ceylon or elsewhere which this Company is authorized to carry on, or possessed of property suitable for the purposes of this Company.
- (w) To sell the property, business, or undertaking of the Company, or any part or parts thereof, for such consideration as the Company shall think fit, and in particular for shares, stocks, debentures, or securities of any other company.
- (x) To procure the Company to be registered or incorporated in Ceylon, and, if and when necessary or thought advisable, elsewhere.
- (y) To lend money on any terms and in any manner and on any security, and in particular on the security of plantations, factories, growing crops, produce, bills of exchange, promissory notes, bonds, bills of lading, warrants, stocks, shares, debentures, and book debts, or without any security at all, and generally to transact financial business of any kind.

- (z) To invest and deal with the moneys of the Company not immediately required upon such securities and in such manner as may from time to time be determined.
- (z 1) To promote and establish any other company whatsoever and to subscribe to and hold the shares or stock of any other company or any part thereof.
- (z 2) To pay for any lands and real or personal, immovable or movable, estate or property or assets of any kind acquired or to be acquired by the Company, or for any services rendered or to be rendered to the Company, and generally to pay or discharge any consideration to be paid or given by the Company in money or in shares or debentures or debenture stock or obligations of the Company or partly in one way and partly in another, or otherwise howsoever with power to issue any shares either fully or partially paid up for such purpose.
- (z 3) To accept as consideration for the sale or disposal of any lands and real and personal, immovable and movable estate, property, and assets of the Company of any kind sold or otherwise disposed of by the Company or in discharge of any other consideration to be received by the Company in money or in shares (whether wholly or partially paid up) of any company, or the mortgages, debentures, or obligations of any company or person or partly one and partly other.
- (z 4) To distribute among the Shareholders in specie any property of the Company, whether by way of dividend or upon a return of capital, but so that no distribution amounting to a reduction of capital be made, except with the sanction for the time being required by law.
- (z 5) To do all such other things as shall be incidental or conducive to the attainment of the objects above-mentioned or any of them or any one or more of the objects aforesaid, it being hereby declared that in the foregoing clauses (unless a contrary intention appears) the word "Company" includes companies or corporations, and the word "person" any number of persons, and that the other objects specified in any paragraph are not to be limited or restricted by reference to or inference from any other paragraph.

4. The liability of the Shareholders is limited.

5. The nominal capital of the Company is Five hundred thousand Rupees, divided into Five thousand shares of One hundred Rupees each, with power to increase or reduce the capital. In case the Company shall increase its capital by the issue of new shares, such shares may be issued upon the terms specified in the Articles of Association for the time being of the Company.

We, the several persons whose names and addresses are subscribed, are desirous of being formed into a Company in accordance with this Memorandum of Association, and we respectively agree to take the number of shares in the capital of the Company set opposite our respective names :—

Names and Addresses of Subscribers.	Number of Shares taken by each Shareholder.
FRED. WM. BOIS, Colombo .. .. .	One
GILES F. WALKER, Colombo .. .. .	One
REGINALD JOHN, Colombo .. .. .	One
D. R. MARSHALL, Colombo .. .. .	One
JOHN LAIDLAW, Colombo .. .. .	One
H. G. BOIS, Colombo .. .. .	One
V. A. JULIUS, Colombo .. .. .	One

Witness to the above signatures at Colombo this twenty-third day of October, 1905 :

H. CREASY,  
Proctor of the Supreme Court  
of the Island of Ceylon.

## ARTICLES OF ASSOCIATION OF THE LUNUGALA TEA AND RUBBER COMPANY OF CEYLON, LIMITED.

THE regulations contained in the Table C in the schedule annexed to "The Joint Stock Companies' Ordinance, 1861," shall not apply to this Company, which shall be governed by the regulations contained in these Articles, but subject to repeal, addition, or alteration by special resolution.

The Company may by special resolution alter and make provisions instead of, or in addition to, any of the regulations of the Company, whether contained and comprised in these Articles or not.

### INTERPRETATION CLAUSE.

1. In the interpretation of these presents the following words and expressions shall have the following meanings, unless such meanings be inconsistent with, or repugnant to, the subject or context :—

The word "Company" means "The Lunugala Tea and Rubber Company of Ceylon, Limited," incorporated or established by or under the Memorandum of Association to which these Articles are attached.

The "Ordinance" means and includes "The Joint Stock Companies' Ordinance, 1861," and every other Ordinance from time to time in force concerning Joint Stock Companies which may apply to the Company.

"These presents" means and includes the Memorandum of Association and the Articles of Association of the Company from time to time in force.

"Capital" means the capital for the time being raised or authorized to be raised for the purposes of the Company.

"Shares" means the shares from time to time into which the capital of the Company may be divided.

"Shareholder" means a Shareholder of the Company.

"Presence or present" at a meeting means presence or present personally or by proxy or by attorney.

"Directors" means the Directors for the time being of the Company or (as the case may be) the Directors assembled at a Board.

"Board" means a meeting of the Directors or (as the context may require) the Directors assembled at a Board meeting, acting through at least a quorum of their body in the exercise of authority duly given to them.

"Persons" means partnerships, associations, corporations, companies, unincorporated or incorporated by Ordinance and registration, as well as individuals.

"Office" means the registered office for the time being of the Company.

"Seal" means the common seal for the time being of the Company.

"Month" means a calendar month.

"Writing" means printed matter or print as well as writing.

Words importing the singular number only include the plural, and *vice versa*.

Words importing the masculine gender only include the feminine, and *vice versa*.

### BUSINESS.

2. The Company may proceed to carry out the objects for which it is established, and to employ and apply its capital as soon after the registration of the Company as the Directors in their discretion shall think fit; and if the whole of the shares shall not have been subscribed, applied for, or allotted, as soon as, in the judgment of the Directors, a sufficient number of shares shall have been subscribed or applied for.

3. The business of the Company shall be carried on by, or under the management or direction of, the Directors, and subject only to the control of General Meetings, in accordance with these presents.

### CAPITAL.

4. The original capital of the Company is Five hundred thousand Rupees (Rs. 500,000), divided into Five thousand shares of One hundred Rupees (Rs. 100) each in Two thousand six per cent. cumulative preference shares, preferential both as to capital and as to dividend, and Three thousand non-cumulative ordinary shares. After payment of six per cent. dividend on the preference shares and ten per cent. dividend on the ordinary shares the preference shares and the ordinary share shall divide any further dividends *pro rata*.

5. The Directors may, with the sanction of a special resolution of the Company in General Meeting, increase the capital of the Company by the creation of new shares of such amounts per share and in the aggregate as such resolution shall direct; and they shall have power to add to such new shares such an amount of premium as may be considered expedient.

6. Except so far as otherwise provided by the conditions of issue or by these presents, any capital raised by the creation of new shares shall be considered part of the original capital, and shall be subject to the same provisions in all respects with reference to the payments of allotment money, calls and instalments, transfer, transmission, forfeiture, lien, surrender, and otherwise, as if it had formed part of the original capital.

7. The Directors may in like manner, and with like sanction, reduce the capital of the Company.

#### SHARES.

8. The Company may make arrangements on the issue of shares for a difference between the holders of such shares in the amount of calls to be paid and the time of payment of such calls.

9. If by the conditions of allotment of any share the whole or part of the amount thereof shall be payable by instalments, every such instalment shall, when due, be paid to the Company by the holder of the shares.

10. The shares, except when otherwise provided, shall be allotted at the discretion of and by the Directors, who may from time to time issue any unissued shares, and may add to such shares such an amount of premium as they consider proper. Provided that such unissued shares shall first be offered by the Directors to the Shareholders in proportion to the existing shares held by them, and such offer shall be made by notice specifying the number of shares to which the Shareholder is entitled, and limiting a time within which the offer, if not accepted, will be deemed to be declined, and after the expiration of such time, or on the receipt of an intimation from the Shareholder to whom such notice is given that he declines to accept the shares offered, the same shall be disposed of in such manner as the Directors may determine. Provided that the Directors may at their discretion allot such new shares or any portion of them to the vendor or vendors of any estates or lands being acquired by the Company in payment of the whole or any part of the purchase price of any such estates or lands, and that without offering the shares so allotted to the Shareholders.

11. In case of the increase of the capital of the Company by the creation of new shares, such new shares shall be issued upon such terms and conditions, and with such rights and privileges annexed thereto, as the General Meeting resolving on the creation thereof, or any other General Meeting of the Company, shall direct, and, if no direction be given, as the Directors shall determine, and in particular such shares may be issued with a preferential or qualified right to the dividends, and in the distribution of assets of the Company, and with a special or without any right of voting.

Subject to any direction to the contrary that may be given by the meeting that sanctions the increase of capital, all new shares shall be offered to the Shareholders in proportion to the existing shares held by them, and such offers shall be made by notice specifying the number of shares to which the Shareholder is entitled, and limiting a time within which the offer, if not accepted, will be deemed to be declined, and after the expiration of such time, or on the receipt of an intimation from the Shareholder to whom such notice is given that he declines to accept the shares offered, the same shall be disposed of in such manner as the Directors may determine. Provided that the Directors may, at their discretion, allot such new shares or any portion of them to the vendor or vendors of any estates or lands being acquired by the Company in payment of the whole or any part of the purchase price of any such estates or lands, and that without offering the shares so allotted to the Shareholders.

12. Every person taking any share in the Company shall testify his acceptance thereof by writing under his hand in such form as the Company may from time to time direct.

13. Shares may be registered in the name of a firm, and any partner of the firm or agent duly authorized to sign the name of the firm shall be entitled to vote and to give proxies.

14. Shares may be registered in the name of two or more persons not in partnership.

15. Any one of the joint-holders of a share other than a firm may give effectual receipts for any dividends payable in respect of such share; but the Shareholder whose name stands first on the register, and no other, shall be entitled to the right of voting and of giving proxies and all other advantages conferred on a sole Shareholder.

16. In case of the death of any one or more of the joint-holders of any shares, the survivor or survivors shall be the only person or persons recognized by the Company as having any title to, or interest in, such shares.

17. The Company shall not be bound to recognize (even though having notice of) any contingent, future, partial, or equitable interest in the nature of a trust or otherwise in any share, or any other right in respect of any share, except any absolute right thereto in the person from time to time registered as the holder thereof, and except also the right of any person under clause 35 to become a Shareholder in respect of any share.

18. Every Shareholder shall be entitled to a certificate or certificates under the common seal of the Company, specifying the share or shares held by him and the amount paid thereon.

19. If any certificate be worn out or defaced, then upon production thereof to the Directors they may order the same to be cancelled, and may issue a new certificate in lieu thereof; and if any certificate be lost or destroyed, then, upon proof thereof to the satisfaction of the Directors and on such indemnity as the Directors deem adequate being given, a new certificate in lieu thereof shall be given to the person entitled to such lost or destroyed certificate. A sum of fifty cents shall be payable for such new certificate.

20. The certificate of shares registered in the name of two or more persons not a firm shall be delivered to the person first named on the register.



## CALLS.

21. The Directors may from time to time make such calls as they think fit upon the Shareholders in respect of all moneys unpaid on their shares, and not by the conditions of allotment made payable at fixed times provided that two months' notice at least shall be given to the Shareholders of the time and place appointed for payment of each call ; and each Shareholder shall pay the amount of every call so made to the person and at the time and place appointed by the Directors.

22. If any Shareholder fail to pay the amount of any call due by him on or before the day appointed for payment thereof, he shall be liable to pay interest for the same at the rate of nine per centum per annum from the day appointed for the payment thereof to the time of actual payment.

23. A call shall be deemed to have been made at the time when the resolution of the Directors authorizing the call was passed.

24. The Directors shall have power in their absolute discretion to give time to any one or more Shareholder or Shareholders, exclusive of the others, for payment of any call or part thereof on such terms as the Directors may determine. But no Shareholder shall be entitled to any such extension except as a matter of grace or favour.

25. The Directors may at their discretion receive from any of the Shareholders willing to advance the same, and upon such terms as they think fit, all or any part of the moneys due upon their respective shares beyond the sums actually called for ; and upon the moneys so paid in advance, or upon so much thereof as from time to time and at any time thereafter exceeds the amount of the calls then made upon, and due in respect of, the shares in respect of which some advances have been made, the Board may pay or allow interest at such rate as the Shareholders paying such sums in advance and the Directors may agree upon, not exceeding, however, six per centum per annum.

## TRANSFER OF SHARES.

26. Subject to the restrictions of these Articles, any Shareholder may transfer all or any of his shares by instrument in writing.

27. No transfer of shares shall be made to an infant or person of unsound mind.

28. The Company shall keep a book or books, to be called "The Register of Transfers," in which shall be entered the particulars of every transfer or transmission of any share.

29. The Board may, at their own absolute and uncontrolled discretion, decline to register any transfer of shares by a Shareholder who is indebted to the Company, or upon whose shares the Company have a lien or otherwise, or in case of shares not fully paid up, to any person not approved by them ; and in no case shall a Shareholder or proposed transferee be entitled to require the Directors to state the reason of their refusal to register, but their declinature shall be absolute.

30. Every instrument of transfer must be left at the office of the Company to be registered, accompanied by such evidence as the Directors may reasonably require to prove the title of the transferor, and a fee of two rupees and fifty cents, or such other sum as the Directors shall from time to time determine, must be paid to the Company for the registration of every such transfer, upon payment whereof the Directors, subject to the powers vested in them by Articles 28 and 30, shall register the transferee as a Shareholder and retain the instrument of transfer.

31. The Directors may, by such means as they shall deem expedient, authorize the registration of transferees as Shareholders without the necessity of any meeting of the Directors for that purpose.

32. In no case shall the Directors be bound to inquire into the validity, legal effect, or genuineness of any instrument or transfer produced by a person claiming a transfer of any share in accordance with these articles ; and whether they abstain from so inquiring, or do so inquire and are misled, the transferor shall have no claim whatsoever upon the Company in respect of the share, except for the dividends previously declared in respect thereof, but only, if at all, upon the transferee.

33. The Register of Transfers may be closed during the fourteen days immediately preceding each Ordinary General Meeting ; and when a dividend is declared, for the three next days ensuing the meeting ; also at such other times (if any) and for such periods as the Directors may from time to time determine, provided always that it shall not be closed for more than thirty days in any year.

## TRANSMISSION OF SHARES.

34. The executors or administrators or the heirs of a deceased Shareholder shall be the only persons recognized by the Company as having any title to the shares of such Shareholder.

35. Any guardian of any infant Shareholder, or any committee of a lunatic Shareholder, or any person becoming entitled to shares in consequence of the death, bankruptcy, or liquidation of any Shareholder, or the marriage of any female Shareholder, or in any other way than by transfer, shall, upon securing such evidence that he sustains the character in respect of which he proposes to act under this clause, or of his title as the Directors think sufficient, be forthwith entitled, subject to the provisions herein contained, to be registered as a Shareholder in respect of such shares, or may, subject to the regulations as to transfers hereinbefore contained, transfer the same to some other person.

36. If any person who shall become entitled to be registered in respect of any share under clause 34 shall not, from any cause whatever, within twelve calendar months after the event on the happening of which his title shall accrue, be registered in respect of such share ; or if in the case of the death of any Shareholder no person shall, within twelve calendar months after such death, be registered as a Shareholder in respect of the shares of such deceased Shareholder, the Company may sell such shares, either by public auction or private contract, and give a receipt for the purchase money, and the purchaser shall be entitled to be registered in respect of such share, and shall not be bound to inquire whether the events have happened which entitled the Company to sell the same, and the nett proceeds of such sale, after deducting all expenses and all moneys in respect of which the Company is entitled to a lien on the shares so sold, shall be paid to the person entitled thereto.

## SURRENDER AND FORFEITURE OF SHARES.

37. The Directors may accept in the name and for the benefit of the Company, and upon such terms and conditions as may be agreed, a surrender of the shares of Shareholders who may be desirous of retiring from the Company.

38. If any Shareholder fails to pay any call or instalment on or before the day appointed for the payment of the same, the Directors may at any time thereafter, during such time as the call or instalment remains unpaid, serve a notice on such Shareholder requiring him to pay the same, together with any interest that may have accrued, and all expenses that may have been incurred by the Company by reason of such non-payment.

The notice shall name a day (not being less than one month from the date of the notice on, and a place or places at, which such call or instalment and such interest and expenses as aforesaid are to be paid. The notice shall also state that, in the event of non-payment at or before the time and at the place appointed, the shares in respect of which the call was made or instalment is payable will be liable to be forfeited.

If the requisition of such notice as aforesaid be not complied with, every or any share or shares in respect of which such notice has been given may at any time thereafter, before payment of calls or instalment, with interest and expenses due in respect thereof, be declared forfeited by a resolution of the Board to that effect.

39. Any Shareholder whose shares have been so declared forfeited shall, notwithstanding, be liable to pay and shall forthwith pay to the Company all calls, instalments, interest, and expenses owing upon or in respect of such shares at the time of the forfeiture, together with interest thereon from the time of forfeiture until payment at nine per centum per annum, and the Directors may enforce the payment thereof if they think fit.

40. Every share surrendered or so declared forfeited shall be deemed to be the property of the Company, and may be sold, re-allotted, or otherwise disposed of upon such terms and in such manner as the Board shall think fit.

41. The surrender or forfeiture of a share shall involve the extinction of all interest in, and also of all claims and demands against, the Company in respect of the share and the proceeds thereof, and all other rights incident to the share, except only such of those rights (if any) as by these presents are expressly saved.

42. A certificate in writing under the hands of one of the Directors and of the Secretary that a share has been duly surrendered or forfeited, stating the time when it was surrendered or forfeited, shall be conclusive evidence of the facts therein stated as against all persons who would have been entitled to the share but for such surrender or forfeiture, and such certificate and the receipt of the Company for the price of such share shall constitute a good title to such share, and a certificate of proprietorship shall be delivered to any person who may purchase the same from the Company, and thereupon such purchaser shall be deemed the holder of such share, discharged from all calls due prior to such purchase; and he shall not be bound to see to the application of the purchase money, nor shall his title to such share be affected by any irregularity in the proceedings in reference to such forfeiture or sale.

The Directors may in their discretion remit or annul the forfeiture of any share within six months from the date thereof upon the payment of all moneys due to the Company from the late holder or holders of such share or shares, and all expenses incurred in relation to such forfeiture, together with such further sum of money by way of redemption money for the deficit, as they shall think fit, not being less than nine per centum per annum on the amount of the sums wherein default in payment had been made, but no share *bona fide* sold or re-allotted, or otherwise disposed of under Article 40 hereof, shall be redeemable after sale or disposal.

43. The Company shall have a first charge or paramount lien upon all the shares of any holder or joint-holders for all moneys for the time being due to the Company by such holder, or by all or any of such joint-holders respectively, either in respect of such shares or of other shares held by such holder or joint-holders or otherwise, and whether due from any such holder individually or jointly with others, including all calls which the Directors shall have resolved to make, although the times appointed for the payment thereof shall not have arrived; and where any share is held by more persons than one, the Company shall be entitled to the said charge or lien in respect of any money due to the Company from any of such persons. And the Directors may decline to register any transfer of shares subject to such charge or lien.

44. Such charge or lien may be made available by a sale of all or any of the shares subject to it, provided that no such sale shall be made except under a resolution of the Directors, and until notice in writing shall have been given to the indebted Shareholder or his executors or administrators, or the assignee or trustee in his bankruptcy, requiring him or them to pay the amount for the time being due to the Company and default shall have been made for twenty-eight days from such notice in paying the sum thereby required to be paid. Should the shareholder over whose share the lien exists be in England or elsewhere abroad, sixty days' notice shall be allowed him.

45. The nett proceeds of any such sale shall be applied in or towards satisfaction of such debts, liabilities, or engagements, and the residue (if any) paid to such Shareholder or his representatives.

46. A certificate in writing under the hands of one of the Directors and of the Secretary, that the power of sale given by clause 44 has arisen and is exercisable by the Company under these presents, shall be conclusive evidence of the facts therein stated.

47. Upon any such sale two of the Directors may execute a transfer of such share to the purchaser thereof, and such transfer, with the certificate last aforesaid, shall confer on the purchaser a complete title to such shares.

## BORROWING POWERS.

48. The Directors shall have power to procure from time to time, in the usual course of business, such temporary advances on the produce in hand, or in the future to be obtained from the Company's estates, as they may find necessary or expedient for the purpose of defraying the expenses of working the Company's estates, or of erecting, maintaining, improving, or extending buildings, machinery, or plantations, or otherwise. Also from time to time at their discretion to borrow or raise from the Directors or other persons any sum or sums of money for the purposes of the Company, provided that the money so borrowed or raised and owing at any one time shall not without the sanction of a General Meeting exceed Five thousand pounds (£5,000) sterling.

49. With the sanction of a General Meeting the Board shall be entitled to borrow such further sum or sums and at such rate of interest as such meeting shall determine. A certificate under the hands of one Director and the Secretary, or of two Directors, to the effect that in taking any loan the Directors are not exceeding their borrowing powers, shall be sufficient and binding on the Company and all concerned, and shall be conclusive evidence thereof in all questions between the Company and its creditors.

