

Ceylon Government Gazette

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PART I.—General: Minutes, Proclamations, Appointments, and General Government Notifications.

PART II.—Legal and Judicial.

PART III.—Provincial Administration.

PART IV.—Land Settlement.

PART V.—Mercantile, Marine, Municipal, Local, &c.

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UNOFFICIAL ANNOUNCEMENTS.

MEMORANDUM OF ASSOCIATION OF THE SUNDERLAND (CEYLON) RUBBER COMPANY, LIMITED.

1. The name of the Company is "THE SUNDERLAND (CEYLON) RUBBER COMPANY, LIMITED."
2. The Registered office of the Company is to be established at No. 2, Queen street, Fort, Colombo, Ceylon.
3. The objects for which the Company is established are:—
 - (1) To complete the purchase and acquisition of certain Service Tenure allotments of land situate (in the Kelani Valley) in the village Bulugahapitiya in the Kuruwitu korale of the Sabaragamuwa Province of Ceylon.
 - (2) To purchase, take on lease or in exchange, hire, or otherwise acquire any estate or estates, land or lands in the Sabaragamuwa Province aforesaid or elsewhere, and any rights of way, water rights, and other rights, privileges, and easements, and concessions, and any factories, machinery, implements, tools, live and dead stock, stores, effects, and other property, real or personal, immovable or movable, of any kind, or any share or shares thereof, or interest therein.
 - (3) To hold, use, clear, open, plant, cultivate, work, manage, improve, carry on, and develop the undertaking, lands, and real and personal, immovable and movable estate, or property and assets of any kind of the Company, or any part thereof.
 - (4) To plant, grow, and produce rubber, tea, coffee, coconuts, cinchona, cacao, cardamoms, rhea, ramie, plants, trees, and other natural products or produce of any kind in Ceylon or elsewhere.

- (5) To treat, cure, prepare, manipulate, submit to any process of manufacture, and render marketable (whether on account of the Company or others) rubber, tea, coffee, or any other such products or produce as aforesaid, or any articles or things whatsoever; and to buy, sell, export, import, trade, and deal in rubber, tea, coffee, and other products, wares, merchandise, articles, and things of any kind whatsoever, either in a prepared, manufactured, or raw state, and either by wholesale or retail.
- (6) To carry on in Ceylon, or elsewhere, all or any of the following business, that is to say: planters of rubber, tea, coffee, or any other such products or produce as aforesaid in all its branches; carriers of passengers and goods by land or by water; forwarding agents, merchants, exporters, importers, traders, engineers; proprietors of docks, wharves, jetties, piers, warehouses, and boats; and of tug owners and wharfingers; and any other business which can or may conveniently be carried on in connection with the above, or any of them.
- (7) To acquire or establish and carry on any other business, manufacturing, shipping, or otherwise, which can be conveniently carried on in connection with any part of the Company's general business 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.
- (8) To purchase rubber, tea leaf, coffee, and (or) other raw products, or produce, for manufacture, manipulation, and (or) sale.
- (9) 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 or deposits or products, and generally to carry on the business of mining in all branches.
- (10) To purchase, take in exchange, hire, or otherwise acquire and hold boats, barges, tugs, launches, and vessels of any description whatsoever; and to purchase, take in exchange, hire, or otherwise acquire and hold vans, omnibuses, carriages, and carts, and other vehicles of any description whatsoever; and to purchase, take in exchange, hire, or otherwise acquire and hold all live and dead stock, chattels, and effects required for the maintenance and working of the business of carriers 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 conveniently be carried on in connection with the above respectively.
- (11) To build, make, construct, equip, maintain, improve, alter, and work rubber and tea factories, coconut and coffee curing 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.
- (12) To cultivate, manage, and superintend estates and properties in Ceylon and 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.
- (13) To engage, employ, maintain, and dismiss managers, superintendents, assistants, clerks, coolies, and other servants and labourers; 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.
- (14) 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 such arrangements, rights, privileges, and concessions.
- (15) To procure the Company to be registered or established in the Island of Ceylon; and, if and when necessary or thought advisable, elsewhere.
- (16) 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.
- (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, or 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, revenues, 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 the moneys secured thereby or any part or parts thereof and to re-borrow.
- (19) 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.
- (20) To make, accept, endorse, execute, and issue promissory notes, bills of exchange, and other negotiable or transferable instruments.
- (21) 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.
- (22) To do all or any of the above things in any part of the world, and either as principals, agents, contractors, or otherwise, and either alone or in conjunction with others, and either by or through agents, sub-contractors, trustees, or otherwise, and generally to carry on any business or effectuate any object of the Company.
- (23) To sell, let, lease, underlease, exchange, surrender, transfer, deliver, charge, mortgage, dispose of, turn to account, or otherwise deal with all or any part of the undertaking, property, and rights of the Company for such consideration as the Company think fit, and in particular in consideration of rents, moneys, or securities for money, shares, debentures, or securities of any other Company or companies having objects altogether or in part similar to those of the Company.
- (24) To acquire by purchase for money, shares, bonds, or otherwise, and undertake all or any part of the business, property, assets, and liabilities of any person or persons, company or companies, 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.
- (25) 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 (whether fully paid up or partly 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.
- (26) To enter into partnership, or into any arrangement for sharing profits, union of interest, reciprocal concession, amalgamation, or co-operation with any person or persons, corporation, or company carrying on, or about to carry on, or engage in, any business or transaction which this Company is authorized to carry on, or engage in or any business or transaction capable of being conducted so as directly or indirectly to benefit 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, reissue with or without guarantee, or otherwise deal with, such shares or securities.
- (27) To form, constitute, or promote any other Company or companies for the purpose of acquiring all or any of the property, rights, and liabilities of this Company, or for any other purpose which may seem directly or indirectly calculated to benefit this Company.
- (28) To accept as consideration for the sale or disposal of the whole or any part of the undertaking, lands, real or personal, immovable or movable, estate or property or assets of this Company or in discharge of any other consideration to be received by this Company, money, or shares (whether fully paid up or partly paid up) or any other company or companies, or the debentures or debenture stock or obligations of any company or companies, or person, or partly one and partly any other or others.
- (29) 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.
- (30) To do all such other things as shall or may be deemed by the Company 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 that the "other objects" specified in and one 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 Four hundred and Fifty thousand Rupees (Rs. 450,000), divided into Six thousand (6,000) shares of Seventy-five Rupees (Rs. 75) each.

The capital of the Company may be increased or reduced in manner specified in the Articles of Association, and provided by law. And the shares forming the capital (original, increased, or reduced) of the Company may be sub-divided, or consolidated, or 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.
REGINALD HUYSHE ELIOT, Norwood, Ceylon	One
GEORGE HAY ALSTON, Colombo	One
WILLIAM HENRY FIGG, Colombo	One
THOMAS CHRISTOPHER HUXLEY	One

By his Attorney
W. HENRY FIGG.

Witness to the above signatures at Colombo, this 22nd day of January, 1907:

F. LIESCHING,
Proctor, Supreme Court.

NEANDER WARBURTON DAVIES, Portswood, Kandepola, Ceylon One

Witness to the signature of NEANDER WARBURTON DAVIES at Kandepola, this 29th day of January, 1907:

S. P. BLACKMORE, Planter, Carolina, Watawala.

PERCY HOWARD ASTE, Bin-oya, Rosella One

Witness to the signature of PERCY HOWARD ASTE at Hatton, this 4th day of February, 1907:

F. LIESCHING,
Proctor, Supreme Court.

FORBES GRIFFITH SAUNDER, Nuwara Eliya One

Witness to the signature of FORBES GRIFFITH SAUNDER at Nuwara Eliya, this 18th day of February, 1907:

F. LIESCHING,
Proctor, Supreme Court.

ARTICLES OF ASSOCIATION OF THE SUNDERLAND (CEYLON) RUBBER COMPANY, LIMITED.

It is agreed as follows :—

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 the 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.

INTERPRETATION.

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, viz.:—

Company.—The word “ Company ” means “ The Sunderland (Ceylon) Rubber Company, 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.

Special resolution and extraordinary resolution.—“ Special resolution ” and “ extraordinary resolution ” have the meanings assigned thereto respectively by “ the Ordinance.”

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 by attorney duly authorized.

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 certain Service Tenure allotments of land situate (in the Kelani Vill'y) in the village of Bulugahapitiya in the Kuruwiti korale, in the Sabaragamuwa Province of Ceylon; and generally proceed to carry out the objects for which it is established and employ and apply its capital as soon after the registration of the Company as the Directors in their discretion shall think fit.