50. For the purpose of securing the repayment of any such moneys so borrowed or raised, or for any other purposes, the Directors may grant, create, execute, and issue any mortgages, cash credits, debentures, debenture stock, bonds, or obligations of the Company, charged upon all or any part of the undertaking, revenue, lands, property, rights, and assets of the Company, both present and future, including uncalled capital or unpaid calls, or may make, accept, or endorse on behalf of the Company any promissory notes or bills of exchange. Provided also that before the Directors execute any mortgage or issue any debentures they shall obtain the sanction of the Company thereto in General Meeting, whether Ordinary or Extraordinary.

51. Any such securities may be issued, either at par or at a premium or discount, and may from time to time be cancelled, discharged, varied, or exchanged as the Directors may think fit, and may contain special privileges as to redemption, surrender, drawings, allotment of shares, or otherwise.

52. Every debenture or other instrument issued by the Company for securing the payment of money may be so framed that the moneys thereby secured shall be assignable free from any equities between the Company and the person to whom the same may be issued.

## GENERAL MEETINGS.

53. The first General Meeting shall be held at such time, not being more than twelve months after the incorporation of the Company, and at such place as the Directors may determine.

54. Subsequent General Meetings shall be held once in every year at such time and place as may be prescribed by the Company in General Meeting, and if no time or place is so prescribed, then at such place and at such time as soon after the first day in each year as may be determined by the Directors.

55. The General Meetings mentioned in the last preceding clause shall be called Ordinary General Meetings; all other meetings of the Company shall be called Extraordinary General Meetings.

56. The Directors may whenever they think fit call an Extraordinary General Meeting of the Company, and the Directors shall do so upon a requisition made in writing by not less than one-eighth of the number of Shareholders of the Company for the time being, or by any Shareholder or Shareholders holding in the aggregate one-eighth part of the shares of the Company for the time being subscribed for.

57. Any requisition so made shall express the object of the meeting proposed to be called, shall be addressed to the Directors, and shall be sent to the registered office of the Company.

Upon the receipt of such requisition the Directors shall forthwith proceed to convene an Extraordinary General Meeting, to be held at such time and place as they shall determine. If they do not proceed to convene the same within seven days from the delivery of the requisition, the requisitionists may themselves convene an Extraordinary General Meeting, to be held at such place and at such time as the Shareholders convening the meeting may themselves fix.

58. Any Shareholder may, on giving not less than ten days' previous notice of any resolution, submit the same to a meeting.

59. Such notice shall be given by leaving a copy of the resolution at the registered office of the Company.

60. Seven days' notice at least of every General Meeting, Ordinary or Extraordinary, and by whomsoever convened, specifying the place, date, hour of meeting, and the object and business of the meeting, shall be given by advertisement in the *Ceylon Government Gazette*, or in such other manner (if any) as may be prescribed by the Company in General Meeting.

61. Every Ordinary General Meeting shall be competent, without special notice having been given of the purposes for which it is convened, or of the business to be transacted thereat, to receive and discuss any report and any accounts presented thereto by the Directors, and to pass resolutions in approval or disapproval thereof, and to declare dividends, and to elect Directors and Auditors in the place of those retiring by rotation, and to fix the remuneration of the Auditors; and shall also be competent to enter upon, discuss, and transact any business whatsoever of which special mention shall have been given in the notice or notices upon which the meeting was convened.

62. With the exceptions mentioned in the foregoing Articles as to the business which may be transacted at Ordinary General Meetings without notice, no General Meeting, Ordinary or Extraordinary, shall be competent to enter upon, discuss, or transact any business which has not been specially mentioned in the notice or notices upon which it was convened.

63. No business shall be transacted at any General Meeting, except the declaration of a dividend recommended by a report of the Directors or election of a Chairman, unless there shall be present or represented at the commencement of the business two or more Shareholders entitled to vote.

64. If at the expiration of half an hour from the time appointed for the meeting the required number of Shareholders shall not be present at the meeting, the meeting, if convened by or upon the requisition of Shareholders, shall be dissolved, but in any other case it shall stand adjourned to the same day in the next week at the same time and place; and if at such adjourned meeting a quorum is not present, those Shareholders who are present shall be a quorum, and may transact the business for which the meeting was called.

65. The Chairman (if any) of the Directors shall be entitled to take the Chair at every General Meeting, whether Ordinary or Extraordinary; or if there be no Chairman, or if at any meeting he shall not be present at the time appointed for holding such meeting, or if he shall refuse to take the Chair, the Shareholders shall choose another Director as Chairman; and if no Directors be present, or if all the Directors present decline to take the Chair, then the Shareholders present shall choose one of their number to be Chairman.

66. No business shall be discussed at any General Meeting, except the election of a Chairman, whilst the Chair is vacant.

67. The Chairman may, with the consent of the meeting, adjourn any meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place, unless due notice thereof shall be given.

68. Minutes of the proceedings of every General Meeting, whether Ordinary or Extraordinary, shall be entered in a book to be kept for that purpose, and shall when so entered be signed as soon as practicable by the Chairman of the same meeting or by the Chairman of the succeeding meeting, and the same when so entered and signed shall be evidence of all such proceedings and of the proper election of the Chairman.

#### VOTING AT MEETINGS.

69. At any meeting every resolution shall be decided by the votes of the Shareholders present in person or by proxy, or by attorney, and in case there shall be an equality of votes, the Chairman at such meeting shall be entitled to give a casting vote in addition to the vote to which he may be entitled as a Shareholder; and unless a poll be immediately demanded by some member present and entitled to vote, a declaration by the Chairman that a resolution has been carried, and an entry to that effect in the Minute Book of the Company, shall be sufficient evidence of the fact without proof of the number or proportion of votes recorded in favour of or against such resolution.

70. If at any meeting a poll be demanded by some Shareholder present at the meeting and entitled to vote, the meeting shall, if necessary, be adjourned, and the poll shall be taken at such time and place and in such manner as the Chairman shall direct, and in such case every Shareholder shall have the number of votes to which he may be entitled as hereinafter provided; and in case at any such poll there shall be an equality of votes the Chairman of the meeting at which such poll shall have been demanded shall be entitled to a casting vote in addition to any votes to which he may be entitled as a Shareholder and proxy, and the result of such poll shall be deemed to be the resolution of the Company in such meeting.

71. The demand of a poll shall not prevent the continuance of a meeting for the transaction of business other than the question on which a poll has been demanded.

72. No poll shall be demanded on the election of a Chairman of the meeting or on any question of adjournment.

73. On a show of hands every member shall have one vote only. In case of a poll every Shareholder shall have one vote for every share held by him.

74. The parent or guardian of an infant Shareholder, the committee or other legal guardian of any lunatic Shareholder, the husband of any female Shareholder not entitled to her shares as separate estate, and the executor or administrator of any deceased Shareholder, or any one of such persons as aforesaid, if more than one, shall not be entitled to vote in the place of such infant, lunatic, female, or deceased person, unless such person shall have been registered as a Shareholder.

75. Votes may be given either personally or by proxy or by attorney.

76. No Shareholder shall be entitled to vote at any meeting unless all calls due from him on his shares have been paid, and no Shareholder other than the trustee or assignee of a bankrupt or representative of a deceased Shareholder, or person acquiring by marriage, shall be entitled to vote at any meeting held after the expiration of three months from the registration of the Company in respect of any share which he has acquired by transfer, unless he has been possessed of the share in respect of which he claims to vote at least three months previously to the time of holding the meeting at which he proposes to vote.

77. No Shareholder who has not been duly registered as such for three months previous to the General Meeting shall be entitled to be present and to speak and vote at any meeting held after the expiry of three months from the incorporation of the Company.

78. No person shall be entitled to hold a proxy who is not a Shareholder of the Company, but this rule does not apply to a power of attorney.

79. The instrument appointing a proxy shall be printed or written, and shall be signed by the appointor, or if such appointor be a company or corporation, it shall be under the common seal of such company or corporation.

80. The instrument appointing a proxy shall be deposited at the registered office of the Company not less than twenty-four hours before the time appointed for holding the meeting at which the person named in such instrument proposes to vote.

The instrument appointing a proxy may be in the following form :—

*The Lunugala Tea and Rubber Company of Ceylon, Limited.*

I, \_\_\_\_\_, of \_\_\_\_\_, appoint \_\_\_\_\_, of \_\_\_\_\_ (a Shareholder in the Company), as my proxy, to represent me and to vote for me and on my behalf at the Ordinary (or Extraordinary, as the case may be) General Meeting of the Company to be held on the \_\_\_\_\_ day of \_\_\_\_\_, One thousand Nine hundred and \_\_\_\_\_, and at any adjournment thereof, and at every poll which may be taken in consequence thereof.

As witness my hand this \_\_\_\_\_ day of \_\_\_\_\_, One thousand Nine hundred and \_\_\_\_\_.

81. No objection shall be made to the validity of any vote (whether given personally or by proxy or by attorney) except at the meeting or poll at which such votes shall be tendered, and every vote (whether given personally or by proxy or by attorney) to which no objection shall be made at such meeting or poll shall be deemed valid for all purposes of such meeting or poll whatsoever.

82. No Shareholder shall be prevented from voting by reason of his being personally interested in the result of the voting.

DIRECTORS.

83. The number of Directors shall never be less than two or more than five, but this clause shall be construed as being directory only, and the continuing Directors may act notwithstanding any number of vacancies.

The qualification of a Director shall be his holding in his own right at least fifty shares in the Company upon which all calls for the time being have been paid, and this qualification shall apply as well to the first Directors as to all future Directors.

As a remuneration for their services, the Directors shall be entitled to appropriate a sum not exceeding One Thousand Five hundred Rupees (Rs. 1,500) annually, to be divided between them in such manner as they may determine, but the Company in General Meeting may at any time alter the amount of such remuneration for the future, and such remuneration shall not be considered as including any remuneration granted for special or extra services hereinafter referred to, nor any extra remuneration to the Managing Directors of the Company.

84. The first Directors shall be John Mason Mason, Frederic William Bois, and Villiers Alexander Julius, who shall hold office till the first Ordinary General Meeting of the Company, when they shall all retire, but shall be eligible for re-election.

85. One or more of the Directors may be appointed by the Directors to act as Secretary, Managing Director, or Managing Directors and (or) Visiting Agent or Agents of the Company, or Superintendents of any of the estates, for such time and on such terms as the Directors may determine or may fix by agreement with the person or persons appointed to the office, and they may from time to time revoke such appointment and appoint another or other Secretary, Managing Director or Managing Directors, and (or) Visiting Agent or Agents or Superintendents.

The Directors may confer on the Managing Director or Managing Directors all or any duties and powers that might be conferred on any Manager of the Company.

If any Director shall be called upon to perform any extra services, the Directors may arrange with such Director for such special remuneration for such services, either by way of salary, commission, or the payment of a lump sum of money, as they shall think fit.

ROTATION OF DIRECTORS.

86. At the first Ordinary General Meeting of the Company all the Directors shall retire from office, and at the first Ordinary General Meeting in every subsequent year one of the Directors for the time being shall retire from office as provided in clause 87.

87. The Directors to retire from office at the second and third Ordinary General Meeting shall, unless the Directors otherwise arrange among themselves, be determined by ballot; in every subsequent year the Directors to retire shall be those who have been longest in office.

88. In case any question shall arise as to which of the Directors who have been the same time in office shall retire, the same shall be decided by the Directors by ballot.

89. Retiring Directors shall be eligible for re-election.

90. The Ordinary General Meeting at which Directors retire or ought to retire by rotation shall appoint successors to them, and in default thereof such successors may be appointed at a subsequent Ordinary General Meeting.

91. Any casual vacancy occurring in the number of Directors or provisional Directors arising from death, resignation, or otherwise, may be filled up by the Directors, but any person appointed to fill such vacancy shall retain his office so long only as the vacating Director would have retained the same if no vacancy had occurred.

92. The Directors, subject to the approval of a General Meeting, may from time to time at any time subsequent to the second Ordinary General Meeting increase or reduce the number of Directors, and may also, subject to the like approval, determine in what rotation such increased or reduced number is to go out of office.

93. If at any meeting at which an election of a Director ought to take place the place of a retiring Director is not filled up, the retiring Director may continue in office until the first Ordinary General Meeting in the next year, and so on from meeting to meeting until his place is filled up, unless it shall be determined at such meeting to reduce the number of Directors.

94. A Director may at any time give notice in writing of his intention to resign by delivering such notice to the Secretary, or by leaving the same at the registered office of the Company, or by tender-

ing his written resignation at a meeting of the Directors, and on the acceptance of his resignation by the Directors, but not before, his office shall become vacant.

95. The Company may, by a special resolution, remove any Director before the expiration of his period of office, and may, by an ordinary resolution, appoint another person in his stead. The Director so appointed shall hold office only during such time as the Director in whose place he is appointed would have held the same if he had not been removed.

96. Every Director or officer of the Company, and his heirs, executors, and administrators shall be indemnified by the Company from all losses and expenses incurred by him in or about the discharge of his duties, except such as happen from his respective wilful acts or defaults; and no Director or officer shall, nor shall the heirs, executors, or administrators of any Director or officer, be liable for the acts or defaults of any other Director or officer, or for any loss or expense happening to the Company by the insufficiency or deficiency of title to any property acquired for or on behalf of the Company, or for the insufficiency or deficiency of any security in or upon which any of the moneys of the Company shall be invested, or for any loss or damage arising from the bankruptcy, insolvency, or tortuous act of any person with whom any moneys, securities, or effects shall be deposited, or for any other loss, damage, or misfortune whatsoever which shall happen in the execution of the duties of his office or in relation thereto, unless the same happen through his own wilful act or default.

97. No contribution shall be required from any present or past Director or Manager exceeding the amount, if any, unpaid on the shares in respect of which he is liable as a present or past Shareholder.

#### DISQUALIFICATION OF DIRECTORS.

98. The office of the Director shall be vacated—

- (a) If he accepts or holds any office or place of profit other than Managing Director, Visiting Agent, Superintendent, or Secretary under the Company.
- (b) If he becomes bankrupt or insolvent, or suspends payment, or files a petition for the liquidation of his affairs, or compounds with his creditors.
- (c) If by reason of mental or bodily infirmity he becomes incapable of acting.
- (d) If he ceases to hold the required number of shares to qualify him for the office.
- (e) If he is concerned or participates in the profits of any contract with, or work done for, the Company.

Provided that no Director shall vacate his office by reason of his being a member of any corporation, company, or firm which has entered into any contract with, or done any work for, the Company of which he is a Director, or by his being agent, or secretary, or solicitor, or by his being a member of a firm who are agents, or secretaries, or solicitors of the Company; nevertheless, he shall not vote in respect of any contract work or business in which he may be personally interested.

#### POWERS OF DIRECTORS.

99. The Directors shall have power to carry into effect the purchase of the Kehelwatta estate and the lease, purchase, or acquisition of any other lands, estates, or property they may think fit, or any share or shares thereof.

100. The business of the Company shall be managed by the Directors either by themselves or through a Managing Director, or with the assistance of an agent or agents and secretary or secretaries of the Company to be appointed by the Directors for such a period and on such terms as they shall determine, and the Directors shall pay out of the funds of the Company all costs and expenses, as well preliminary as otherwise, paid or incurred in and about the formation and the registration of the Company, and in and about the valuation, purchase, lease, or acquisition of the said estates and lands and the opening, clearing, planting, and cultivation thereof, and otherwise in or about the working and business of the Company.

101. The Directors shall have power to make, and may make, such rules or regulations for the management of the business and property of the Company as they may from time to time think proper, and shall carry on the business of the Company in such manner as they may think most expedient; and, in addition to the powers and authorities by any Ordinance or by these presents expressly conferred on them, they may exercise all such powers, give all such consents, make all such arrangements, appoint all such agents, managers, secretaries, treasurers, accountants, and other officers, superintendents, assistants, clerks, artizans, labourers, and other servants for such period or periods, and with such remuneration, and at such salaries, and upon such terms and conditions as they may consider advisable, and may pay the expenses occasioned thereby out of the funds of the Company, and may from time to time remove or suspend all or any of the managers, agents, treasurers, accountants, officers, clerks, or servants of the Company for such reasons as they may think proper and advisable, and without assigning any cause for so doing.

102. The Directors shall exercise in the name and on behalf of the Company all such powers of the Company as are not expressly required to be exercised by the Company in General Meeting, and shall generally do all such acts and things as are or shall be by any Ordinance and by these presents directed and authorized to be exercised, given, made, or done by the Company, and are not by any Ordinance or by these presents required to be exercised or done by the Company in General Meeting, subject, nevertheless, to the provisions of any such Ordinances and of these presents and to such regulations and provisions (if any) as may from time to time be prescribed by the Company in General Meeting; but no regulations made by the Company in General Meeting shall invalidate any prior act of the Board which would have been valid if such regulation had not been made.

The generality of the powers conferred by any clause in these presents on the Directors shall not be taken to be limited by any clause conferring any special or expressed power.

103. The Directors shall have power to appoint a proctor or proctors, solicitor or solicitors, attorney or attorneys to assist in carrying on or protecting the business of the Company, on such terms as they may consider proper, and from time to time to revoke such appointment.

104. The Directors shall have power to open from time to time on behalf of the Company any account or accounts with such bank or banks as they may select or appoint, and also by such signatures as they may appoint to draw, accept, make, endorse, sign, and execute cheques, bills of exchange, and promissory notes, bills of lading, receipts, contracts, and agreements, bonds, mortgages, proxies to any proctor or proctors, and other documents on behalf of and to further the interests of the Company.

105. The seal of the Company shall not be affixed to any instrument except in the presence of two or more of the Directors, or of one Director and the Secretary or Secretaries, who shall attest the sealing thereof; such attestation on the part of the Secretaries, in the event of a firm being the Secretaries, being signified by a partner of the said firm signing for and on behalf of the said firm as such Secretaries.

106. It shall be lawful for the Directors, if authorized so to do by the Shareholders in General Meeting, to arrange terms for the amalgamation of the Company with any other company or companies, or individual or individuals, or for the sale or disposal of the business, estates, and effects of the Company, or any part or parts, share or shares thereof, respectively, to any company or companies, or person or persons, upon such terms and in such manner as the Directors shall think fit; and the Directors shall have power to do all such things as may be necessary for carrying such amalgamation, sale, or other disposition into effect so far as a resolution or special resolution of the Company is not by law necessary for such purpose; and in case any terms so arranged by the Directors include or make necessary the dissolution of the Company, the Company shall be dissolved to that end.

107. In furtherance and not in limitation of, and without prejudice to, the general powers conferred or implied in the last preceding clause, and of the other powers conferred by these presents, it is hereby expressly declared that the Directors shall have the powers following (that is to say) :—

- (a) To institute, conduct, defend, compromise, settle, or abandon any action, suit, prosecution, or other legal proceedings on behalf of the Company, and also to compound and allow time for payment or satisfaction of any debts due to or from the Company, and any claims or demands made by or against the Company.
- (b) To refer any claims or demands by or against the Company to arbitration, and observe and perform or enforce the award.
- (c) To make and give receipts, releases, and other discharges for money payable to the Company and for claims and demands by the Company.
- (d) To act on behalf of the Company in all matters relating to bankrupts and insolvents, with power to accept the office of trustee, assignee, liquidator, or inspector, or any similar office.
- (e) To invest any of the moneys of the Company which the Directors may consider not to be immediately required for the purposes thereof, upon such securities and in such manner as they may think fit, and so that they shall not be restricted to such securities as are permissible to trustees without special powers, and from time to time to vary or release such investments.
- (f) To delegate to any one or more of the Directors of the Company for the time being, or any other person or company for the time being, residing or carrying on business in Ceylon or elsewhere, all or any of the powers or functions given to or exercisable by the Directors; and to confer such powers for such time and to be exercised for such objects and purposes, and upon such terms and conditions and with such restrictions as the Directors may think expedient, and to confer such powers either collaterally with or to the exclusion of, and in the substitution for, all or any of the powers of the Directors in that behalf, and from time to time to revoke, withdraw, alter, or vary all or any of such powers. The Directors may allow to any person or company to whom any powers may be so delegated such remuneration as they in their absolute discretion shall think fit.

#### PROCEEDINGS OF DIRECTORS.

108. The Directors may meet for the despatch of business, adjourn, and otherwise regulate their meetings as they may think fit, and determine the quorum necessary for the transaction of business. Until otherwise determined, two Directors shall be a quorum.

109. A Director may at any time summon a meeting of Directors.

110. The Board may elect a Chairman of their meetings and determine the period for which he is to hold office, and all meetings of the Directors shall be presided over by the Chairman, if one has been elected and if present, but if there be a vacancy in the office of Chairman, or if at any meeting of Directors the Chairman be not present at the time appointed for holding the same, then and in that case the Directors present shall choose one of their number to be Chairman of such meeting.

111. Any question which shall arise at any meeting of the Directors shall be decided by a majority of votes, and in case of an equality of votes the Chairman thereat shall have a casting vote in addition to his vote as a Director.