5. *Business to be carried on by Directors.*—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. *The Capital.*—The nominal capital of the Company is Four hundred and Fifty thousand Rupees (Rs. 450,000), divided into Six thousand (6,000) shares of Seventy-five Rupees (Rs. 75) each.

INCREASE OF CAPITAL.

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

Same as original capital.—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 provisions herein contained with reference to the payments of calls and instalments, transfer and transmission, forfeiture, lien, surrender, and otherwise.

REDUCTION OF CAPITAL.

8. *Reduction of Capital.*—The Company may, from time to time, by special resolution, and with the sanction of Court, reduce its capital.

ALTERATION OF CAPITAL.

9. *Consolidation, subdivision, or cancellation of shares.*—The Company may at any time by special resolution consolidate or subdivide its shares, or a portion thereof; or cancel any of its shares which have not been taken up or agreed to be taken up by any person.

DIFFERENT CLASSES OF SHARES.

10. *Preference and deferred shares, &c.*—Any shares that may from time to time be issued or created may be issued or created with any such right of preference, whether in respect of dividend or of payment 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 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 General Meeting of the Company authorizing the issue, or resolving on the creation of the shares, or any other General Meeting of the Company, may from time to time by special resolution determine.

PREMIUM ON SHARES.

11. The General Meeting of the Company authorizing an issue of shares, or resolving on the creation of new shares, may direct that there shall be added to such shares such an amount of premium as such meeting shall consider proper.

CALLS AND INSTALMENTS.

12. *Differences as regards calls.*—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.

13. *Holders to pay instalments.*—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 share.

ORIGINAL SHARES.

14. *Original issue.*—Of the original issue of one thousand five hundred shares, one hundred and thirty-four fully paid up shares of the Company shall be issued to the vendor of the Service Tenure allotments aforementioned, or his nominees, in part payment of the purchase price payable to him. The remaining shares shall be under the control of the Directors, who may allot or otherwise dispose of the same to such persons, and on such terms and conditions, as the Directors think fit.

15. *Further issues.*—The Company may from time to time, and until the whole of the capital of the Company is called up, authorize a fresh issue of shares on such terms and conditions as the General Meeting authorizing such issue, or any other General Meeting of the Company, shall direct, and if no such direction shall be given, as the Directors shall determine.

NEW SHARES.

16. *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.

ARRANGEMENTS ON ISSUE OF SHARES.

17. *Control of shares.*—Shares shall, except where otherwise provided, and subject to the provisions of Articles 14 and 18, be allotted at the discretion of and by the Directors, who shall add to such shares such an amount of premium (if any) as the General Meeting of the Company authorizing the issue, or resolving on the creation of the shares, shall have directed, or as the Company may by special resolution determine.

18. *Shares to be offered to Shareholders.*—Subject to any direction to the contrary that may be given by the Company in General Meeting, or any provision to the contrary contained in these Articles, all shares being issued 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 shares at the time held by them; and such offer shall be made by notice to each such registered Shareholder, specifying the number of shares to which he is entitled, and limiting a time within which the offer, if not accepted, will be deemed to be declined. Such shares as shall be declined by the Shareholder, to whom the same shall have been offered, or as shall not be accepted by him within the time specified in that behalf by the Directors, shall after the expiration of such time 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 (subject as aforesaid) allot any shares so being issued, or any portion of them, in payment for any estates or lands or other property being purchased or acquired by the Company, without first offering such shares to the registered Shareholders for the time being of the Company.

SPECIAL PROVISIONS AS TO SHARES.

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 affected without it.

20. *Meetings 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 Shareholder 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 affected 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 Shareholders personally present and entitled to vote at the meeting.

GENERAL PROVISIONS AS TO SHARES.

21. *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.

22. *Payment.*—Payment for shares shall be made, except when otherwise provided, in such manner as the Directors shall from time to time determine and direct.

23. *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 to the day of actual payment.

24. *Shares held by a firm.*—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.

25. *Shares held by two or more persons not in partnership.*—Shares may be registered in the name of two or more persons not in partnership.

26. *One of joint-holders other than a firm may give receipts: only one of joint-holders resident in Ceylon entitled to vote.*—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 only one of such joint Shareholders shall be entitled to the right of voting and of giving proxies and exercising the other rights and powers conferred on a sole Shareholder, and if the joint-holders cannot arrange amongst themselves as to who shall vote or give proxies and exercise such other rights and powers conferred on a sole Shareholder, the Shareholder whose name stands first on the register of shares shall vote or give proxies and exercise those rights and powers; provided, however, that in the event of such first registered Shareholder being absent from the Island, the first registered Shareholder then resident in Ceylon shall vote or give proxies and exercise all such rights and powers as aforesaid.

27. *Survivor of joint-holder, other than a firm, only recognized.*—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.

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.

28. *Company not bound to recognize any interest in share other than that of registered holder or of any person under clause 44.*—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 Article 44 to become a Shareholder in respect of any share.

29. *Certificates.*—The certificates of shares shall be issued under the seal of the Company, and signed by two Directors or by one Director and the Secretary or Secretaries of the Company.

30. *How issued.*—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 the share in respect of which it is issued.

31. *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 may 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.

32. *Certificate to be delivered to the first-named of joint-holders not a firm.*—The certificate of shares registered in the names of two or more persons not a firm shall be delivered to the person first-named on the register.

TRANSFER OF SHARES.

33. *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.

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

35. *No transfer to infant or person of unsound mind.*—No transfer of shares shall be made to an infant or person of unsound mind.

36. *Register of transfers.*—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.

37. *Instrument of transfer.*—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.

38. *Board may decline to register transfers.*—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.

39. *Not bound to state reason.*—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.

40. *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, and a fee of Rs. 2-50, or such other sum as the Directors shall from time to time determine, must be paid; and thereupon the Directors, subject to the powers vested in them by Articles 38, 39, and 41, shall register the transferee as a Shareholder and retain the instrument of transfer.

41. *Directors may authorize registration of transferees.*—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.

42. *Directors not bound to inquire as to validity of transfer.*—In no case shall the Directors be bound to inquire into the validity, legal effect, or genuineness of any instrument of 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, if at all, upon the transferee only.

43. *Transfer Books when to be closed.*—The Transfer Books shall be closed during the fourteen days immediately following each Ordinary General Meeting, including the First General Meeting; also at such other times as the Directors may decide, not exceeding seven days further in any one year.

TRANSMISSION OF SHARES.

44. *Title to shares of deceased holder.*—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.

45. *Registration of persons entitled to shares otherwise than by transfer.*—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, insolvency, or liquidation of any Shareholder, or the marriage of any female Shareholder, or in any other way than by transfer, shall, upon producing such evidence that he sustains the character in respect of which he proposes to act under this clause or of his title as the Company think sufficient, be forthwith entitled, subject to the provisions herein contained, to be registered as a Shareholder in respect of such shares on payment of a fee of Rs. 2.50; or may, subject to the regulations as to transfers hereinbefore contained, transfer the same to some other person.

46. *Failing such registration, shares may be sold by the Company.*—If any person who shall become entitled to be registered in respect of any share under Article 45 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.

SHARES (SURRENDER AND FORFEITURE).

47. *The Directors may accept surrender of shares.*—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.

48. *If call or instalment be not paid, notice to be given to Shareholder.*—If any Shareholder fail to pay any call or instalment on or before the day appointed for the payment for 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 his trustee or assignee in insolvency, 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.

Terms of notice.—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.

In default of payment, shares 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 instalments, interest, and expenses due in respect thereof, be declared forfeited by a resolution of the Board to that effect.

Shareholder still liable to pay money owing at time of forfeiture.—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 the rate of nine per centum per annum, and the Directors may enforce the payment thereof if they think fit.

49. *Surrendered or forfeited shares to be property of Company, and may be sold, &c.*—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.

50. *Effect of surrender or forfeiture.*—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.

51. *Certificate of surrender or forfeiture.*—A certificate in writing under the hands of two of the Directors and of the Secretary or Secretaries 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.

52. *Forfeiture may be remitted.*—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 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 49 hereof, shall be redeemable after sale or disposal.

53. *Company's lien on shares.*—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 by other shares held by such holder or joint-holder or otherwise, and whether due from any such holder individually or jointly with others, including all calls for the making of which resolutions shall have been passed by the Directors, 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.

54. *Lien how made available.*—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 his assignee or trustee 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.

55. *Proceeds how applied.*—The nett proceeds of any sale that takes place under the provisions of Articles 49 and 54 hereof shall be applied in or towards satisfaction of the debt, liability, or engagement that gave rise to the lien, and the residue (if any) paid to such Shareholder or to his representatives.