112. The Board may delegate any of their powers to committees consisting of such member or members of their body as the Board think fit, and they may from time to time revoke and discharge any such committee, either wholly or in part, and either as to persons or purposes, but every committee so

formed shall, in exercise of the powers delegated to it, conform to all such regulations as may be prescribed by the Board. All acts done by any such committee, in conformity with such regulations and in the fulfilment of the purposes of their appointment, but not otherwise, shall have the like force and effect as if done by the Board.

113. The meetings and proceedings of such committees shall be governed by the provisions herein contained for regulating the meetings and proceedings of Directors, so far as the same are applicable thereto, and are not superseded by the express terms of the appointment of such committee respectively, or any regulation imposed by the Board.

114. The acts of the Board and of any committees appointed by the Board shall, notwithstanding any vacancy in the Board or Committee, or defect in the appointment or qualification of any Director or of any member of the committee, be as valid as if no such vacancy or defect had existed, and as if such person had been duly appointed or qualified, provided the same be done before the discovery of the vacancy or defect.

115. A resolution in writing signed by all the Directors shall be as valid and effectual as if it had been passed at a meeting of the Directors duly called and constituted.

116. The Directors shall cause minutes to be made in a book or books to be provided for the purpose—

- (1) Of all appointments of (a) officers and (b) committees made by the Directors.
- (2) Of the names of the Directors present at each meeting of the Directors.
- (3) Of the names of the members of the committee appointed by the Board present at each meeting of the committee.
- (4) Of all orders made by the Directors.
- (5) Of all resolutions and proceedings of all General Meetings of the Company.
- (6) Of all resolutions and proceedings of all meetings of the Directors.
- (7) Of all resolutions and proceedings of all meetings of committees appointed by the Board.

117. All such minutes shall be signed by the person who shall have presided as Chairman at the General Meeting, the Board Meeting, or Committee Meeting at which the business minuted shall have been transacted, or by the person who shall preside as Chairman at the next ensuing General Meeting, or Board Meeting, or Committee Meeting, as the case may be; and all minutes purporting to have been signed by any Chairman of any General Meeting, Board Meeting, or Committee Meeting, respectively, shall, for all purposes whatsoever, be *prima facie* evidence of the actual and regular passing of the resolutions, and the actual and regular transaction or occurrence of the proceedings and other matters purporting to be so recorded, and of the regularity of the meeting at which the same shall appear to have taken place, and of the Chairmanship and signature of the person appearing to have signed as Chairman, and of the date on which such meeting was held.

#### ACCOUNTS.

118. The Agent or Secretary or the Agents or Secretaries for the time being, or, if there be no Agent or Secretary or Agents or Secretaries, the Directors shall cause true accounts to be kept of the paid-up capital for the time being of the Company, and of all sums of money received and expended by the Company, and of the matters in respect of which such sums were received and expended, and of the assets, credits, and liabilities of the Company, and generally of all its commercial, financial, and other affairs, transactions, and engagements, and of all other matters necessary for showing the true financial state and condition of the Company. The accounts shall be kept in such books and in such a manner at the registered office of the Company as the Directors think fit.

119. The Directors shall from time to time determine whether, and to what extent, and at what times and places, and under what conditions or regulations the accounts and books of the Company or of any of them shall be open to the inspection of the Shareholder, and no Shareholders shall have any right of inspecting any account or book or document of the Company, except as conferred by statute or authorized by the Directors or by a resolution of the Company in General Meeting.

120. At the Ordinary General Meeting in every year the Directors shall lay before the Company a statement of the income and expenditure of the Company for the previous financial year and a balance sheet containing a summary of the property and liabilities of the Company made up to the end of the same period.

121. The statement so made shall show, arranged under the most convenient heads, the amount of gross income, distinguishing the several sources from which it has been derived and the amount of gross expenditure, distinguishing the expense of the establishment, salaries, and other heads of expenditure. Every item of expenditure fairly chargeable against the year's income shall be brought into account, so that a just balance of profit and loss may be laid before the meeting, and in case where any item of expenditure which may in fairness be distributed over several years has been incurred in any one year the whole amount of such item shall be stated, with the addition of the reasons why only a portion of such expenditure is charged against the income of the year.

122. The balance sheet shall contain a summary of the property and liabilities of the Company, arranged under the heads appearing in the form annexed to the table referred to in Schedule C to "The Joint Stock Companies' Ordinance, 1861," or as near thereto as circumstances admit.

123. Every such statement shall be accompanied by a report as to the state and condition of the Company, and as to the amount which the Directors recommend should be paid out of the profits by way of dividend or bonus to the Shareholders, and the statement, report, and balance sheet shall be signed by the Directors.



124. A printed copy of such balance sheet, shall, at least seven days previous to such meeting, be delivered at or posted to the registered address of every Shareholder.

125. The accounts of the Company shall from time to time be examined, and the correctness of the balance sheet ascertained, by one or more Auditor or Auditors.

#### AUDIT.

126. No person shall be eligible as an Auditor who is interested otherwise than as a Shareholder in any transaction of the Company, but it shall not be a necessary qualification for an Auditor that he be a Shareholder of the Company, and no Director or officer of the Company shall, during his continuance in office, be eligible as an Auditor.

127. The Directors shall appoint the first Auditor of the Company and fix his remuneration. He shall hold office till the second General Meeting of the Company. All subsequent appointments shall, except as is hereinafter mentioned, be made at the first Ordinary General Meeting of the Company in each year by the Shareholders present thereat, and the Auditor or Auditors appointed at such Meeting shall hold office only until the first Ordinary General Meeting after his or their appointments, or until otherwise ordered by a General Meeting.

128. The remuneration of the Auditors other than the first shall be fixed by the Company in General Meeting, and this remuneration may from time to time be varied by a General Meeting.

129. Retiring Auditors shall be eligible for re-election.

130. If any vacancy that may occur in the office of Auditor is not supplied at the next Ordinary General Meeting, or if any casual vacancy shall occur in the office of Auditor, the Directors shall fill up the vacancy by the appointment of a person who shall hold office until the next Ordinary General Meeting after his appointment.

131. Every auditor shall be supplied with a copy of the balance sheet intended to be laid before the next Ordinary General Meeting after his appointment, and it shall be his duty to examine the same with the accounts and vouchers relating thereto and to report thereon to the meeting, generally or specially, as he may think fit.

132. The Auditor or Auditors for the time being shall have a list delivered to him or them of all books kept by the Company, and he or they shall at all reasonable hours in the daytime have access to all accounts, books, and documents whatsoever of the Company for the purpose of audit.

#### DIVIDENDS, BONUS, AND RESERVE FUND.

133. The Directors may, with the sanction of the Company in General Meeting, from time to time declare a dividend to be paid, and (or) pay a bonus to the Shareholders in proportion to their shares, but no dividend shall be payable except out of nett profits.

134. The Directors may, if they think fit, determine on and declare an interim dividend to be paid or pay a bonus to the Shareholders on account and in anticipation of the dividend for the then current year.

135. The Directors may, before recommending any dividend or bonus, set aside out of the profits of the Company such a sum as they think proper as a reserve fund, and shall invest the same in such securities as they may with the sanction of the Company select, or shall place the same in fixed deposit in any bank or banks.

136. The Directors may from time to time apply such portion as they think fit of the reserve fund to meet contingencies or for equalizing dividends, or for working the business of the Company, or for repairing or maintaining or extending the buildings and premises of the Company, or for the repair or renewal or extension of the property or plant of the Company or any part thereof, or for any other purposes connected with the interest of the Company that they may from time to time deem expedient.

137. No unpaid dividend or bonus shall ever bear interest against the Company.

138. No Shareholder shall be entitled to receive payment of any dividend or bonus in respect of his share or shares whilst any moneys may be due or owing from him (whether alone or jointly with any other person) to the Company in respect of such share or shares, or otherwise howsoever.

139. The Directors may deduct from the dividend or bonus payable to any Shareholder all such sums of money as may be due from him (whether alone or jointly with any other person) to the Company and notwithstanding the fact that such sums or any of them are not payable until after the date when such dividend or bonus is payable.

140. Notice of any dividend that has been declared, or of any bonus to be paid, shall be given to each Shareholder entitled thereto, and any dividend or bonus unclaimed by any Shareholder for three years after notice thereof is given may be forfeited by the Directors for the benefit of the Company, and, if the Directors think fit, may be applied in augmentation of the reserve fund.

141. Every dividend or bonus payable in respect of any share held by a firm may be paid to, and an effectual receipt given by, any partner of such firm or agent duly authorized to sign the name of the firm,

142. Every dividend or bonus payable in respect of any share held by several persons jointly other than a firm may be paid to, and an effectual receipt given by, any one of such persons.

#### NOTICES.

143. Notices from the Company may be authenticated by the signature (printed or written) of the Agent or Secretary, Agents or Secretaries, or persons appointed by the Board to authenticate the same.

144. Every Shareholder shall give an address in Ceylon, which shall be deemed to be his place of abode, and shall be registered as such in the books of the Company.

145. A notice may be served by the Company upon any Shareholder, either personally or by being sent through the post in a prepaid letter addressed to such Shareholder at his registered address or place of abode, and any notice so served shall be deemed to be well served, notwithstanding that the Shareholder to whom such notice is addressed be dead, unless his executors or administrators shall have given to the Directors, or to the Agent or Secretary or Agents or Secretaries of the Company, their own or some other address to which notices may be sent.

146. All notices directed to be given to Shareholders shall, with respect to any share to which persons are jointly entitled other than a firm, be given to whichever of such persons is named first in the Register of Shareholders, and notice so given shall be sufficient notice to all the holders of such shares.

147. Any notice if served by post shall be deemed to have been served on the day on which the letter containing the same would in ordinary course of post have been delivered at its address, and in proving such service it shall be sufficient to prove that the letter containing the notice was properly addressed and put into a post office or post box, and the entry in the Company's books of the leaving or sending by post of any notice at or to such address shall be sufficient evidence thereof, and no further evidence shall be necessary.

148. Every Shareholder residing out of Ceylon shall name and register in the books of the Company an address within Ceylon at which all notices shall be served upon him, and all notices served at such address shall be deemed to be well served. If he shall not have named and registered such an address he shall not be entitled to any notices.

All notices required to be given by advertisement shall be published in the *Ceylon Government Gazette*.

#### ARBITRATION.

149. Whenever any question or other matter whatsoever arises in dispute between the Company and any other company or person, the same may be referred by the Directors to arbitration.

#### EVIDENCE.

150. On the trial or hearing of any action or suit brought or instituted by the Company against any Shareholder or his representatives to recover any debt or money claimed to be due to the Company in respect of his shares, it shall be sufficient to prove that the name of the defendant is or was when the claim arose on the Register of Shareholders of the Company as a holder of the number of shares in respect of which such claim is made, and that the amount claimed is not entered as paid in the books of the Company; and it shall not be necessary to prove the registration of the Company, nor the appointment of the Directors who made any call, nor that a quorum of Directors was present at the Board at which any call was made, nor that the meeting at which any call was made was duly convened or constituted, nor any other matter whatsoever, but the proof aforesaid shall be conclusive evidence of the debt.

#### PROVISION RELATIVE TO WINDING UP OR DISSOLUTION OF THE COMPANY.

151. Any Shareholder, whether a Director or not, and whether alone or jointly with any other Shareholder or Director, and any person not a Shareholder, may become the purchaser of the property of the Company or any part thereof in the event of a winding up or a dissolution, or at any other time when a sale of the Company's property or effects or any part thereof shall be made by the Directors under the powers hereby or under the Ordinance conferred upon them.

In witness whereof the subscribers to the Memorandum of Association have hereto set and subscribed their names at Colombo, this 23rd day of October, 1905.

FRED. WM. BOIS of Colombo.

GILES F. WALKER of Colombo.

REGINALD JOHN of Colombo.

D. R. MARSHALL of Colombo.

H. G. BOIS of Colombo.

JOHN LAIDLAW of Colombo.

V. A. JULIUS of Colombo.

Witness to the above signatures :

H. CREASY,  
Proctor of the Supreme Court  
of the Island of Ceylon.

**The Panagula Rubber Company, Limited.**

NOTICE is hereby given that the Second Ordinary General Meeting of the Panagula Rubber Company, Limited, will be held at Hatton House, Hatton, on Monday, 6th November, 1905, at 12.30 P.M.

*Business.*

To receive the report of the Directors and accounts for the season 1904 to 1905.

To elect a Director.

To appoint an Auditor.

To confirm the purchase of Eheliyagoda land.

To transact any other business that may be duly brought before the meeting.

The transfer books of the Company will be closed from 6th to 20th November, 1905.

By order of the Directors,

F. LIESCHING,

Hatton, October 13, 1905.

Secretary.

**Adris Mendis & Co., Colombo and Kosgoda, Limited.**

NOTICE is hereby given that the Ordinary General Meeting of the above Company will be held at 1 P.M. on Saturday, November 4, 1905, at the registered office of the Company, Polwatta Bungalow, Kosgoda.

*Business.*

1. To receive the report of the Directors and accounts of the Company up to 15th June, 1905.
2. To elect Directors for the current year.
3. To transact any other business that may be brought before the meeting.

By order of the Directors,

A. M. ABEYAGOONERATNE,

Secretary.

Polwatta Bungalow,  
October 26, 1905.

I, JAMES STANLEY OBEYESEKERE, B.A. and Barrister-at-Law, Inner Temple (of Summer Hill, Mutwal, Colombo), do hereby give notice that, six weeks hence, I shall apply to the Chief Justice and other Justices of the Hon. the Supreme Court to be admitted and enrolled an Advocate of the said court.

J. S. OBEYESEKERE.

Batadolla,  
Veyanogda, October 21, 1905.

**Notice under section 8 of Ordinance No. 2 of 1877.**

I, M. A. MOHAMADO CASIM LEBBE MARIKAR, of Akurana, in the Uda Gampaha of Harispattuwa, in the Kandy District, do hereby give notice, in terms of section 8 of Ordinance No. 2 of 1877, that I intend, three months hence, to apply to His Excellency the Governor to be admitted and enrolled a Notary Public to practise in the Tamil language at Akurana, and throughout the division of Harispattuwa.

M. A. MOHAMADO CASIM LEBBE MARIKAR.

Akurana, October 21, 1905.

**Notice under Section 8 of Ordinance No. 2 of 1877.**

I, M. L. SAHUL HAMEEDOO LEBBE CATIBOO, of Akurana in the Uda Gampaha of Harispattuwa, in the Kandy District, do hereby give notice, in terms of section 8 of Ordinance No. 2 of 1877, that I intend, three months hence, to apply to His Excellency the Governor to be admitted and enrolled a Notary Public to practise in the Tamil language at Akurana, and throughout the division of Harispattuwa.

M. L. S. SAHUL HAMEEDO LEBBE CATIBOO,

Akurana, October 25, 1905.

**Notice under Section 8 of Ordinance No. 2 of 1877.**

I, M. L. HABEBOO MOHAMADO LEBBE ALIM SAIBO, of Akurana in the Uda Gampaha of Harispattuwa, in the Kandy District, do hereby give notice, in terms of section 8 of Ordinance No. 2 of 1877, that I intend, three months hence, to apply to His Excellency the Governor to be admitted and enrolled a Notary Public to practise in the Tamil language at Akurana, and throughout the division of Harispattuwa.

M. L. HABEBOO MOHAMADO LEBBE ALIM SAIBO.

Akurana, October 17, 1905.

IN terms of section 8 of Ordinance No. 2 of 1877, I, Appacutty Kantaiya of Sarasalai, Jaffna, do hereby give notice that it is my intention to apply, three months hence, to His Excellency the Governor for admission as Notary Public to practise in the District of Jaffna in the Tamil language.

A. KANTAIYA.

Sarasalai,  
Jaffna, June 24, 1904.

I, MODERAGE BASTIAN WAAS of Moratuwa, do hereby give notice, in terms of section 8 of Ordinance No. 2 of 1877, that I intend, three months hence, to apply to His Excellency the Governor of Ceylon to be admitted and enrolled a Notary Public to practise in Sinhalese in the District of Chilaw.

M. B. WAAS.

Moratuwa, August 10, 1905.

**Auction Sale at Kandy.**

ON authority from court, and under instructions from the administrator of the estate of the late P. M. Marthali Perera in Testamentary Case, Kandy, No. 2,331, I shall put up for sale by public auction on the spot all that land called Pallemillagasingekumbura with buildings and plantations thereon, situate at Deiyannawela, Kandy, in extent 2 roods and 27 perches.

ALFRED AMBROSE,  
Auctioneer and Land Agent.

Kandy, October 25, 1905.

## MUNICIPAL COUNCIL NOTICES.

## MUNICIPALITY OF COLOMBO.

## Minutes of Proceedings of a General Meeting of the Municipal Council of Colombo held at the Municipal Office on Friday, September 8, 1905.

THE Council met this day at 3 P.M., pursuant to notice dated September 2, 1905.

*Present* :—Mr. E. M. de C. Short, Chairman; Major A. W. de Wilton; Dr. C. W. van Geysel; Mr. F. C. Allen; Mr. P. D. Warren; the Hon. Mr. F. A. Cooper, C.M.G.; Mr. M. F. Khan; Sir Allan Perry; Mr. W. Shakspeare; Mr. Chas. Perera; Mr. C. P. Dias; Mr. H. A. Jayewardene; Dr. Solomon Fernando; Mr. M. L. M. Zainudeen; Dr. W. H. de Silva; and Mr. H. Tiruvilangam.

The Minutes of August 11, 1905, having been printed, and a copy thereof having been sent to each Member of the Council, were taken as read.

Resolved—That the Minutes of August 11, 1905, be confirmed.

1. Pursuant to notice, Mr. C. Perera asked—Whether there is now a time-table prepared showing the streets which are lighted and the hours during which they are kept lit?

The Chairman replied in the affirmative, and a copy of the time table was laid on the table.

2. Pursuant to notice, Mr. Chas. Perera asked—Whether the list of duties assigned to or performed by the Medical Officer of Health and Assistant Medical Officer of Health had been prepared?

The Chairman replied in the affirmative, and a copy of the list of duties of the Medical Officer of Health, approved by the Standing Committee on the Regulation of Markets and Sanitation, was laid on the table. A letter, No. 7 of September 7, 1905, from the Medical Officer of Health on the subject of the duties of the Assistant Medical Officer of Health, was also laid on the table.

3. Pursuant to notice, Mr. Chas. Perera asked—Whether the Special Committee appointed on June 9, 1905, “to report on the desirability of altering the present scale of conservancy rates with a view to giving relief to the ratepayers, if it can be done without loss of efficiency,” had sat, and when their report is likely to be made?

The Chairman replied that a meeting was called, and that further action awaits the completion of a statement which is being prepared from the accounts of the Conservancy Department from the year 1898; the Committee's report will probably be ready for the next monthly meeting of Council.

4. Pursuant to notice, the Chairman moved—That to mark the occasion of the opening of the Victoria Memorial, the Committee of the Eye Hospital be asked to accept the bust of our late Queen, to be placed in the Entrance Hall of that Institution.

Major A. W. de Wilton seconded.

Council divided on the motion as follows :—

*Ayes.*

1. Mr. H. Tiruvilangam.
2. Dr. W. H. de Silva.
3. Mr. M. L. M. Zainudeen.
4. Dr. Solomon Fernando.
5. Mr. H. A. Jayewardene.
6. Mr. C. P. Dias.
7. Mr. W. Shakspeare.
8. Sir Allan Perry.
9. The Hon. Mr. F. A. Cooper, C.M.G.
10. Mr. P. D. Warren.
11. Mr. F. C. Allen.
12. Dr. C. W. van Geysel.
13. Major A. W. de Wilton.
14. The Chairman.

*Noes.*

1. Mr. Chas. Perera

Ayes, 14; Noes, 1; Whereupon the motion was carried.

Mr. M. F. Khan arrived after the discussion of the above motion.

5. Pursuant to notice, Dr. W. H. de Silva moved—That steps be taken to purify the public water supply, and that a special Committee be appointed to consider this motion.

Mr. C. P. Dias seconded.

The Hon. Mr. F. A. Cooper, C.M.G., moved as an amendment—That this matter be deferred, pending further analyses by the City Analyst and further report from the Government Bacteriologist.

Dr. C. W. van Geysel seconded.

Dr. W. H. de Silva withdrew his motion, with the leave of Council, in favour of the amendment which was carried.

6. Pursuant to notice, Dr. W. H. de Silva moved—That this Council do build public bathing-places on sanitary grounds.

Dr. C. W. van Geysel seconded.

The Hon. Mr. F. A. Cooper, C.M.G., moved as an amendment—That this Council consider the desirability of making provision in the Budget for 1906, for improving the condition of public bathing-places.

Mr. F. C. Allen seconded.

Dr. W. H. de Silva withdrew his motion in favour of the amendment which was carried.

7. Pursuant to notice, Mr. Chas. Perera moved—That the Municipal Ordinance be amended, so as to exempt buildings used for charitable purposes from the incidence of the rates.

Mr. C. P. Dias seconded.

The Chairman moved as an amendment—That the matter be referred to the Special Committee appointed on August 11, 1905, to report on the Draft Ordinance to amend Ordinance No. 7 of 1887.

The Hon. Mr. F. A. Cooper, C.M.G., seconded.

Mr. Chas. Perera withdrew his motion in favour of the amendment which was carried.

8 to 12. The following extracts from Minutes of Standing Committee on Municipal Works of August 15, 1905, Standing Committee on Finance and Assessment of August 16, 1905, Standing Committee on the Regulation of Markets and Sanitation of August 18, 1905, Standing Committee on Law and General Subjects of September 1, 1905, Standing Committee on Finance and Assessment of September 2, 1905, were laid before the Council :—

*Extracts from Minutes of Standing Committee on Municipal Works of August 15, 1905.*

(2) Letter from Superintendent of Surveys, Western Province, No. 1,261 of June 23, 1905, re the erection of permanent boundary marks on the land acquired for the Victoria Bridge road and Municipal Engineer's estimate therefor amounting to Rs. 1,500.

It is recommended that the estimate be passed subject to the Municipal Engineer carrying out the work as economically as possible, with due regard to efficiency.

(4) Estimate for 76 new fish blocks for St. John's fish market to replace unserviceable blocks, Rs. 149 Recommended to Council. A necessary and urgent work.

(7) Estimate for two additional teakwood wall presses for Health Department, Rs. 400.

Recommended that the work be carried out, and that the Municipal Engineer be requested to use, if possible, more economical timber than Rangoon teak, in reduction of the estimate.

(10) Estimate No. 229 providing for expenditure necessary to carry out item No. 1 in estimate No. 229, Galle Face wall (Rs. 2,108), sanctioned on June 23, and not by an oversight then provided for, Rs. 5,044.

Recommended to Council.

(12) Estimate for purchase of rubber hose from Messrs. Shand, Mason & Co., London, for washing markets, Rs. 900.

Recommended that the hose be procured.

(17) Estimate for demolishing St. Joseph's bridge, which is reported to be in a decayed condition and to be no longer required, and for making up the roadway to full width, Rs. 1,225.

Recommended to Council.

(22) Estimate for drainage of Reservoir road and lane, Rs. 6,331.25.

Recommended that the work—which is planned in accordance with the Mansergh Drainage Scheme—be carried out.

(29) Papers re site for a Municipal school.

Recommend to Council that the site selected in Green street, Kotahena, be approved, and that steps be taken for its acquisition.

(36) Letter from the Hon. the Colonial Secretary, No. 110 of August 8, 1905, offering 25.92 perches of land from Koehchikade Mills for Rs. 9,586.67.

To be laid before the Council. The Works Committee does not recommend further action in regard to road widening for the present.

(37) Supplementary estimate to cover unforeseen expenditure in the foundations of the building for the Equifex disinfectant at the Suduwella Depot, Rs. 2,000.

It is recommended that the estimate be approved.

*Extracts from Minutes of Standing Committee on Finance and Assessment of August 16, 1905.*

(4) Estimate for 76 new fish blocks for St. John's fish market to replace unserviceable blocks, Rs. 419. Recommended to Council. A necessary and urgent work.

(7) Estimate for two additional teakwood wall presses for Health Department, Rs. 400.

The expenditure is recommended. The Committee notes that the recommendation of the Works Committee, in regard to the use of a cheaper timber than Rangoon teak, will probably result in a considerable saving on the estimate.

(10) Supplemental estimate No. 229, repairs to Galle Face wall, to enable the work on item 1 of the original estimate sanctioned on June 24, 1905, to be carried out, Rs. 5,044.

Recommended, provision not having been by an oversight made—when the original estimate was before the Committee—for the necessary funds to enable the sanctioned item to be carried out.

(12) Estimate for purchase of rubber hose from Messrs. Shand, Mason & Co., London, for washing markets, Rs. 900.

Recommended to Council.

(17) Estimate for demolishing St. Joseph's bridge, which is reported to be in a decayed condition and to be no longer required, and for making up the roadway to full width, Rs. 1,225.

Recommended to Council.

(18b) Estimate for drainage of reservoir road and lane, Rs. 6,331.25.

Recommended to Council.

(19) Papers re purchase of a Fire Escape. Cost including freight will be about £180.

Recommended to Council as an indispensable item of Fire Brigade equipment. Provision to be made in Supplemental Budget under the head Fire Brigade Equipment.

(19a) Estimate for iron crosses, including painting and numbering, &c., for Kanatta Cemetery, Rs. 200. Approved, provision to be made in the Supplemental Budget under the head Cemeteries "Contingencies."

(22a) Letter from Superintendent, Fire Brigade, No. 113 of August 7, 1905, stating the conditions under which he has to live in the station, and asking that an electric fan be fitted up in his room.

- Resolved—That a fan is necessary to render the Fire Brigade Station habitable as a residence, and that it be supplied as soon as an estimate from Messrs. Boustead Brothers has been obtained. Provision to be made in the Supplemental Budget under the head "Fittings to Station," vote No. 213.
- (23) Letter from Medical Officer of Health, No. 837 of June 21, 1905, *re* compensation to widow of David Appu, late disinfecting cooly, being three months' salary at Rs. 15 per mensem, Rs. 45.  
Approved.
- (24) Letter from Medical Officer of Health, No. 838 of June 21, 1905, *re* compensation to widow and three children of Kovil Pulle, late disinfecting cooly, being six months' salary at Rs. 15 per mensem, Rs. 90.  
Approved.
- (26) Letter from Medical Officer of Health, No. 1,608/c of July 17, 1905, asking for an additional double-bullock night soil cart for use in Division IV.  
Passed.
- (32) Papers *re* footway, Bonjean road, purchase of 57 perches of land from Mudaliyar Henry A. Perera for Rs. 83.92.  
Passed.
- (35) Letter from Superintendent of Survey, Western Province, No. 1,261 of June 23, 1905, *re* the erection of permanent boundary marks on the land acquired for the Victoria Bridge road and the Municipal Engineer's estimate therefor amounting to Rs. 1,500.  
The recommendation of the Works Committee on this item is endorsed.
- (36) Letter from Auditor-General, No. 87 of June 12, 1905, and papers *re* increase of salary to peons. Recommended to Council that no service on a salary of under Rs. 250 per annum shall count for pension.
- (38) Letter from Colonial Secretary, No. 100 of July 14, 1905, informing the transfer of Assistant Inspector of Waterworks, Mr. T. C. Harrison, to the permanent establishment, entitling him to Exchange Compensation.  
Approved.
- (43) Letter from the Municipal Magistrate, No. 174 of July 27, 1905, applying for the services of a temporary clerk at Rs. 20 and a cooly at Rs. 7.50 per mensem each, for a period of three months, for the destruction of useless records of 1902 and 1903.  
Recommended to Council.
- (44) Letter from the Municipal Magistrate, No. 176 of July 31, 1905, applying for two additional Process Servers in view of the large increase in the number of processes to be executed.  
It is recommended that one additional Server be employed on an initial salary of Rs. 12.50.
- (45) Application for the Municipal Engineer for funds to meet the cost of the following electric fans:—
- |                     |    |    |    |   |
|---------------------|----|----|----|---|
| Council Room        | .. | .. | .. | 1 |
| Municipal Court     | .. | .. | .. | 2 |
| Accountant's Room   | .. | .. | .. | 1 |
| Total Cost Rs. 679. |    |    |    |   |
- Approved, provision to be made in the Supplemental Budget.
- (45a) Memorandum from the Secretary *re* the necessity of an additional Registering Clerk at Rs. 250 per annum to cope with the increased work of the office, and also of a peon for the newly formed Revenue Department at Rs. 150.  
Recommended to Council.
- (49a) Papers *re* retirement of Visvasan, cooly, Dean's road market.  
It is recommended that the usual gratuity of Rs. 5 per month be allowed.
- (50) To strike off irrecoverable water-rate (Rs. 2) due on No. 80, Dean's road, for second quarter, 1905, the debtor having gone to India.  
May be struck off.
- (51) To strike off irrecoverable water-rate (Rs. 2) due on No. 172, Grandpass road, for second quarter, 1905, as the whereabouts of the man is not known.  
May be struck off.
- (52) To strike off irrecoverable water-rate (Rs. 10.79) for first quarter, 1905, supplied to one M. Peter Perera, whose whereabouts is not known.  
May be struck off.
- (52a) To strike off irrecoverable water-rate (Rs. 1.98) for second quarter, 1905, due on premises No. 97, 4th Cross street, as the whereabouts of the debtor is not known.  
May be struck off.
- (53) To strike off irrecoverable arrears of consolidated rate for fourth quarter, 1901, on premises No. 7, Captain's Garden, Rs. 4.76; No. 16, Forbes road, Rs. 6.60; Rs. 11.36.  
May be struck off.
- (55a) To strike off premises No. 18, Gomes lane, from Assessment Register, as it now bears No. 8, San Sebastian Hill.  
May be struck off.
- (61) Supplementary Estimate to cover unforeseen expenditure in the foundations of the building for the Equifex disinfector at the Suduwella depot, Rs. 2,000.  
Recommended to Council that the excess expenditure on foundations be approved.

*Extracts from Minutes of Standing Committee on the Regulation of Markets and Sanitation of August 18, 1905.*

- (10) Chairman's memorandum regarding the General Cemetery, Kanatta.  
Resolved—That the Council be asked to appoint a Special Committee to inquire into the present administration of the General Cemetery.
- (14) Letter from the Medical Officer of Health stating that the whole time of the market-keeper is taken up with the collection of market dues from vendors at Edinburgh and Kachcheri road Markets, and that the markets are not on this account kept in a proper sanitary condition.

The Committee recommends that a market rent collector be appointed on a salary of Rs. 20 per month, and that the Medical Officer of Health's suggestion of a small pay office in the market building be carried out.

*Extracts from Minutes of Standing Committee on Law and General Subjects of September 1, 1905.*

- (2) Papers *re* present rate paid for supply of electric power for fans, &c.  
Recommended to Council that the Company be asked to reduce the rate to 40 cents per unit, on the ground that the Municipal Council should be treated on the same terms as other Public Offices.
- (3) Letter from Municipal Engineer, No. 47/R of May 30, 1905, forwarding draft by-laws for the control of verandahs, sunshades, balconies, &c.  
Recommended that the lawyers be instructed to draft a provision giving effect to the resolution of the Law Committee dated July 13, 1904. to be embodied in the new draft amending Ordinance.
- (4) Application from certain Clerks for early closing the office.  
Recommended to Council that clause 4 of the new by-laws be amended by the substitution of the words " 4.30 " for " 5 " in regard to the hours of business.  
The Committee is prepared to support a departmental order by the Chairman to this effect, with the approval of Members, pending amendment of the by-laws.
- (5) Papers *re* illicit sale of poisons.  
The Committee is of opinion that all persons who deal in and expose for sale poisons should obtain a license, subject to a proviso that a license shall not be refused to any *bona fide* medical practitioner, unless proved to the satisfaction of the licensing authority to have been guilty of gross incompetence or carelessness in dealing with poison.  
The Committee suggests (Mr. C. Perera dissenting) that the licensing power be transferred from the Government Agent to the Medical Council.

*Extracts from Minutes of Standing Committee on Finance and Assessment of September 2, 1905.*

- (2) Supplementary estimate for repairs to bridges, culverts, drains, &c., Rs. 4,500.  
Recommended to Council.
- (4) Estimate for constructing a gravel road on the reservation leading out of the Kotte road near the toll bar, Rs. 893.75.  
Recommended to Council.
- (4a) Estimate for electric light and fan at the Central Fire Brigade Station, Rs. 795.  
Recommended to Council subject to the supply of current being provided at the ordinary Municipal rate.
- (6) Letter from Colonial Secretary, No. 114 of August 11, 1905, inquiring what is the total acreage of land to be acquired for both the sewer and the road improvements at Layard's Broadway, and Chairman's memorandum thereon.  
It is recommended that the whole cost of land for the proposed new road shall be charged to the road estimate.
- (7) Letter from the Superintendent of Fire Brigade, No. 131 of August 30, 1905, asking to be supplied with a bicycle, at an estimated cost of Rs. 200, instead of charging for jinricksha hire.  
Recommended to Council, cost not to exceed Rs. 250.
- Chairman moved—That Council do go into Committee to consider items No. 8 to 12 on the agenda.  
Dr. C. W. van Geyzel seconded.—Carried.

(Council in Committee.)

8. The Chairman moved—That item No. 2 of the recommendations of the Standing Committee on Municipal Works of August 15, 1905, be adopted.

Mr. P. D. Warren seconded.—Carried.

With reference to item No. 17 of the recommendations Mr. Chas. Perera moved—That tenders be called for for the work.

Mr. C. P. Dias seconded.—Carried.

The Chairman moved—That the recommendations of the Standing Committee on the remaining items be adopted.

Mr. C. P. Dias seconded.—Carried.

(At this point Mr. H. Tiruvilangam left.)

9. With reference to item No. 45a of the recommendations of the Standing Committee on Finance and Assessment of August 16, 1905, Mr. Chas. Perera moved—That the Chairman be authorized to employ the services of a competent person to inquire into and report upon cost of establishment of the Municipal Council, with a view to reduction of cost, the better apportioning of duties, and the adoption of more economical methods generally.

Mr. C. P. Dias seconded.

Council divided on the motion as follows:—

*Ayes.*

1. Mr. M. L. M. Zainudeen.
2. Dr. Solomon Fernando.
3. Mr. H. A. Jayewardene.
4. Mr. C. P. Dias.
5. Mr. Chas. Perera.

*Noes.*

1. Dr. W. H. de Silva.
2. Mr. W. Shakspeare.
3. Sir Allan Perry.
4. Mr. M. F. Khan.
5. The Hon. Mr. F. A. Cooper, C.M.G.
6. Mr. P. D. Warren.
7. Mr. F. C. Allen.
8. Dr. C. W. van Geyzel.
9. Major A. W. de Wilton.

The Chairman abstained from voting.

Ayes, 5; Noes, 9. Whereupon the motion was lost.

The Chairman moved the adoption of the recommendations.

Dr. C. W. van Geyzel seconded.—Carried. Mr. C. Perera dissenting on item 19.

10. With reference to item No. 10 of the recommendations of the Standing Committee on Markets and Sanitation of August 18, 1905, the Chairman moved—That a Special Committee consisting of the Chairman, Sir Allan Perry, and Chas. Perera be appointed to inquire into the present administration of the General Cemetery.

Mr. P. D. Warren seconded.—Carried.

The Chairman moved—That item No. 14 of the recommendations be adopted.

Mr. Chas. Perera seconded.—Carried.

11. The Chairman moved—That item No. 5 of the recommendations of the Standing Committee on Law and General Subjects of September 1, 1905, be deferred.

Mr. Chas. Perera seconded.—Carried.

With reference to resolution No. 7 of July 19, 1904, referred to in item No. 3 of the recommendations, the words "so fixed" after the word "frontage" in line 4, were with the leave of Council added.

The Chairman moved the adoption of the recommendations, excepting item No. 5.

Mr. Chas. Perera seconded.—Carried.

12. With reference to item No. 7 of the recommendations of the Standing Committee on Finance and Assessment of September 2, 1905, the Chairman moved—That the usual Government bicycle allowance be granted to the Superintendent of the Fire Brigade on the usual certificate.

The Hon. Mr. F. A. Cooper, C.M.G., seconded.—Carried.

The Chairman moved—That the remaining items be adopted.

Mr. Chas. Perera seconded.—Carried.

The Chairman moved—That Council do resume, and that the resolutions passed in Committee be adopted.

Mr. Chas. Perera seconded.—Carried.

By leave of Council item No. 14 on the agenda was next taken up.

14. The Chairman having expressed his regret at the resignation of the Hon. Mr. Giles F. Walker, owing to his appointment to a seat in the Legislative Council, and having congratulated the Council on the appointment of so efficient a successor in the person of Mr. W. Shakspeare—

The Council proceeded to ballot for the election of a Member of the Standing Committee on Finance and Assessment, in place of the Hon. Mr. Giles F. Walker, resigned.

The result of the ballot was declared by the Chairman to be unanimously in favour of Mr. W. Shakspeare, who was accordingly elected a Member of the Standing Committee on Finance and Assessment.

Mr. Chas. Perera moved—That the meeting be adjourned to Friday, September 15, 1905, at 3 P.M., for consideration of items 13 and 15 to 30 on the agenda.

Mr. C. P. Dias seconded.—Carried.

E. M. DE C. SHORT,  
Chairman, Municipal Council,  
and Mayor of Colombo.

Confirmed on October 13, 1905:

E. M. DE C. SHORT,  
Chairman, Municipal Council,  
and Mayor of Colombo.

#### Minutes of Proceedings of an Adjourned General Meeting of the Municipal Council of Colombo held at the Municipal Office on Friday, September 15, 1905.

THE Council met this day at 3 P.M., pursuant to adjournment.

*Present*:—Mr. E. M. de C. Short, Chairman; Dr. C. W. van Geyzel; Mr. F. C. Allen; Mr. M. F. Khan; Sir Allan Perry; Mr. W. Shakspeare; Mr. Chas. Perera; Mr. C. P. Dias; Mr. James Peiris; Mr. M. L. M. Zainudeen; and Mr. R. Davidson.

13. Supplemental Budget No. 1 for 1905 was laid before the Council, having been previously printed and circulated.

The Chairman moved—That Council do go into Committee.

Mr. Chas. Perera seconded.

(Council in Committee.)

It was resolved—That the words "Edinburgh and St. John's" be inserted between the words "washing" and "markets" in item 241 under IV. (Markets).

It was resolved—That the words "Fort" and "Pettah" be inserted after the word "supplemental" in item 60.

It was also resolved—That item 72/04 under XIX. be increased to Rs. 11'80.

The Chairman moved—That the following item be added to the Supplemental Budget:—

Supplemental vote to vote 70 "urgent repairs" for repairs to bridges, culverts, &c., Rs. 4,500.

Dr. C. W. van Geyzel seconded.—Carried.

The Chairman moved—That Council do resume, and that the Supplemental Budget No. 1 for 1905, as amended, be passed.

Mr. M. F. Khan seconded.—Carried. Mr. Chas. Perera dissenting on items 205 to 247 under XII. (Fire Brigade), and Messrs. Chas. Perera, C. P. Dias, and Dr. C. W. van Geyzel dissenting on item 223 under XIX. (Miscellaneous, Works Department).

15. Letter from Colonial Secretary, No. 65 of May 6, 1905, regarding the closing of Flagstaff street, was laid before the Council.



The Chairman moved—That the proposed arrangement with the Military authorities be agreed to, subject to satisfactory arrangements being made in regard to Municipal property now on the road, and further that a hope be expressed that the Military authorities will at some later date give such facilities to the opening up of a road from the Galle Face walk to the root of the breakwater as they may be in a position to afford.

Mr. R. Davidson seconded.—Carried.

16. Letter from Colonial Secretary, No. 121 of August 17, 1905, in connection with the proposed cattle quarantine station and mart, and connected correspondence as circulated were laid before the Council.

The Chairman moved—That the proposal of Government be agreed to and that the question of providing the necessary funds for this work be referred to the Standing Committee on Finance.

Mr. F. C. Allen seconded.—Carried.

17. Plans and estimates A (Rs. 40,000) and C (Rs. 5,773) for the new office and stores and depot-keeper's quarters at Suduwella, and Chairman's memoranda thereon, were laid before the Council, having been previously printed and circulated.

The Chairman moved—That the plans and estimates be approved, subject to tenders being called for works other than foundations, both in the manner suggested by the Municipal Engineer in his letter No. 61 R of August 10, 1905, and also for the whole work (less foundations) of each building, including the workshop referred to in item No. 5 of Municipal Council meeting of July 20, 1905.

Dr. C. W. van Geyzel seconded.—Carried.

18. Papers in connection with a permanent hospital for infectious diseases were laid before the Council.

Mr. James Peiris moved—That this Council is of opinion that it is desirable to build a permanent infectious diseases hospital, and that Government should be asked to make a contribution towards the cost of the buildings and of the upkeep, and, if possible, provide a site free of cost.

Mr. Chas. Perera seconded.—Carried.

19. Letter from Municipal Engineer, No. 549 of May 27, 1905, asking for a supplementary vote of Rs. 10,000 for scavenging the town, and Chairman's memorandum thereon, were laid before the Council, having been previously printed and circulated.

The Chairman moved—That a supplementary vote of Rs. 5,000 be sanctioned for this work up to the end of the year.

Mr. W. Shakspeare seconded.

Mr. James Peiris moved as an amendment—That a vote of Rs. 5,000 be passed, and that a Special Committee be appointed to inquire into the working of the present system of scavenging and to make further recommendations with a view to future action by Council.

Mr. Chas. Perera seconded.

Mr. F. C. Allen moved as a further amendment—That a vote of Rs. 5,000 be allowed, and that at the end of November the Municipal Engineer be called upon for a report on the working of the present system and to lay before a Committee, to be appointed for the purpose, a scheme for the future scavenging of the town.

Sir Allan Perry seconded.

Council divided on the further amendment as follows:—

*Ayes.*

1. Mr. R. Davidson.
2. Mr. W. Shakspeare.
3. Sir Allan Perry.
4. Mr. M. F. Khan.
5. Mr. F. C. Allen.
6. The Chairman.

*Noes.*

1. Mr. M. L. M. Zainudeen.
2. Mr. James Peiris.
3. Mr. C. P. Dias.
4. Mr. Chas. Perera.
5. Dr. C. W. van Geyzel.

Ayes, 6; Noes, 5. Whereupon the further amendment was carried.

20. Auditor-General's further remark on query No. 121 on the Revenue Accounts for March, 1904, requiring the authority of Council for the rebate granted to the Lockgate toll renter from February 1 to 7, 1904, during closure of the Lockgate for repairs, was laid before the Council.

The Chairman moved—That the rebate granted to the Lockgate toll renter be authorized.

Mr. Chas. Perera seconded.—Carried.

21. To strike off irrecoverable water-rate dues on warrants outstanding since 1900 amounting to Rs. 142-73, *vide* Auditor-General's remark No. 552 on Revenue Accounts for December, 1904.

The Chairman moved—That the amount be struck off.

Dr. C. W. van Geyzel seconded.—Carried.

22. Letter from Medical Officer of Health, No. 1,132 of August 7, 1905, forwarding list of insanitary cesspits to be closed, the parties concerned having failed to show adequate cause to the contrary, was laid before the Council.

The Chairman moved—That the recommendations of the Medical Officer of Health be approved.

Dr. C. W. van Geyzel seconded.—Carried.

23. Excess of leave over thirty days granted to Municipal midwife, Mary Muruger, from August 4 to 21, 1905, on half pay.

24. Excess of leave over thirty days granted to J. E. Solomon, Clerk, Accountant's Department, from August 11 to September 7, 1905.

23 and 24. The Chairman moved—That the leave granted by the Chairman be confirmed.

Dr. C. W. van Geyzel seconded.—Carried.

25. To cancel sale of premises Nos. 12A, 21, 43/44, 74A, and 75A Piachaud's lane; 79, 243, 255, and 255A, Dematagoda; 86B, 86, 86A, and 86A<sup>1</sup>, Temple road; 233 and 249, Nagalagam street; 8 and 9, Hunupitiya, 255, Madampitiya; 8-9, Muhandiram's lane (San Sebastian); 1c/6, New Fishers' quarters; 48-49, Tanque Salgado; 1, Mosque lane (Kollupitiya); 27, Ferry street; 65, Grandpass road; 22, Barber street; 9, Churchyard lane; 20D, Cemetery street; 14C, Maligakanda; 83, New Chetty street; 31, Butcher street; 53, Dam street; 52, Hill street; 20A, Drieberg's lane; 18A, Mutwal street; 166, St. Joseph's street; 14 and 19,

Mosque lane (St. Paul's); 70, 70B, 70c, 198, 73, 75, 74, 234, 171A, 237A, and 90, Dematagoda; 52, 53, and 54B, Maligawatta; 1 and 2, Vincent street; 4A and 5c, Muhandiram's lane (San Sebastian); 26 and 27, Mosque lane (Kollupitiya); 69c and 77F, Piachaud's lane; 10A and 11, Vauxhall street; 34, Gintupitiya street; 59, Ferry street; 45A, Temple road (Maradana); 1A, Avondale road; 2, Albert road; 1, Carmel road; 14, Wall street; 2, Nelson's lane; 53, Galkapanawatta; 9, Station passage; 67/52, New Fishers' quarters; 70, 3rd Division Maradana; and 65A, Vuistwyke.

The Chairman moved—That he be authorized to cancel the sales.

Dr. C. W. van Geysel seconded.—Carried.

26. Report of the Resident Engineer of the Colombo Drainage Works for the month of July, 1905, was laid on the table, having been previously printed and circulated.

27. City Analyst's report for August, 1905, was laid on the table, having been previously printed and circulated.

28. Auditor-General's remarks for January, 1905, were laid on the table.

29. Statement of Receipts and Disbursements from January 1 to August 31, 1905, and Progress Report of Work done for August, 1905, were laid on the table.

30. Reports of Inspectors on licensed carriages and on shops used for the sale of kerosine, poisons, and gunpowder were laid on the table.

The following documents were also laid on the table :—

Return of the Committees of Municipal Council of 1905.

Proceedings of Committees.

Volunteer Band Programme for September, 1905.

Return of Average Daily Supply and Consumption of Water for July, 1905.

The Municipal Engineer's Report for August, 1905, on the condition of Tramway routes.

Electrical Advise's Report on Tram Cars for August, 1905.

E. M. DE C. SHORT,  
Chairman, Municipal Council,  
and Mayor of Colombo

Confirmed on October 13, 1905 :

E. M. DE C. SHORT,  
Chairman, Municipal Council,  
and Mayor of Colombo.

Statement of Receipts and Disbursements on account of the Municipal Fund from  
January 1 to September 30, 1905.

REVENUE.	Estimated Revenue for 1905.		Receipts to Sept. 30, 1905.		EXPENDITURE.	Estimated Expenditure for 1905.		Disbursements to Sept. 30, 1905.	
	Rs.	c.	Rs.	c.		Rs.	c.	Rs.	c.
1 Commutation under Road Ordinance ...	100,000	0	107,428	75	I.—ESTABLISHMENTS.				
2 Tax on vehicles and animals (under section 128 of Ord. No. 7 of 1887) ...	35,000	0	43,413	75	(i.) <i>Salaries.</i>				
2a Do. costs ...	100	0	127	48	1 Salaries, fixed ...	128,994	31	90,451	28
3 Dog tax ...	5,000	0	4,859	78	2 Pensions ...	16,071	95	11,290	54
<i>Licenses.</i>					3 Audit of accounts ...	4,105	81	3,743	74
4 Carriages and jinrickshas for hire ...	14,000	0	12,687	25	(ii.) <i>Contingencies.</i>				
5 Passenger huckeries for hire ...	500	0	448	40	4 Office contingencies ...	622	5	463	64
6 Cart, coach, and tram cars ...	6,000	0	6,560	70	5 Allowances ...	14,165	0	9,353	0
7 Boat ...	70	0	62	70	6 Stationery ...	4,250	0	3,296	73
8 Boat—issued by Master Attendant ...	4,500	0	—	—	7 Furniture ...	550	0	300	65
9 Gun—issued by Government Agent ...	1,000	0	—	—	8 Inspectors' uniform, &c., including boot allowance ...	1,702	0	1,381	40
10 To sell intoxicating liquors—issued by Government Agent ...	17,000	0	—	—	II.—COMMUTATION UNDER ROAD ORDINANCE.				
11 Butchers ...	250	0	—	—	9 Commission, &c. ...	10,000	0	7,463	72
12 Coal depôts, tanneries, &c. ...	900	0	608	0	10 Refunds ...	250	0	76	85
13 To slaughter cattle, sheep, and pigs (special) ...	200	0	202	0	III.—LICENSES AND TAXES.				
14 To sell meat (special) ...	275	0	130	0	(i.) <i>Dog Tax.</i>				
15 To sell fish (special) ...	300	0	285	0	11 Commission, &c. ...	125	0	—	—
16 Opium ...	51,000	0	51,457	59	12 For capture and destruction of dogs ...	2,500	0	857	2
17 Petroleum ...	2,000	0	1,712	0	13 Dog collars ...	500	0	270	0
18 Guides ...	150	0	153	0	14 Refunds ...	15	0	—	—
19 Poison ...	185	0	199	50	(ii.) <i>Vehicles and Animals Tax.</i>				
20 Auctioneers and brokers ...	3,500	0	4,000	0	15 Commission, &c. ...	500	0	290	60
21 Stamp duty on advocates', proctors', and notaries' certificates and articles of clerkship ...	3,600	0	2,142	25	16 Tin plates ...	80	0	55	50
22 Stamp duty on licenses on arrack taverns (cross entry) less 5 per cent. ...	9,975	0	—	—	17 Refunds ...	100	0	9	25
<i>Judicial Fines.</i>					(iii.) <i>Carriage, Cart, Hackery, and Jinricksha Licenses.</i>				
23 By Municipal Magistrate ...	28,000	0	23,489	16	18 Tin plates ...	250	0	222	75
24 By Police Magistrate ...	100	0	45	50	19 Painting ...	100	0	—	—
<i>Tolls.</i>					20 Branding ...	120	0	7	61
— Victoria bridge, arrears 1904 ...	—	0	10,666	66	21 Badges ...	600	0	574	20
25 Victoria bridge, Grandpass ...	82,010	0	54,673	33	22 Fare tables ...	400	0	312	0
26 Bambalapitiya ...	51,953	0	30,305	95	IV.—MARKETS.				
27 Mutwal ferry ...	1,950	0	1,950	0	(i.) <i>Establishment, &amp;c.</i>				
28 Lock-gate ...	1,000	0	249	70	23 Edinburgh market, keeper's salary ...	389	31	281	25
<i>Markets.</i>					24 Edinburgh market, assistant market keeper at Rs. 15 per month ...	180	0	135	0
29 Edinburgh, fruit and vegetable ...	2,000	0	639	10	25 Edinburgh market, coolies' wages (+) ...	723	0	567	94
30 Price Park, fruit and vegetable ...	2,500	0	2,226	54	26 St. John's market, overseer's salary ...	120	0	90	0
31 Edinburgh, meat ...	5,000	0	4,212	50	27 St. John's market, cooly's wages ...	150	0	112	50
32 Edinburgh, meat—lighting charges paid by stall-holders ...	600	0	474	0	28 Kollupitiya market, cooly's wages ...	150	0	112	50
33 St. John's fish mart ...	732	0	549	0	29 Dean's road market, keeper's salary ...	496	25	371	25
34 St. John's boutique and fruit and vegetable market ...	1,200	0	877	50	30 Dean's road market, coolies' wages ...	660	0	495	0
35 St. John's fish market ...	4,560	0	3,420	0	31 Dean's road market lighting—recoverable from stall-holders (cross entry) ...	1,100	0	813	75
36 Dean's road market ...	14,000	0	11,852	41	32 Gintupitiya street market, cooly's wages ...	150	0	112	50
37 Dean's road market—lighting charges paid by stall-holders (cross entry) ...	1,100	0	805	0	33 Slave Island market, keeper's salary ...	480	0	340	65
38 Grandpass market ...	2,500	0	2,250	0	34 Slave Island market, cooly's wages ...	150	0	90	0
39 Kollupitiya market ...	900	0	762	0	35 Mohanmedan meat market, cooly's wages ...	150	0	112	50
40 Mohammedan meat market, Dhobies' pond ...	720	0	540	0	36 Bambalapitiya market, cooly's wages ...	150	0	102	50
41 Gintupitiya street market ...	2,000	0	1,775	0	37 Price Park market, cooly's wages ...	120	0	90	0

\* Not in Budget.

REVENUE.	Estimated Revenue for 1905.		Receipts to Sept. 30, 1905.		EXPENDITURE.	Estimated Expenditure for 1905.		Disbursements to Sept. 30, 1905.	
	Rs.	c.	Rs.	c.		Rs.	c.	Rs.	c.
42 Gintupitiya street market— lighting charges paid by stall-holders ...	200	0	158	0	38 Koliupitiya and Bambalapitiya markets, keeper's salary ...	275	0	206	0
43 Slave Island market ...	5,000	0	6,895	0	39 Fish blocks for markets ...	100	0	—	—
44 Bambalapitiya market ...	600	0	481	0	40 Cost of tools and equipment ...	150	0	81	92
— Market costs ...	—*	—	46	35	225 Removing old stalls in Edin- burgh market ...	80	0	80	6
<i>Slaughter Houses.</i>					226 Converting 10 dry fish stalls in Dean's road market into meat stalls ...	6,597	0	—	—
45 Dematagoda, slaughtering fees	16,000	0	12,810	95	239 New fish blocks, St. John's market ...	419	0	—	—
46 Do. feeding fees ...	17,500	0	15,001	55	241 Rubber hose for washing Edinburgh and St. John's markets ...	900	0	—	—
47 Do. sale of blood ...	225	0	225	0	242 Shed, St. John's fish market ...	344	0	37	25
48 Dematagoda, sale of manure	100	0	76	25	(ii.) <i>Upkeep and Repairs.</i>				
49 Do. cost of gas to stove	300	0	266	85	41 Repairs and painting Edin- burgh market ...	2,500	0	2,279	37
50 Madampitiya, slaughtering fees	3,000	0	2,595	6	V.—SLAUGHTER HOUSES.				
51 Madampitiya, feeding fees ...	3,000	0	2,506	69	(i.) <i>Establishment, &amp;c.</i>				
52 Madampitiya, rent of trees and grass ...	250	0	132	0	42 Dematagoda, superintendent's salary ...	1,000	0	749	97
53 Fees for inspection of frozen meat ...	600	0	980	41	43 Dematagoda, superintendent's jinricksha allowance ...	180	0	135	0
<i>Health Department.</i>					44 Dematagoda, salary of as- sistant and clerk ...	600	0	450	0
54 Recoveries from householders for conserving latrines ...	150,000	0	124,604	59	45 Dematagoda, allowance for house	180	0	135	0
55 Recoveries from householders for buckets sold ...	300	0	121	0	46 Dematagoda, coolies' wages	1,200	0	967	50
56 Recoveries from householders for disinfectants, &c. ...	750	0	572	9	47 Dematagoda, oil, carbolic acid, &c. ...	100	0	45	53
57 Recoveries from householders on account clearing cesspit privies ...	1,000	0	805	0	48 Madampitiya, salary of keeper	449	84	333	0
58 Lease of grass land at night- soil depot ...	3,672	0	2,142	0	49 Madampitiya, keeper's jinrick- sha allowance ...	180	0	135	0
<i>ASSESSMENT ACCOUNT.</i>					50 Madampitiya, coolies' wages...	240	0	180	0
<i>Consolidated Rates.</i>					51 Madampitiya, oil, carbolic acid, &c. ...	70	0	27	68
— Consolidated rate—arrears, 1897 ...	—*	—	3	5	(ii.) <i>Feeding Charges, &amp;c.</i>				
— Do. do. 1898 ...	—*	—	8	16	52 Dematagoda, feeding charges	3,800	0	3,041	66
— Do. do. 1899 ...	—*	—	20	54	53 Madampitiya, feeding charges	100	0	19	18
— Do. do. 1900 ...	—*	—	47	9	54 Tools, &c., for slaughter-houses	326	0	144	49
— Do. do. 1901 ...	—*	—	226	46	55 Removal of undigested food from slaughter-house, Demat- tagoda ...	30	0	—	—
59 Do. do. 1902 ...	500	0	548	83	177 For burying carcasses of cattle	50	0	15	0
60 Do. do. 1903 ...	5,000	0	929	61	VI.—MUNICIPAL BUILDINGS.				
61 Do. do. 1904 ...	90,000	0	76,708	82	(i.) <i>Upkeep and Repairs.</i>				
62 Consolidated rate, current, 1905 (including 4th quarter, 1904)	450,000	0	359,690	2	56 Repairs to—				
— Consolidated rate—1906 ...	—*	—	20,430	94	Town hall, cleaning and maintenance ...	1,750	0		
63 Consolidated rate, costs ...	12,000	0	11,854	15	Guides' shelter ...	90	0		
<i>Sale of Water.</i>					Gas testing room ...	104	0		
64 Sale of water ...	160,000	0	116,772	31	Store and workshop ...	435	0	800	39
65 Costs on sale of water ...	100	0	40	76	Municipal property No. 2, Hulftsdorp ...	120	0		
<i>MISCELLANEOUS.</i>					10 per cent. contingencies...	309	50		
66 Military contribution for light- ing Fort ...	1,701	54	1,276	38	Toll-houses No. 252 ...	600	0	8	26
67 City Analyst's fees ...	20	0	—	—	57 Markets—				
68 Fees for registering bonds ...	100	0	106	0	Slaughter-houses, repairs ...	350	0		
69 Trunk roads (cross entry) ...	30,000	0	30,000	0	Quarterly whitewashing ...	800	0	2,175	1
70 Tramway mileage ...	4,833	32	4,833	32	Removal of undigested food from Madampitiya	525	0		
71 Rent of grass lands and other property ...	6,000	0	3,110	12	10 per cent. contingencies	467	50		
72 Racquet court, fees ...	100	0	104	0	58 Latrines—				
73 Galle Race, grazing fees ...	600	0	389	24	Repairs ...	630	0		
74 Victoria park, grazing fees ...	400	0	168	0	Quarterly whitewashing ...	600	0		
75 Campbell's park, grazing fees	200	0	120	0	Monthly whitewashing ...	420	0	875	6
76 Price recreation ground, graz- ing fees ...	100	0	120	0	10 per cent. contingencies...	165	0		
77 Fees for testing and stamping weights and measures ...	200	0	244	78	VII.—ROADS, BRIDGES, AND CULVERTS.				
78 Fees from tennis court, Vic- toria park ...	40	0	24	25	(i.) <i>Establishment.</i>				
79 Interest ...	10,000	0	14,917	32	59 Salaries and allowances of overseers ...	11,650	0	7,452	50
80 Miscellaneous ...			3,365	53	(ii.) <i>Upkeep.</i>				
Sale of stores ...			—	—	60 General upkeep of roads ...	16,550	0	13,425	3
Mulct ...			1,064	30	61 Upkeep of metal roads upon sub-estimates ...	99,040	32	72,319	45
Town Hall fees ...			—	—					
Overplus at sales ...			—	—					
Sale of tender and speci- fication forms ...	6,000	0	—	—					
Sale of scavenging rubbish ...			10	0					
Deposits made by tenants ...			—	—					
Sale of timber ...			15	85					

\* Not in Budget.

REVENUE.	Estimated Revenue for 1905.		Receipts to Sept. 30, 1905.		EXPENDITURE.	Estimated Expenditure for 1905.		Disbursements to Sept. 30, 1905.	
	Rs.	¢.	Rs.	¢.		Rs.	¢.	Rs.	¢.
81 General cemeteries account...	5,000	0	3,573	0	62 Upkeep of gravel roads upon sub-estimates ...				
82 Rent of superintendent's quarters, bridge-of-boats ...	360	0	400	0	63 Upkeep of lanes upon sub-estimates ...	42,298	1	31,219	56
83 Rent of dynamite magazine...	50	0	50	0	64 Upkeep of footways upon sub-estimates ...				
84 Fees from the Hon. the Treasurer for testing kerosine oil ...	900	0	225	0	65 Trunk roads (cross entry) ...	43,992	0	32,053	15
85 Guides' badges account ...	10	0	9	0	66 Trunk roads ...				
86 Payment by Government Agent for clearing Crown lands in the Fort (cross entry) ...	275	0	—	—	67 Purchase and repairs of tools for roads ...	2,900	0	2,083	35
87 Advances of previous year adjusted ...	2,395	50	2,395	50	68 Do. for works ...	2,100	0	1,218	11
Fees for testing electric meters ...	—	—	22	50	69 Repairs to steam rollers ...	2,200	0	1,414	40
No. 176/04, advance account stores, &c. ...	—	—	3,428	17	70 Repairs to bridges, culverts, drains, &c. ...	9,500	0	6,452	8
					VIII.—DRAINS.				
					<i>New Works.</i>				
					227 Drainage, Piachaud's lane ...	5,652	25	308	31
					246 Drainage, reservoir road ...	6,331	25	—	—
					(i) <i>Upkeep and Repairs.</i>				
					71 Conservancy of sewers and drains ...	3,500	0	3,465	39
					176 Alterations and repairs to York street sewer ...	2,337	0	1,700	15
					IX.—LAKE AND CANALS.				
					<i>New Works.</i>				
					72 Pumping plant for lake ...	25,000	0	—	—
					(i.) <i>Upkeep.</i>				
					73 Conservancy of lake ...	4,500	0	3,147	85
					74 Sluices and lock ...	430	0	77	12
					75 Upkeep of walls ...	1,000	0	129	40
					76 Dredging St. Sebastian canal ...	4,500	0	2,468	62
					77 Do. lake ...	12,000	0	7,852	7
					X.—PARKS.				
					(i.) <i>Upkeep.</i>				
					78 Upkeep of Victoria park ...	6,467	38	4,883	42
					79 Do. Racquet court ...	1,272	0	679	17
					80 Do. Jubilee fountain... ..	120	0	49	63
					81 Do. Gordon gardens... ..	1,386	0	667	59
					82 Do. Galle Face esplanade ...	516	0	262	57
					83 Do. Campbell's park ...	1,991	0	1,390	35
					84 Do. Price recreation ground ...	739	0	413	13
					85 Do. Havelock town park ...	1,355	0	831	76
					237 Extension of Havelock Town Park ...	2,637	0	—	—
					XI.—CEMETERIES.				
					(i.) <i>Establishment, &amp;c.</i>				
					86 General cemetery, Kanatta, salary of keeper ...	800	0	599	94
					87 House allowance of keeper ...	360	0	270	0
					88 General cemetery, Kanatta, salary of sexton ...	600	0	450	0
					89 General cemetery, Kanatta, wages of eight coolies ...	1,125	0	840	0
					90 General cemetery, Madampitiya, salary of keeper ...	600	0	450	0
					91 General cemetery, Madampitiya, wages of two coolies ...	300	0	213	75
					92 Contingencies ...	800	0	141	15
					(ii.) <i>Works.</i>				
					93 Buildings : upkeep ...	552	0	—	—
					94 Grounds : weeding, &c. ...	86	0	60	45
					XII.—FIRE BRIGADE.				
					<i>Upkeep and Repairs.</i>				
					205 Salaries, wages, &c. ...	7,150	0	4,977	99
					206 Uniforms ...	1,300	0	545	20
					207 Appliances ...	3,000	0	—	—
					208 Stores ...	1,000	0	574	81
					209 Horses ...	1,200	0	300	0
					210 Telephone ...	400	0	—	—
					211 Emergency expenses ...	1,000	0	112	39
					213 Fittings to station ...	930	0	705	55
					247 Fire escape ...	2,810	0	—	—
					95 Buildings ...	500	0	11	10
					96 Staff ...	1,596	0	1,033	83
					97 Materials ...	365	0	89	91
Carried forward ...	1,447,712	36	1,215,974	35					

\* Not in Budget.

REVENUE.	Estimated Revenue for 1905.		Receipts to Sept. 30, 1905.		EXPENDITURE.	Estimated Expenditure for 1905.		Disbursements to Sept. 30, 1905.	
	Rs.	c.	Rs.	c.		Rs.	c.	Rs.	c.
Brought forward ...	1,447,712	36	1,215,974	35					
					<b>XIII.—PUBLIC HEALTH DEPARTMENT.</b>				
					<i>(Conservancy Branch.)</i>				
					98 Salaries, wages, and allowances	13,901	65	9,873	36
					99 Conservancy of dry-earth closets	65,000	0	46,333	95
					100 Supply of coir dust	5,100	0	3,825	0
					101 Purchase of stationery, &c.	1,000	0	429	42
					102 Refunds	150	0	145	0
					103 Hire of bulls	46,500	0	32,862	17
					104 Construction and repairs of night soil carts	10,000	0	9,994	72
					105 Miscellaneous	2,000	0	1,137	49
					106 Rent of land, night soil depôt, Narahenpitiya	1,637	50	1,637	50
					107 Buildings	2,000	0	1,422	56
					108 Roads	3,900	0	529	47
					109 Septic tanks	499	0	7	63
					203 Troughs for portable cattle sheds, night soil depot	216	0	171	6
					212 Upkeep of cattle segregation camp, Kanatte	563	93	97	55
					215 Metalling Narahenpitiya road	2,800	0	2,536	50
					240 Wall presses, Health Department	400	0	—	—
					<b>XIV.—PUBLIC HEALTH DEPARTMENT.</b>				
					<i>(Sanitation Branch.)</i>				
					110 Maintenance and repair of camps	1,000	0	360	73
					111 Prevention of infectious diseases	6,000	0	4,498	16
					112 Expenses of disinfection	1,500	0	737	58
					113 Cost of disinfectants	2,000	0	1,221	87
					114 Repairs to ambulance carts	250	0	95	75
					115 Fees for supervision of laundries and dairies outside Municipal limits	1,500	0	902	50
					116 Fees for purposes of standardization of milk	1,500	0	746	95
					117 Fees for analytical work	6,000	0	4,500	0
					118 Purchase of samples for analysis	500	0	17	11
					119 Plague camp buildings	500	0	409	39
					175 Typewriter for Medical Department	350	0	350	0
					216 Salaries of midwives and cost of equipment	2,500	0	1,311	25
					234 Remuneration to Mudaliyars and Headmen for supervising Laundries and Dairies, arrears	2,000	0	1,389	33
					248 Compensation to widow of Davith Appoo, disinfecting cooly	45	0	45	0
					249 Compensation to widow and 3 children of Kovil Pulle, disinfecting cooly	90	0	90	0
					<b>XV.—SCAVENGING.</b>				
					120 Scavenging	80,000	0	51,809	16
					<b>XVI.—PRINTING DEPARTMENT.</b>				
					121 H. M. Richards, for supervision of Printing Department	500	0	375	2
					122 Salary of printers	4,099	41	3,036	92
					123 Advertisements	1,500	0	562	9
					124 Repairs and upkeep of machinery and for gas for Printing Department	383	0	98	50
					125 General upkeep, Printing Department	600	0	564	27
					126 Cooly for cleaning and oiling machinery, Printing Department	180	0	123	87
					127 Cost of platten machine	800	0	758	17
Carried forward ...	1,447,712	36	1,215,974	35					

REVENUE.	Estimated Receipts to		EXPENDITURE.	Estimated		Disburse-	
	Revenue for 1905.	Sept. 30, 1905.		Expendi- ture for 1905.	ments for Sept. 30, 1905.		
	Rs. c.	Rs. c.		Rs. c.	Rs. c.		Rs. c.
Brought forward ...	1,447,712 36	1,215,974 35					
<b>XVII.—ASSESSMENT ACCOUNT.</b>							
<i>Water.</i>							
128 Annuity for waterworks ...	130,000 0	65,000 0					
129 Refund of water-rate ...	200 0	38 62					
130 Extension of water service ...	15,000 0	1,165 90					
131 Shifting and repairs to stand- posts, &c. ...	1,000 0	538 29					
<i>Police.</i>							
132 Maintenance of police ...	60,000 0	30,000 0					
<i>Assessment.</i>							
133 Advertisements ...	2,000 0	513 40					
134 Commission to collectors ...	15,000 0	8,463 48					
135 House numbers and street boards ...	500 0	—					
136 Refund of consolidated rate ...	700 0	151 7					
137 Costs in legal proceedings ...	1,000 0	227 25					
138 Commission to assessor for assessing properties ...	1,500 0	209 48					
<i>Lighting.</i>							
139 Lighting public streets (gas)...	132,000 0	95,245 52					
140 Extension of lighting ...	5,000 0	82 0					
141 Arc lighting of Fort (30 lamps)	20,000 0	13,461 40					
142 Shifting of lamps, repairs to gas fittings, &c. ...	2,000 0	381 69					
143 Lighting Municipal buildings	9,072 0	5,963 57					
219 New lamps for Galle Face ...	3,679 25	—					
<b>XVIII.—MISCELLANEOUS ACCOUNT.</b>							
<i>Secretary's Department.</i>							
144 Library ...	500 0	184 57					
145 Contribution to Law Library	500 0	500 0					
146 Costs in legal proceedings ...	2,000 0	336 50					
147 Rent of site, Grandpass latrine	10 0	—					
148 Guides' coats ...	71 50	71 50					
149 Contribution to Volunteer band	4,500 0	2,250 0					
150 Refund of fines ...	450 0	398 50					
151 Refund of value of guides' badges	15 0	—					
152 Expenses of bookbinding ...	350 0	298 55					
153 Subscription to newspapers ...	100 0	91 50					
154 Cost of peons' belts ...	35 0	—					
155 Refund of rents, &c. ...	60 0	26 0					
156 Cost of grazing tickets ...	200 0	81 80					
157 Postage ...	500 0	150 0					
158 Subscription to telephone ex- change ...	125 0	125 0					
159 Fees for testing kerosine oil...	500 0	336 0					
160 Extra clerk, Commutation Department, at Rs. 20 per mensem for eight months...	160 0	74 84					
161 Miscellaneous ...	5,000 0	3,598 22					
162 Contribution to Government on account of electrical apparatus ...	100 0	—					
220 Land for Havelock Town Park extension ...	30,600 87	30,600 37					
201 Extra shelves, Assessment Department ...	23 0	27 69					
202 Table for testing measures ...	145 0	67 47					
221 Rebate on Welikada bridge toll ...	604 62	513 91					
<b>XIX.—MISCELLANEOUS.</b>							
<i>Works Department.</i>							
163 Watering streets, &c. ...	12,000 0	8,581 48					
164 Upkeep of carriage stands ...	150 0	67 19					
165 Surveys and tracings ...	2,002 0	1,582 80					
166 Painting garden seats at band- stand, Korteboam street ...	25 0	4 30					
167 Painting Church street en- closure and carriage stand ...	240 0	35 15					
168 Expenses on account stores ...	1,571 86	463 51					
169 Clearing Crown lands in the Fort (cross entry) ...	275 0	190 7					
170 Electric fans... ...	1,000 0	474 40					
171 Drawing materials ...	460 0	445 1					
178 File press for papers, Works Department ...	175 0	103 66					
Carried forward ...	1,447,712 36	1,215,974 35					

REVENUE.	Estimated Revenue for 1905.		Receipts to Sept. 30, 1905.		EXPENDITURE.	Estimated Expenditure for 1905.		Disbursements to Sept. 30, 1905.		
	Rs.	c.	Rs.	c.		Rs.	c.	Rs.	c.	
Brought forward	1,447,712	36	1,215,974	35						
					1904.					
					179	Converting night soil cart bodies into flushing carts (balance) ...	1,810	0	1,342	43
					204	New toll house, Urugodawatta	1,643	0	502	46
					222	Belling Remington Typewriter	450	0		
					223	Cost of survey of Skinner's road, on account of Tramway extension ...	8,000	0	759	53
					224	Additional electric fans and lights—Rs. 498, Rs. 181 ...	679	0	679	0
					228	Cost of manufacturing concrete sewer pipes ...	4,700	0		
					229	Rebuilding Galle Face wall	26,884	0	6,199	30
					230	Erection of 71 waterposts ...	19,525	0		
					245	Demolishing St. Joseph's bridge	1,225	0		
					250	Land for footway, Bonjean road	38	92	88	92
					XX.—VICTORIA BRIDGE ACCOUNT.					
					172	Contribution payable to Government ...	8,000	0		
					XXI.—SANITATION AND DRAINAGE.					
					173	For expenditure on sub-estimates under this head (cross entry) ...	9,975	0	1,887	95
					XXII.—INTEREST AND SINKING FUND ON LOAN OF 3 MILLIONS.					
					174	Interest and Sinking Fund on loan for 3 millions on account of drainage works	150,000	0		
					1902.	<i>Revotes.</i>				
					39	Water extension to Uplands...	2,214	0		
					237	Encroachment at Hedges Court	1,184	50		
					39	Extension of vegetable market, Kachcheri road ...	9,928	78	6,797	61
					40	Cost of improvements to Dean's road market ...	4,820	16	2,719	8
					230	Bathroom, slaughter-house, Dematagoda ...	33	91		
					281	Repair to woodwork, slaughter-house, Dematagoda ...	5	2		
					264	Raising cooly lines, slaughter-house, Madampitiya ...	599	75	598	55
					276	Road to undigested foodpit, Dematagoda slaughter-house	95	0	94	6
					280	Removing undigested food from Madampitiya slaughter-house	658	84	27	49
					216	Improvement of Railway road	12,220	2	11,090	56
					278	Footway at entrance at Sea beach road ...	480	0	56	90
					247	Drainage, Kynsey road ...	1,985	53	134	96
					248	Do. Regent street ...	4,934	79	4,280	41
					292	Boundary fence along Campbell Park ...	36	0		
					249	Side verandahs, cooly lines, Madampitiya cemetery ...	26	46		
					273	Repairs to cemetery-keeper's quarters, Madampitiya ...	163	98	115	45
					303	Bath and tool room, Madampitiya cemetery	780	0	740	45
					256	New cooly lines, night soil depot	303	88		
					293	Extra shelves, Health Department ...	120	0	124	37
					235	Cost of equifex disinfector ...	5,738	92	5,700	59
					279	Building for equifex disinfector ...	12,592	60	8,461	92
					290	Lighting Kachcheri road market ...	1,773	0	1,090	69
					176	Advance account for purchase of stores ...	36,400	64		
					177	Depôt, store buildings on account ...	106,919	38		
					245	Galvanized iron fence and brick wall...	5,975	9		
					245	Removal and re-erection of shed	5,150	72	15,170	82
					245	Supplemental vote for fence and shed...	2,000	0		
					272	Laying drains ...	239	48		
Total	1,447,712	36	1,215,974	35						



REVENUE.	Estimated Revenue for 1905.		Receipts to Sept. 30, 1905.		EXPENDITURE.	Estimated Expenditure for 1905.		Disbursements to Sept. 30, 1905.	
	Rs.	c.	Rs.	c.		Rs.	c.		
Brought forward	1,447,712	36	1,215,974	35					
					1904.				
					232 Instruments for assessment surveyor ...	913	87	640	11
					238 Electric fans, Town Hall ...	2,490	0	2,490	0
					218 Boundary wall, St. Sebastian quarry ...	853	0	521	24
					250 Repair of cattle shed at gala, Kachcheri road ...	15	12	—	
					252 Iron fence, St. Sebastian quarry ...	133	32	10	58
					258 Rebuilding portion of Galle Face wall ...	6,434	56	6,381	87
					268 Repairing and tarring roof of Town Hall ...	63	67	54	11
					274 Purchase of photometrical apparatus ...	540	0	472	88
					285 Paving level crossing, Parson's road ...	2,425	0	1,346	65
					286 Do. Bridge street ...	775	0	235	45
					296 Electric lights to Town Hall ...	506	25	506	25
					297 Teakwood almirah, Revenue Department ...	55	0	66	84
					291 Setting back fence, Malay street ...	600	0	948	24
					308 Converting night soil carts into flushing carts on account ...	812	81	812	81
					226 Sewer, Wekande lane ...	3,422	34	3,414	22
					263 Improvements to guides' shelter ...	92	18	91	1
					260 Repairs to Gintupitiya street mutton market ...	98	54	10	48
					266 Roofing, fire engine cooly lines, Kollupitiya ...	91	30	18	60
					269 Repair of gas testing station ...	108	82	91	0
					112 Repair of ambulance carts ...	416	10	452	0
					178 Hill House quarry ...	1,210	75	1,210	75
					1903.				
					411 Widening Paranawadiya lane ...	1,034	78	626	17
					446 Replacing two planked culverts, North and South Base Line road ...	80	65	19	31
					447 Replacing two planked culverts, Totewatta road ...	192	4	132	84
					421 Additional vote for pontoon and steady boat ...	2,000	0	926	36
					337 Improvement of stables, dog pound, &c. ...	3,521	60	1,662	39
					170 Construction of 10 water carts ...	3,108	40	—	
					1902.				
					38 Gas extension to Uplands ...	900	0	—	
					47 Levelling ground and graveling road, Dematagoda slaughter-house ...	148	45	—	
					50 Repair to admission shed, Dematagoda slaughter-house ...	3,584	61	—	
					51 Repairs and improvements to sheep slaughtering shed, Dematagoda ...	431	64	—	
					52 Tripe washing pit, slaughtering shed, Dematagoda ...	98	1	—	
					53 Extending sheep slaughtering shed, Dematagoda ...	400	52	—	
					54 Improvement to sheep slaughtering shed, Dematagoda ...	328	25	—	
					40 Accommodation for Municipal Office ...	53,102	36	5,322	67
					42 Drainage scheme, Maradana Dt. ...	2,019	68	—	
					430 Drain, York street ...	1,012	0	—	
					409 Dean's road market ...	8,399	2	—	
					1900.				
					76 Drainage scheme, Maradana Dt. ...	1,677	50	—	
					1904.				
					72 Repairs to steamroller (supplemental) ...	11	80	11	80
					71 Repairs of tools for other works (supplemental) ...	19	71	19	71
					69 Purchase of tools for other works (supplemental) ...	164	78	164	78
					Total	1,847,144	12	909,910	1
					Balance	—	—	306,064	34
Total	1,447,712	36	1,215,974	35		1,847,144	12	1,215,974	35

REVENUE.		Receipts to Sept. 30, 1905.		EXPENDITURE.		Disbursements to Sept. 30, 1905.	
		Rs.	c.			Rs.	c.
Advance Account	...	196,082	3	Advance Account	...	196,282	3
Balance	...	200	0				
		<u>196,282</u>	<u>3</u>				

## DEPOSIT ACCOUNT.

REVENUE.		Receipts to Sept. 30, 1905.		EXPENDITURE.	
		Rs.	c.		
Deposit Account	...	2,677	13		
Security deposits	...	13,590	58		
Deposit Account, clearing cesspits	...	839	21		
Do. by owners of quarries	...	175	0		
Do. unpaid wages by Superintendent of Works, &c.	...	254	93		
Do. screening gravel	...	1,639	57		Nil.
Do. improvements, Madampitiya-Mattakkuliya road	...	185	0		
Do. repairs to Victoria bridge road	...	87	11		
Do. S. P. C. A.	...	291	0		
Do. P. R. F.	...	219	50		
		<u>19,959</u>	<u>3</u>		

## BALANCE ON SEPTEMBER 30, 1905.

		Rs.	c.
Balance on September 30, 1905	...	306,064	34
Add Cr. Deposit Account	...	19,959	3
		<u>326,023</u>	<u>37</u>
Less Dr. Advance Account	...	200	0
		<u>325,823</u>	<u>37</u>
Fixed deposit on December 31, 1904, including Rs. 700,000 in fixed deposit	...	731,727	4
		<u>1,057,550</u>	<u>41</u>

## EXPENDITURE on Estimate No. 61 (Rs. 99,040.32).—Amount upon Sub-Estimates for Metal Roads.

EXPENDITURE.		Estimated Expendi- ture for 1905.	Disburse- ments to Sept. 30, 1905.
		Rs. c.	Rs. c.
180	Metalling roads, Madampitiya district	4,854 72	4,610 18
181	Do. Kotahena district	7,909 20	6,490 58
182	Do. St. Sebastian and New Bazaar districts	22,526 40	12,516 37
183	Do. Fort and Pettah districts	20,506 80	16,416 9
184	Do. Maradana district	13,275 60	7,631 1
185	Do. Slave Island district	20,716 80	15,884 7
186	Do. Kollupitiya district	6,489 60	6,162 53
187	Do. Borella district	2,761 20	2,608 62
		<u>99,040 32</u>	<u>72,319 45</u>

## EXPENDITURE on Estimates Nos. 62, 63, and 64 (Rs. 42,298-01).—Amount upon Sub-Estimates for Graveling Roads, Lanes, &amp;c.

EXPENDITURE.		Estimated Expenditure for 1905.	Disbursements to September 30, 1905.
		Rs. c.	Rs. c.
188	Graveling roads, Madampitiya district ...	5,624 32	5,065 30
189	Do. Kotahena district ...	3,993 60	3,934 83
190	Do. St. Sebastian and New Bazaar districts ...	2,721 0	2,482 56
191	Do. Fort and Pettah districts ...	6,561 30	3,762 83
192	Do. Maradana district ...	3,220 12	1,377 97
193	Do. Slave Island district ...	3,796 51	3,809 34
194	Do. Kollupitiya district ...	4,670 16	3,291 54
195	Do. Borella district ...	11,711 0	7,495 19
		42,298 1	31,219 56

## EXPENDITURE on Estimate No. 57 (Rs. 3,300).—Amount upon Sub-Estimates under head Municipal Buildings and Markets.

EXPENDITURE.		Estimated Expenditure for 1905.	Disbursements to September 30, 1905.
		Rs. c.	Rs. c.
217	Repairs to Dean's road market ...	1,285 0	1,247 31
218	Monthly whitewashing Dean's road market ...	167 0	44 56
231	Repairs St. John's fish market ...	138 0	113 72
233	Repairs Kollupitiya market ...	382 0	61 20
235	Repairs Slave Island Market ...	154 0	46 49
236	Repairs Cramer's lane market ...	399 0	105 51
243	Repairs Bambalapitiya market ...	252 0	2 66
244	Repairs Gintupitiya market ...	300 0	32 54
251	Repairs Grandpass market ...	223 0	—
		3,300 0	1,653 99

## EXPENDITURE on Estimates Nos. 65 and 66 (Rs. 43,992).—Amount upon Sub-Estimates under head Trunk Roads.

EXPENDITURE.		Estimated Expenditure for 1905.	Disbursements to September 30, 1905.
		Rs. c.	Rs. c.
196	Trunk road to Mutwal ...	6,559 80	4,144 61
197	Do. Grandpass ...	9,453 60	5,022 30
198	Do. Kotte ...	11,645 40	9,048 36
199	Do. Wellawatta ...	16,333 20	13,837 88
		43,992 0	32,053 15

## EXPENDITURE on Estimate No. 173 (Rs. 9,500).—Amount upon Sub-Estimates under head Sanitation and Drainage.

EXPENDITURE.		Estimated Expenditure for 1905.	Disbursements to September 30, 1905.
		Rs. c.	Rs. c.
214	Drainage, Belmont street ...	6,590 93	1,887 95

## EXPENDITURE on Estimate No. 177 of 1904 (Rs. 106,919-38).—Amount upon Sub-Estimates under head Depôt and Store Buildings.

EXPENDITURE.		Estimated Expenditure for 1905.	Disbursements to September 30, 1905.
		Rs. c.	Rs. c.
245	Galvanized iron fence and brick wall ...	5,975 9	13,064 74
245	Removal and erection of shed ...	6,150 72	
245	Supplemental vote for fence and shed ...	2,000 0	
272	Laying drains ...	239 48	143 44
232	Water supply to Suduwella depôt ...	808 95	808 95
253	Workshop at Suduwella ...	30,000 0	370 45
254	Timber shed ...	7,043 0	—
255	Roads ...	3,150 0	783 24
256	Office and store building at Suduwella ...	4,000 0	—
257	Quarters for Storekeeper at Suduwella ...	5,773 0	—
		64,140 24	15,170 82

Progress Report of Work for the Month of September, 1905.  
Statement showing Expenditure and Balance on September 30, 1905.

Est. No.	Date of Commencement.	Date of Completion.	Vote.	Expenditure.		Total Expenditure to date.	Balance to Date.	Excess.
				Labour.	Materials.			
			Rs. c.	Rs. c.	Rs. c.	Rs. c.	Rs. c.	Rs. c.
<b>ASSISTANT ENGINEER ROADS.</b>								
59	Dec. 1904	—	11,650 0	624 80	—	8,077 30	3,572 70	—
<i>Roads.</i>								
60	Dec. 1904	—	16,550 0	1,102 54	1,134 75	15,666 36	883 64	—
<i>Metalling.</i>								
180	Dec. 1904	—	6,165 12	6 12	—	4,616 30	1,548 82	—
181	April, 1905	—	7,909 20	21 82	711 24	7,223 64	685 56	—
182	Jan. 1905	—	21,216 0	711 65	5,036 61	18,264 63	2,951 37	—
183	Dec. 1904	—	20,506 80	457 8	3,107 93	19,981 10	525 70	—
184	Feb. 1905	—	13,275 60	27 60	1,016 32	8,674 93	4,600 67	—
185	Dec. 1904	—	19,936 80	165 93	1,338 52	17,388 52	2,548 28	—
186	Jan. 1905	—	7,269 60	—	—	6,162 53	1,107 7	—
187	Feb. 1905	—	2,761 20	—	—	2,608 62	152 58	—
215	May, 1905	—	2,800 0	6 96	—	2,543 46	256 54	—
<i>Gravelling.</i>								
188	Jan. 1905	—	5,624 32	—	—	5,065 30	559 2	—
189	Dec. 1904	—	5,741 87	—	—	3,926 93	1,814 94	—
190	Jan. 1905	—	3,428 46	—	—	2,482 56	945 90	—
191	Dec. 1904	—	4,814 6	—	—	3,812 46	1,001 60	—
192	do.	—	3,220 12	—	583 39	1,961 36	1,258 76	—
193	do.	—	3,942 20	12 12	—	3,821 46	120 74	—
195	do.	—	10,146 78	170 47	893 75	8,559 41	1,587 37	—
194	do.	—	5,380 20	114 72	361 86	3,768 12	1,612 8	—
<i>Trunk Roads.</i>								
196	April, 1905	—	6,559 80	—	—	4,144 61	2,415 29	—
197	Dec. 1904	—	7,893 60	52 93	270 77	5,346 0	2,547 60	—
198	do.	—	12,425 40	40 90	184 68	9,273 94	3,151 46	—
199	Jan. 1905	—	17,113 20	525 41	103 98	14,482 77	2,630 43	—
163	Dec. 1904	—	12,000 0	600 5	33 14	9,214 67	2,785 33	—
70	do.	—	9,500 0	197 27	148 12	6,806 31	2,693 69	—
71	do.	—	3,500 0	90 80	—	3,565 55	—	65 55
120	do.	—	80,000 0	6,884 36	838 92	59,534 23	20,465 77	—
67	do.	—	2,900 0	281 21	41 88	2,416 44	483 56	—
<i>Lake and Canal.</i>								
73	Jan. 1905	—	4,500 0	387 83	20 21	3,555 89	944 11	—
75	Aug. 1905	—	1,000 0	312 59	98 79	540 78	459 22	—
76	Dec. 1905	—	4,500 0	102 60	—	2,571 22	1,928 78	—
<i>Cemeteries.</i>								
94	Jan. 1905	—	86 0	—	—	60 45	25 55	—
<i>Parks, &amp;c.</i>								
78	Dec. 1904	—	6,467 38	307 31	75 10	5,265 83	1,201 55	—
79	do.	—	1,272 0	56 87	20 30	756 34	515 66	—
81	do.	—	1,386 0	66 24	—	733 83	652 17	—
82	do.	—	516 0	17 94	3 21	283 72	232 28	—
83	do.	—	1,991 0	112 18	1 74	1,504 27	486 73	—
84	do.	—	739 0	42 7	—	455 20	283 80	—
85	do.	—	1,355 0	87 0	3 29	922 5	432 95	—
169	do.	—	275 0	8 43	—	197 50	77 50	—
<i>Fire Brigade.</i>								
96	Dec. 1904	—	1,596 0	—	—	314 83	1,281 17	—
97	Jan. 1905	—	365 0	—	10 97	100 88	264 12	—
<i>Health Department.</i>								
108	May, 1905	—	3,900 0	58 12	203 91	791 50	3,108 50	—
<i>Carriage Stands.</i>								
164	Mar. 1905	—	150 0	20 34	0 43	87 96	62 4	—
258/04	Aug. 1904	April, 1905	15,070 0	—	—	15,017 31	52 69	—

	Date of Commencement.	Date of Completion.	Vote.	Expenditure.		Total Expenditure to Date.	Balance to Date.	Excess.
				Labour.	Materials.			
			Rs. c.	Rs. c.	Rs. c.	Rs. c.	Rs. c.	Rs. c.
409/02 Dean's road, market ...	Nov. 1902	—	8,403 83	—	—	4 81	8,399 2	—
40/04 Do. ...	Dec. 1904	—	5,525 17	44 52	35 19	3,771 96	1,753 21	—
285/04 Level crossing, Parson's road	May, 1905	—	2,425 0	14 35	—	1,361 0	1,064 0	—
286/04 Level crossing, Bridge street	do.	—	775 0	130 49	169 86	535 80	239 20	—
276/04 Road, foodpit, Dematagoda slaughter-house ...	Jan. 1905	—	95 0	—	—	94 6	7 94	—
278/04 Footway, Seabeach road ...	July, 1905	—	480 0	53 32	—	110 42	369 58	—
279/04 Disinfecter buildings ...	Dec. 1904	—	12,700 0	61 30	44 20	8,674 82	4,025 18	—
229 Wall, Galle Face ...	July, 1905	—	26,884 0	1,563 61	2,358 67	10,121 58	16,762 42	—
176 Sewer, York street ...	Mar. 1905	—	2,337 0	—	0 71	1,700 86	636 14	—
247/04 Drain, Kynsey road ...	July, 1904	—	6,666 0	—	—	4,815 43	1,850 57	—
248/04 Drain, Regent street ...	do.	—	6,728 60	—	—	6,074 22	654 38	—
226/04 Drain, Welkanda lane ...	do.	—	3,860 0	—	—	3,884 28	—	24 28
214 Drain, Belmontstreet ...	July, 1905	—	6,590 93	794 34	333 72	3,016 1	3,574 92	—
227 Drain, Pinchaud's lane ...	Aug. 1905	—	5,652 25	152 4	—	460 35	5,191 90	—
411/03 Widening Paranawadiya lane	April, 1904	—	25,574 0	—	—	25,165 39	408 61	—
Deposit account, drain connection, Gas Company ...	June, 1905	—	17 0	—	—	14 17	2 83	—
Deposit account, drain connection for 39 and 40, Sea street ...	do.	—	50 97	—	—	37 44	13 53	—
Deposit account, drain connection for 92, Bankshall street ...	do.	—	77 0	—	—	70 0	7 0	—
Deposit account, preparing ground, Price Park ...	July, 1905	—	10 0	—	—	4 39	5 61	—
Deposit account, drain connection, 50 and 50A, Grandpass ...	May, 1905	—	60 35	—	—	54 17	6 18	—
Deposit account, obstruction in drain, 18B, Chatham street ...	June, 1905	—	2 75	—	—	2 85	—	0 10
Deposit account, drain connection, Industrial School	Aug. 1905	—	83 78	—	—	75 93	7 85	—
223 Cost of survey, Skinner's road South ...	do.	—	8,000 0	3 84	—	87 14	7,912 86	—
Deposit account, obstruction, 59, Old Moor street ...	do.	—	2 75	—	—	2 35	0 40	—
228 Concrete sewer pipes ...	Sept. 1905	—	4,700 0	3 2	29 82	32 84	4,667 16	—
Deposit account, drain connection, 130, 2nd Maradana ...	do.	—	27 91	6 33	15 78	24 64	3 27	—
Deposit account, obstruction in drain, 3, Reclamation	do.	—	3 30	2 60	—	2 90	0 40	—
Deposit account, obstruction drain, 128, Sea street ...	do.	—	5 50	4 71	—	5 21	0 29	—
Deposit account, working small boat, St. Sebastian canal ...	do.	—	—	7 5	—	7 5	—	—
Total ...			497,136 80	16,515 98	19,231 76	362,761 14	134,472 64	89 93
<b>ASSISTANT ENGINEER, WORKS.</b>								
<i>Buildings.</i>								
41 Repairs, &c., Edinburgh market ...	May, 1905	—	2,500 0	235 5	17 0	2,445 92	54 8	—
57 Upkeep of markets ...	Dec. 1904	—	33 20	—	—	33 20	—	—
56 Repairs, Town Hall	do.	—	1,750 0	81 38	19 94	867 43	882 57	—
Guides' shelter ...	—	—	90 0	—	—	—	90 0	—
Gas testing room ...	May, 1905	—	104 0	—	—	4 58	99 42	—
Store and workshop ...	June, 1905	—	435 0	3 68	—	15 83	419 17	—
No. 2, Hulftsdorp ...	Mar. 1905	—	120 0	—	6 35	17 12	102 88	—
Contingencies ...	April, 1905	—	249 50	—	—	6 78	242 72	—
252 Repairs to toll stations ...	Aug. 1905	—	660 0	79 86	56 10	144 22	515 78	—
57 Slaughter-houses	—	—	—	—	—	—	—	—
Repairs ...	Mar. 1905	—	350 0	3 25	—	5 7	344 93	—
Quarterly whitewashing ...	Jan. 1905	—	800 0	—	—	482 25	317 75	—
Removal of undigested food	—	—	525 0	—	—	—	525 0	—
Contingencies ...	April, 1905	—	357 30	4 30	7 99	16 4	341 26	—

Est. No.	Date of Commencement.	Date of Completion.	Vote.	Expenditure.				Total Expenditure to Date.	Balance to Date.	Excess.		
				Labour.		Materials.						
			Bs.	c.	Bs.	c.	Bs.	c.	Bs.	c.	Bs.	c.
273/04	Nov. 1904	—	220	0	—	—	171	47	48	53	—	—
264/04	Dec. 1904	—	975	0	—	—	973	80	1	20	—	—
50/02	—	—	—	—	—	—	—	—	—	—	—	—
51/02	Oct. 1903	—	3,828	0	—	—	243	39	3,584	61	—	—
53/02	Sept. 1903	—	576	0	—	—	144	36	431	64	—	—
54/02	Aug. 1903	—	1,934	0	—	—	1,533	48	400	52	—	—
58	Nov. 1903	—	393	0	—	—	64	75	328	25	—	—
	—	—	—	—	—	—	—	—	—	—	—	—
	Dec. 1904	—	630	0	59	97	566	42	63	58	—	—
	Jan. 1905	—	600	0	—	—	140	75	459	25	—	—
	Dec. 1904	—	420	0	48	70	301	76	118	24	—	—
	April, 1905	—	165	0	—	—	3	75	161	25	—	—
<i>Cemeteries.</i>												
93	—	—	529	0	—	—	—	—	529	0	—	—
303/04	June, 1905	—	780	0	0	73	762	33	17	67	—	—
200	Sep. 1905	—	23	0	8	5	8	5	14	95	—	—
<i>Fire Brigade.</i>												
95	Jan. 1905	—	500	0	—	—	11	10	488	90	—	—
<i>Health Department.</i>												
107	April, 1905	—	2,000	0	—	—	1,422	56	577	44	—	—
109	Dec. 1904	—	499	0	—	—	7	63	491	37	—	—
110	—	—	777	0	—	—	—	—	777	0	—	—
119	May, 1905	—	500	0	18	88	488	86	11	14	—	—
68	Dec. 1904	—	2,100	0	41	46	293	31	1,552	88	—	—
218/04	July, 1905	—	853	0	58	66	159	25	739	15	—	—
<i>Roads.</i>												
216/04	April, 1904	—	25,899	0	21	71	4	35	24,795	60	1,103	40
430/02	—	—	1,012	0	—	—	—	—	1,012	0	—	—
446/03	Feb. 1904	—	1,099	0	—	—	1,037	66	61	34	—	—
447/03	do.	—	940	0	47	23	931	38	8	62	—	—
39/04	April, 1904	—	24,094	0	—	—	20,962	83	3,131	17	—	—
212	May, 1905	—	563	93	—	—	97	55	466	38	—	—
213	do.	—	930	0	29	76	742	1	187	99	—	—
204	do.	—	1,643	0	391	51	995	91	647	9	—	—
337/03	July, 1903	—	7,732	95	47	66	5,268	0	2,514	95	—	—
203	April, 1905	—	216	0	—	—	171	6	44	94	—	—
217	June, 1905	—	1,285	0	12	78	1,252	82	32	18	—	—
218	July, 1905	—	167	0	6	85	53	90	113	10	—	—
231	do.	—	138	0	14	51	128	23	9	97	—	—
233	Aug. 1905	—	382	0	93	22	217	5	164	55	—	—
235	July, 1905	—	154	0	29	26	85	71	68	29	—	—
236	Aug. 1905	—	399	0	90	75	205	61	193	39	—	—
244	do.	—	300	0	99	58	165	41	134	59	—	—
243	do.	—	252	0	—	—	84	48	164	86	—	—
92	July, 1905	—	145	0	12	57	25	77	119	23	—	—
225	do.	—	80	0	—	—	80	6	—	—	0	6
238	Aug. 1905	—	223	0	69	36	191	74	31	26	—	—
242	do.	—	344	0	109	38	156	76	187	24	—	—
Total	—	—	94,324	88	1,720	10	70,827	53	23,497	41	0	6

Est. No.	Date of Commencement.	Date of Completion.	Vote.	Expenditure.		Total Expenditure to Date.	Balance to Date.	Excess.
				Labour.	Materials.			
			Rs. c.	Rs. c.	Rs. c.	Rs. c.	Rs. c.	Rs. c.
<b>ASSISTANT ENGINEER, MECHANICAL.</b>								
69	Dec. 1904	—	2,200 0	380 56	220 85	2,015 81	184 19	—
<i>Lake.</i>								
72	—	—	25,000 0	—	—	—	25,000 0	—
77	Dec. 1904	—	12,000 0	705 26	218 28	8,775 61	3,224 39	—
74	do.	—	430 0	63 59	69 40	210 11	219 89	—
<i>Health Department.</i>								
104	Dec. 1904	—	13,000 0	477 72	88 99	10,567 43	2,432 57	—
114	do.	—	250 0	20 84	7 2	123 61	126 39	—
112/04	Dec. 1903	—	806 50	—	—	842 40	—	35 90
293/04	April, 1905	—	120 0	—	—	124 37	—	4 37
308/04	Dec. 1904	—	2,660 0	—	—	2,192 43	467 57	—
179	do.	—						
<i>Printing Department.</i>								
124	Dec. 1904	—	383 0	3 63	—	102 13	280 87	—
166	April, 1905	—	25 0	4 56	—	8 86	16 14	—
167	Dec. 1904	—	240 0	—	—	39 15	200 85	—
178	Aug. 1905	—	175 0	57 54	—	161 20	13 80	—
266/04	Aug. 1904	—	865 0	—	—	792 30	72 70	—
280/04	Oct. 1904	—	700 0	—	—	68 65	631 35	—
40/02	July, 1903	—	83,000 0	513 8	178 47	35,643 70	47,356 30	—
245/04	Aug. 1904	—	17,327 0	36 28	—	17,302 21	24 79	—
245/04	do.	—						
421/03	Nov. 1903	—	3,571 0	—	—	1,571 0	2,000 0	—
297/04	April, 1904	—	55 0	—	—	66 84	—	11 84
80	Aug. 1904	—	120 0	18 59	—	18 59	101 41	—
7	Dec. 1904	—	500 0	17 30	65 7	383 2	116 98	—
201	April, 1905	—	23 0	—	—	22 57	0 43	—
202	do.	—	145 0	—	—	67 47	77 53	—
170/03	Mar. 1903	—	3,500 0	280 97	—	2,334 96	1,165 4	—
291/04	June, 1905	—	600 0	—	—	953 36	—	353 36
272/04	Oct. 1904	—	1,445 0	—	—	1,348 96	96 4	—
268/04	Aug. 1904	—	145 0	—	—	135 44	9 56	—
252/04	do.	—	565 0	—	—	442 26	122 74	—
263/04	Sept. 1904	—	137 0	—	—	135 83	1 17	—
260/04	Aug. 1904	—	660 0	—	—	571 94	88 6	—
269/04	do.	—	1,130 0	—	—	1,112 18	17 82	—
211	June, 1905	—	1,000 0	2 92	2 41	55 92	944 8	—
253	May, 1905	—	30,000 0	5 31	28 29	404 5	29,595 95	—
254	Sept. 1905	—	7,043 0	104 70	14 29	118 99	6,924 1	—
255	April, 1905	—	3,150 0	—	—	783 24	2,366 76	—
232	Aug. 1905	—	808 95	—	—	808 95	—	—
292/04	Sept. 1905	—	36 0	12 11	—	12 11	23 89	—
296	do.	—	40,000 0	161 36	—	161 36	39,838 64	—
<b>Total</b>			<b>253,815 45</b>	<b>2,866 32</b>	<b>893 7</b>	<b>90,479 0</b>	<b>163,741 91</b>	<b>405 47</b>
<b>GAS INSPECTOR.</b>								
<i>Lighting.</i>								
31	—	—	—	—	—	—	—	—
Private stalls	—	—	1,100 0	—	—	813 75	286 25	—
139	—	—	132,000 0	—	—	95,245 52	36,754 48	—
140	—	—	5,000 0	—	—	82 0	4,918 0	—
142	—	—	2,000 0	—	1 0	230 79	1,769 21	—
143	—	—	9,072 0	—	—	6,618 9	2,453 91	—
170	—	—	1,000 0	—	—	474 40	525 60	—
296/04	—	—	506 25	—	—	506 25	—	—

Est. No.	Date of Commencement.	Date of Completion.	Vote.	Expenditure.		Total Expenditure to Date.	Balance to Date.	Excess.
				Labour.	Materials.			
			Rs. c.	Rs. c.	Rs. c.	Rs. c.	Rs. c.	Rs. c.
290/04 Gas to Kachcheri road market ...	—	—	1,773 0	5 3	0 29	1,096 1	676 99	—
274/04 Photometrical apparatus ...	—	—	540 0	—	—	472 88	67 12	—
238/04 Electric fans, Town Hall...	—	—	2,490 0	—	—	2,490 0	—	—
224 Additional electric fans and lights ...	—	—	679 0	—	—	679 0	—	—
<b>Total ...</b>			<b>156,160 25</b>	<b>5 3</b>	<b>1 29</b>	<b>108,708 69</b>	<b>47,451 56</b>	<b>—</b>
<b>MUNICIPAL ENGINEER.</b>								
165 Surveys and tracings ...	Dec. 1904	—	2,002 0	148 98	—	1,731 78	270 22	—
171 Drawing materials ...	—	—	460 0	—	—	445 1	14 99	—
42/02 Drainage, Maradana ...	Feb. 1902	—	25,309 0	—	—	23,289 32	2,019 68	—
6 Stationery ...	—	—	—	1 6	8 8	—	—	—
40 Cost of tools and equipments ...	—	—	—	—	—	—	—	—
92 Contingencies (cemeteries) ...	—	—	—	—	4 94	—	—	—
105 Miscellaneous Health Dept. ...	—	—	—	—	6 93	—	—	—
111 Prevention of infectious diseases ...	—	—	—	—	104 82	—	—	—
47 Dernatagoda, oil, carbolic acid, &c. ...	—	—	—	—	2 6	—	—	—
54 Tools for slaughter-houses ...	—	—	—	—	12 97	—	—	—
125 Upkeep, Printing Department ...	—	—	—	—	4 0	—	—	—
208 Fire Brigade stores ...	April, 1905	—	1,000 0	—	66 87	593 68	406 32	—
232/04 Instruments and labour for assessment work ...	Mar. 1905	—	1,700 0	—	—	1,426 24	273 76	—
113 Cost of disinfectants ...	—	—	—	—	261 11	—	—	—
168 Expenses, stores ...	Dec. 1904	—	1,571 86	40 24	0 87	506 92	1,064 94	—
51 Madampitiya, oil, carbolic acid, &c. ...	—	—	—	—	6 96	—	—	—
72 Capture of dogs ...	—	—	—	—	9 50	—	—	—
161 Miscellaneous ...	—	—	—	4 0	7 48	—	—	—
222 Billing Remington Type-writer ...	—	—	450 0	—	450 0	450 0	—	—
Pilot files for Works Department ...	Sep. 5	—	100 0	4 70	—	4 70	95 30	—
<b>Total ...</b>			<b>32,592 86</b>	<b>198 98</b>	<b>946 59</b>	<b>28,447 65</b>	<b>4,145 21</b>	<b>—</b>
<b>SUMMARY.</b>								
Assistant Engineer, Roads ...	—	—	497,136 80	16,515 98	19,231 76	362,761 14	134,472 64	89 93
Assistant Engineer, Works ...	—	—	94,324 88	1,720 10	1,076 21	70,827 53	23,497 41	0 6
Assistant Engineer, Mech. ...	—	—	253,815 45	2,866 32	893 7	90,479 1	163,741 91	405 47
Gas Inspector ...	—	—	156,160 25	5 3	1 29	108,708 69	47,451 56	—
Municipal Engineer ...	—	—	32,592 86	198 98	946 59	28,447 65	4,145 21	—
<b>Total ...</b>			<b>1,034,080 24</b>	<b>21,306 41</b>	<b>22,148 9</b>	<b>661,224 2</b>	<b>373,308 73</b>	<b>495 46</b>

Please note that the following credits and debits have been made:—

Credit.	Materials.	Debit.	Rs. c.
303/04 Bath and toll room, Madampitiya cemetery ...	176/04 Advance account for purchase of stores	Do. ...	7 20
217 Repairs to Dean's road market ...	Do. ...	Do. ...	7 65
Deposit account, drain connection from 92, Bankshall street ...	Do. ...	Do. ...	7 0
41 Repairing and painting Edinburgh market ...	Do. ...	Do. ...	85 50
			<b>107 35</b>
189 Graveling roads in Kotahena District ...	199 Upkeep of Trunk road to Wellawatta ...	Do. ...	7 90
40/02 Office accommodation ...	40/04 Improvements to Dean's road market ...	Do. ...	268 16
80 Upkeep of Jubilee Fountain ...	191 Graveling roads, Fort and Pettah ...	Do. ...	43 80
			<b>319 86</b>



		<i>Labour.</i>			
80 Upkeep of Jubilee Fountain ...	...	191 Graveling roads in Fort and Pettah ...	...	5	83
				5	83
				Total—Rs. 433 4	
				Rs. c.	Rs. c.
Total payments for labour ...	...	...	...	21,306	41
Amount of cheque No. 954 ...	...	...	...	15,550	6
Do. " 955 ...	...	...	...	5,274	18
Do. " 972 ...	...	...	...	482	17
Total amount of cheques ...	...	...	...	21,306	41
Refund ...	...	...	...		

The Municipal Office,  
Colombo, October 13, 1905.

R. SKELTON,  
Municipal Engineer.

## TRADE MARKS NOTIFICATIONS

IN compliance with the provisions of "The Trade Marks Ordinances, 1888 and 1890," and the Regulations made on March 28, 1889, notice is hereby given that the Hon. Mr. F. C. Loos has applied on behalf of Messrs. Tarrant & Co. of Colombo, Merchants, who claim to be the proprietors thereof, for the registration of the following Trade Mark in Classes 5, 23, 24, 25, 26, 27, 28, 29, 31, 32, 34, 35, 42, and 50 in the Classification of Goods in the above-named Regulations.

The essential particulars of the Trade Mark is a star with the words "THE STAR BRAND" in the centre. The applicants ask to be allowed to use the Trade Mark either with or without the words "THE STAR BRAND" in the centre.



Colonial Secretary's Office,  
Colombo, October 16, 1905.

G. M. FOWLER,  
Acting Colonial Secretary.

IN compliance with the provisions of "The Trade Marks Ordinances, 1888 and 1890," and the regulations made on March 28, 1889, notice is hereby given that the Hon. Mr. F. C. Loos has applied on behalf of the Vacuum Oil Co. of Rochester, New York, United States of America, Oil Manufacturers, who claim to be the proprietors thereof, for the registration of the following Trade Mark for Lubricating, Heating, and Illuminating Oils in Class 47 in the Classification of Goods in the above-named Regulations.

## VACUUM

Colonial Secretary's Office,  
Colombo, October 18, 1905.

G. M. FOWLER,  
Acting Colonial Secretary.

Total Quantities of the following Articles exported from the Ports of Colombo and Galle during the under-mentioned Periods.

Vessels.	Date of Clearing.	For what Port.	Plantation Coffee.	Native Coffee.	Tea.	Cacao.	Bark Ginchona.	Branch Ginchona.	Cinchona Chips.	Cocoanuts.	Copra.	Cocoanut Oil.	Cocoanut Pomace.	Cinnamon.	Cinnamon Oil.	Citronel La Oil.	Cardamoms.	Ebony.	Plumbago.	Cotr Hope.	Cotr Junk.	Cotr Yarn.	Cotr Fibre.	Sapan-wood.	Orehilla.	Kintil Fibre.	Deer Horns.
			cwt.	cwt.	lb.	cwt.	lb.	lb.	lb.	No.	cwt.	cwt.	cwt.	lb.	oz.	oz.	lb.	cwt.	cwt.	cwt.	cwt.	cwt.	cwt.	lb.	cwt.	cwt.	cwt.
<b>COLOMBO.</b>	1905.																										
ss. Isla de Panay	16-10	Barcelona																									
ss. Trieste	16-10	China			194908									42500*													
ss. City of Sparta	16-10	London			445932					50000							699										
ss. Liberia	17-10	Hamburg			20869					87720				75800								195					
ss. Clan Mackin-	17-10	London			410738																						
non																											
ss. Spezia	18-10	Hamburg			61781																						
ss. Barenfels	18-10	New York			272526																						
ss. City of Man-	19-10	London			555855																						
chester																											
ss. Korana	19-10	New York			249954																						
ss. Renania	20-10	Hamburg			35107																						
ss. Denbighshire	20-10	London			20556																						
ss. Simla	20-10	Bombay			6597																						
ss. Roon	20-10	Bremen			9850																						
ss. Somali	21-10	London			84614																						
ss. Ville de la Ciö-	21-10	Australia			191767																						
fat																											
ss. Sydney	21-10	Marsailles			2485																						
ss. Nera	21-10	Bombay			60811																						
<b>GALLE.</b>																											
<b>NIL.</b>																											

\* And Chips 16,800 lb. † Chips. ‡ And Chips 22,355 lb. § And Chips 1,236 lb. || And Chips 12,426 lb. ¶ And Chips 12,876 lb.

Importation of Rice from Indian and other Ports during the Week.

TO COLOMBO:—		TO GALLE:—	
From	Bags	Calcutta	Southern India
From Tuticorin	3,132	...	...
False Point	13,229	...	...
Pooree	4,409	...	...
Gopalpore	1,924	...	...
Karikal	2,099	...	...
Nagaratam	591	...	...
Rangoon	12,970	...	...
Calcutta	16,500	...	...
<b>Total</b>	<b>53,854</b>	<b>Bags</b>	<b>14,968</b>

H. M. Customs, Colombo, October 23, 1905. W. H. JACKSON, Principal Collector.

THE under-mentioned goods having been left in the Kochchikade Warehouse beyond the time allowed by law, notice is hereby given that unless the same be cleared or bonded they will be sold by public auction on Saturday, November 11, 1905, at 12 noon.

Date.	Vessel.	Whence.	Marks.	Quantity and Description of Goods.
1905.				
July 7	ss. Sirsa	Bombay	A K J	1 case glass
Do. 18	ss. Rajah	do.	Nil	4 bags manure
Do. 25	ss. Rabenfels	Calcutta	S N in a double triangle	4 bags rice
Do. 25	do.	do.	E S	1 bag rice
Do. 25	do.	do.	V R M A	1 bag rice
Do. 25	do.	do.	Nil	1 bag paddy

H. M. Customs,  
Colombo, October 24, 1905.

W. E. THORPE,  
for Principal Collector.

THE under-mentioned goods having been left in the Welikade Powder Magazine beyond the time allowed by law, notice is hereby given that unless the same be cleared or bonded they will be sold by public auction on Wednesday, November 22, 1905, at 12 noon.

Date.	Vessel.	Whence.	Marks.	Quantity and Description of Goods.
1905.				
June 24	ss. Cumberwell	London	W T & Co.	5 kegs gunpowder

H. M. Customs,  
Colombo, October 24, 1905.

W. E. THORPE,  
for Principal Collector.

## ROAD COMMITTEE NOTICES.

### Norton-Carolina Road.

NOTICE is hereby given that in terms of the Branch Roads Ordinance, No. 14 of 1896, a general meeting of the proprietors or resident managers of the estates interested in the Norton-Carolina road will be held on Tuesday, October 31, 1905, at 4 p.m., at the Norton Factory.

#### Business.

1. To elect a new Local Committee to perform the duties imposed by the Ordinance for two years.

2. The Local Committee to consider and report to the Provincial Committee with regard to—

- (1) The acreage of the land belonging to each estate;
- (2) The sections used by each estate;
- (3) The names of the proprietors, resident managers or superintendents, and of the agents of each estate—

for an assessment on the private contributions on the maintenance estimate of Rs. 3,000 for 1905, and transact such other business as may come before it.

H. WACE,  
Chairman.

Provincial Road Committee's Office,  
Kandy, October 14, 1905.

NOTICE is hereby given that the Governor, with the advice and consent of the Legislative Council, having agreed to grant the under-mentioned sum for the maintenance of the under-mentioned road for 1905, the Provincial Road Committee, acting under the provisions of "The Branch Roads Ordinance,

1896," have assessed the proportion due by each estate in the district interested in the repair of the said road, as follows:—

#### ROAD FROM MASKELIYA TO CRUDEN. (Estimate No. 288 of 1905.)

Government moiety	..	Rs. 900
Private contribution	..	Rs. 900

1st section, 27.68 lines.

Total acreage, 5,078—Moiety of cost, Rs. 121.09—  
Sectional rate, .0238c.—Total rate, .0238c.

Proprietors or Agents.	Estates.	Acreage.	Rs. c.
J. M. Robertson & Co.	Glentilt	.. 467	.. 11 16
Sir Thomas Lipton	Bunyan	.. 308	.. 7 38
Do.	Ovooca	.. 255	.. 6 11
J. M. Robertson & Co.	Mocha	.. 588	.. 14 4
G. B. de Mowbray	Dotale	.. 108	.. 2 62

1st to 2nd section, 80.48 lines.

Total acreage, 3,352—Moiety of cost, Rs. 231.62—  
Sectional rate, .0690c.—Total rate, .0928c.

G. C. Alston	..	Queensland	.. 281	.. 26 13
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1st to 4th section, 159.70 lines.

Total acreage, 3,071—Moiety of cost, Rs. 347.62—  
Sectional rate, .1131c.—Total rate, .2059c.

Whittall & Co.	..	Bloomfield	.. 262	.. 54 0
Do.	..	Mottingham	.. 258	.. 53 18
E. H. Bent	..	Dunottar	.. 187	.. 38 56
Colombo Commercial Co., Ltd.	..	Emelina	.. 205	.. 42 26
Whittall & Co.	..	Brunswick	.. 256	.. 52 77
Do.	..	Caskieben	.. 206	.. 42 47
C. M. Henry	..	Midlothian	.. 244	.. 50 29

Proprietors or Agents.	Estates.	Acreage.	Rs.	c.	Amount.
1st to 6th section, 190-08 lines.					
Total acreage, 1,453—Moiety of cost, Rs. 133-47—					
Sectional rate, '0918c.—Total rate, '2977c.					
J. M. Robertson & Co.	Deaside	442	131	64	
R. Cotesworth	Lower Cruden	196	57	40	
Wm. Rollo (Geo.)					
Steuart & Co.)	Glenugie	377	112	29	
Do.	Bargrove	205	62	8	
N. Brown	Strathspey	233	69	42	
					833 80

Which sums the proprietors, managers, or agents of the several estates are hereby required to pay into the Colonial Treasury, Colombo, on or before November 3, 1905.

N.B.—Private contributions	Rs.	900	0
Unexpended balance, 1904	Rs.	66	20
Amount to be recovered in 1905 Rs. 833 80			

H. WACE,  
Chairman.

Provincial Road Committee's Office,  
Kandy, October 13, 1905.

NOTICE is hereby given that the Governor, with the advice and consent of the Legislative Council, having agreed to grant the under-mentioned sum for the maintenance of the under-mentioned road for 1905, the Provincial Road Committee, acting under the provisions of "The Branch Roads Ordinance, 1896," have assessed the proportion due by each estate in the district interested in the repair of the said road, as follows:—

#### NORWOOD-UPCOT ROAD.

Estimate No. 291 of 1905.

Government moiety	Rs.	2,500
Private contributions	Rs.	2,500

1st and 2nd sections, 1½ mile.

Total acreage, 5,972—Moiety of cost, Rs. 383-15—  
Sectional rate, '0641c.—Total rate, '0641c.

Proprietors or Agents.	Estates.	Acreage.	Rs.	c.	Amount.
J. P. Evans	Cariglea	238	15	31	

1st to 5th section, 3½ miles.

Total acreage, 5,734—Moiety of cost, Rs. 766-20—  
Sectional rate, '1336c.—Total rate, '1977c.

S. E. Tench	Lanka and Craighill	204	40	39	
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1st to 6th section, 4 miles.

Total acreage, 5,530—Moiety of cost, Rs. 76-63—  
Sectional rate, '0138c.—Total rate, '2115c.

R. Cotesworth	Stockholm	286	60	54	
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1st to 7th section, 4½ miles.

Total acreage, 5,244—Moiety of cost, Rs. 229-90—  
Sectional rate, '0438c.—Total rate, '2553c.

Geo. Steuart & Co.	Mahagala	290	74	9	
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1st to 8th section, 5½ miles.

Total acreage, 4,954—Moiety of cost, Rs. 229-90—  
Sectional rate, '0464c.—Total rate, '3017c.

C. P. Hayes	Mahanilu	290	87	55	
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1st to 9th section, 6 miles.

Total acreage, 4,664—Moiety of cost, Rs. 153-27—  
Sectional rate, '0328c.—Total rate, '3345c.

A. Sikes	Kincora	245	82	2	
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Proprietors or Agents.	Estates.	Acreage.	Rs.	c.	Amount.
1st to 10th section, 6 ¾ miles.					
Total acreage, 4,419—Moiety of cost, Rs. 229-90—					
Sectional rate, '0520c.—Total rate, '3865c.					
G. A. Craib	Gauravilla	706	272	93	
Ceylon Tea Planta- tions Co.	Alton	225	87	3	
Do.	Beaconsfield	168	65	0	
J. S. Stevenson	Blairavon	177	68	48	
F. P. Williams	Minna	268	103	65	

1st to 12th section, 7 9/10 miles.

Total acreage, 2,875—Moiety of cost, Rs. 352-55—  
Sectional rate, '1226c.—Total rate, '5091c.

Mackwood & Co.	Scarborough	276	140	59	
H. C. H. Heycock	Ormidale	350	178	26	
Mackwood & Co.	Anandale	296	150	77	
Whittall & Co.	Cleveland	184	93	75	
Geo. Steuart & Co.	Caledonia and Mariacotta	409	208	30	
C. B. Portman	Suriakanda	221	112	59	
F. G. A. Lane	Fairlawn	297	151	28	
H. C. Kennedy	Glencoe (Bar- gany)	208	105	97	
D. J. Macgregor	Mincing Lane	194	98	84	
D. Elkington	Ladbrook	208	105	97	
Ceylon Tea Planta- tions Co.	Upcot	232	118	19	
					2,421 50

Which sums the proprietors, managers, or agents of the several estates are hereby required to pay into the Colonial Treasury, Colombo, on or before November 15, 1905.

N.B.—Private contributions	Rs.	2,500	0
Unexpended balances, 1904	Rs.	78	50
Amount to be recovered in 1905 Rs. 2,421 50			

H. WACE,  
Provincial Road Committee's Office, Chairman.  
Kandy, October 25, 1905.

#### Kellie-Pen-y-lan Road.

NOTICE is hereby given that in terms of section 11 of the Estates Road Ordinance, No. 12 of 1902, a general meeting of the proprietors or resident managers of the estates interested in the above road will be held at the Pen-y-lan Pavilion on Monday, November 6, 1905, at 3 P.M., for the purpose of electing a Local Committee to perform the duties imposed upon the said Committee by the Ordinance.

Notice is also given that the Local Committee will, as soon as elected, in terms of section 18 of the Ordinance, after receiving objections, if any, and taking evidence, if necessary, determine and make report to the Provincial Committee on—

- (1) The sections into which the road is to be divided for upkeep assessments.
- (2) The estates which, in their opinion, are interested in, and will use each section of the road or of any part thereof.
- (3) The acreage or reputed acreage of the land belonging to each estate.
- (4) The names of the proprietors, resident managers, or superintendents and of the agents.

The general meeting for the election of the Local Committee must consist of such number of proprietors or resident managers within the district as shall represent not less than one-third of the acreage.

H. WACE,  
Chairman.

Provincial Road Committee's Office,  
Kandy, October 24, 1905.

## LOCAL BOARD NOTICES.

NOTICE is hereby given to persons residing within the limits of the Local Board of Hatton-Dikoya that the Board, acting under the provisions of section 36 of the Ordinance No. 13 of 1898, has resolved that an annual tax be imposed for the year 1906 on all carriages, carts, hackeries, horses, ponies, mules, bullocks, asses, and dogs kept or used within the town for which such Board is constituted, and which are not (as respect carts, carriages, and coaches), the carts, carriages other than hackeries, and coaches referred to in section 29 of the Ordinance No. 13 of 1898 at the rate specified in the schedule hereto annexed:—

	Rs. c.
For every carriage of whatever description other than a cart, hackery, or jinricksha ..	4 0
For every cart, hackery, or jinricksha of whatever description ..	2 0
For every horse, pony, or mule ..	1 0
For every bullock, or ass ..	0 50
For every dog ..	1 0

H. WACE,  
Chairman.

Local Board Office,  
Hatton, October 22, 1905.

NOTICE is hereby given to persons residing within the limits of the Local Board of Hatton-Dikoya that the Board, acting under the provisions of section 35 of the Ordinance No. 13 of 1898, has resolved that on account of the year 1906 a tax payable in six days' labour be imposed upon all persons residing within the limits of the said Board, who, if the Ordinance No. 31 of 1884 had not been passed, would have been liable, under the provisions of the Ordinance No. 10 of 1861, to the performance of labour for the maintenance of the roads or other public means of communication by land or by water.

Such labour may be commuted by a money-payment of Re. 1.50 on or before March 31, 1906.

H. WACE,  
Chairman.

Local Board Office,  
Hatton, October 22, 1905.

IT is hereby notified that the Local Board of Health and Improvement of the town of Matale has, with the sanction of His Excellency the Lieutenant-Governor in Executive Council, in terms of section 30 of "The Local Boards' Ordinance, 1898," imposed and levied for the year 1906 over and above the sum necessary for the maintenance of the police of the

same town a rate of two and one-half per centum on the annual value of all houses and buildings of every description and all lands and tenements within the said town of Matale, subject to the provisions of the aforesaid section, as the rate to endure for the period of twelve months from January 1 to December 31, 1906.

R. B. HELINGS,  
Chairman.

Local Board Office,  
Matale, October 9, 1905.

UNDER the provisions of the 11th and 12th sections of the Local Board of Health and Improvement Ordinance, No. 13 of 1898, I hereby give notice of my intention to hold a meeting at the Matara Kachcheri on Monday, December 11, 1905, at 1 o'clock P.M., for the election of three Unofficial Members to serve on the Board of Health and Improvement of the town of Matara for the space of two years from January 1, 1906, to December 31, 1907.

H. L. CRAWFORD,  
Government Agent.

Galle Kachcheri,  
October 18, 1905.

IT is hereby notified that the Board of Health of Ambalangoda has, in terms of section 7 of Ordinance No. 18 of 1892, and section 2, sub-section 3, of Ordinance No. 13 of 1905, made and assessed during the year 1906 a rate of 4 per cent. on the annual value of houses and buildings of every description and lands and tenements in the town of Ambalangoda, as defined by and for the purpose of the said Ordinance by Proclamation dated November 12, 1900.

H. L. CRAWFORD,  
Chairman.

Galle Kachcheri,  
October 14, 1905.

NOTICE is hereby given that a meeting will be held at 9 A.M. on Saturday, December 2, 1905, at the Kurunegala Kachcheri to elect three Unofficial Members of the Local Board of Health and Improvement of the town of Kurunegala for the years 1906 and 1907, under the provisions of the 8th clause of the Local Boards' Ordinance, No. 13 of 1898.

S. M. BURROWS,  
Chairman.

Local Board Office,  
Kurunegala, October 23, 1905.