56. *Certificate of sale.*—A certificate in writing under the hands of two of the Directors and of the Secretary or Secretaries that the power of sale given by Article 54 has arisen and is exercisable by the Company under these presents shall be conclusive evidence of the facts therein stated.

Transfer on sale how executed.—Upon any such sale taking place two of the Directors may execute a transfer of the shares sold to the purchaser thereof, and such transfer, with the certificate last aforesaid, shall confer on the purchaser a complete title to such shares.

CALLS.

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

58. *Calls when made.*—A call shall be deemed to have been made at the time when the resolution authorizing the call was passed at a Board Meeting of the Directors.

59. *Extension of time for payment of call.*—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.

60. *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 instalments shall have been due, shall 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 the actual payment, but the Directors may, when they think fit, remit altogether or in part any sum becoming payable for interest under this Article.

61. *Payment in anticipation of calls at interest.*—The Directors may at their discretion receive from any Shareholder willing to advance the same, and upon such terms as they think fit, all or any part of the amount of his shares beyond the sum actually called up.

BORROWING POWERS.

62. *Power to borrow.*—The Directors shall have power to procure at any time, and 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, but so that the amount at any one time owing in respect of moneys so borrowed or raised shall not without the sanction of a General Meeting, exceed the sum of Ten thousand Rupees (Rs. 10,000).

With the sanction of a General Meeting the Directors shall be entitled to borrow such further sum or sums, and at such rate of interest as such Meeting shall determine.

63. *Security of loans.*—The Directors may, for the purpose of securing the repayment of any such sum or sums of money so borrowed or raised, create and issue any bonds, mortgages, debentures, mortgage debentures, debenture stock, bonds, or obligations of the Company charged upon all or any part of the undertaking, revenue, property, and rights or assets of the Company (both present and future), including uncalled capital or unpaid calls, or give, accept or endorse 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 cancelled or discharged, 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. Every debenture or other instrument issued by the Company for securing the payment of money may be so framed that moneys thereby secured shall be assignable free from any equities between the Company and the person to whom the same may be issued.

64. *Declaration as to borrowing powers.*—A declaration under the Company's seal contained in, or endorsed upon, any of the documents mentioned in the last Article, and subscribed by two or more of the Directors or by one Director and the Secretary or Secretaries, to the effect that the Directors have power to borrow the amount which such document may represent, shall be conclusive evidence thereof in all questions between the Company and its creditors, and no such document containing such declaration shall, as regards the creditor, be void on the ground of its being granted in excess of the aforesaid borrowing power, unless it shall be proved that such creditor was aware that it was so granted.

MEETINGS.

65. *First General Meeting.*—The First General Meeting of the Company 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.

66. *Subsequent General Meetings.*—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 prescribed, at such time and place as may be determined by the Directors.

67. *Ordinary and Extraordinary General Meetings.*—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.

68. *Extraordinary General Meeting.*—The Directors may, whenever they think fit, call an Extraordinary General Meeting, and the Directors shall do so upon a requisition made in writing by not less than one-seventh of the number of Shareholders holding not less than one-seventh of the issued capital and entitled to vote.

69. *Requisition of Shareholders to state object of Meeting; on receipt of requisition Directors to call meeting; and in default Shareholders may do so.*—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.

70. *Notice of resolution.*—Any Shareholder may, on giving not less than ten days' previous notice of any resolution, submit the same to a meeting. Such notice shall be given by leaving a copy of the resolution at the registered office of the Company.

71. *Seven days' notice of meeting to be given.*—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 objects and business of the meeting, shall be given either by advertisement in the *Ceylon Government Gazette* or by notice sent by post, or otherwise served as hereinafter provided, but an accidental omission to give such notice to any Shareholder shall not invalidate the proceedings at any General Meeting.

72. *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 whatever of which special mention shall have been given in the notice or notices upon which the Meeting was convened.

73. *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.

74. *Quorum to be present.*—No business shall be transacted at a 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 three or more Shareholders entitled to vote.

75. *If the quorum not present, meeting to be dissolved or adjourned; adjourned meeting to transact business.*—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.

76. *Chairman of Directors or a Director to be Chairman of General Meeting; in case of their absence or refusal a Shareholder may act.*—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 within 15 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 Chairman.

77. *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.

78. *Chairman with consent may adjourn meeting.*—The Chairman, with 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.

79. *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.

80. *Votes.*—At any meeting every resolution shall be decided by the votes of the Shareholders present in person or by proxy or by attorney duly appointed, 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 proxy and attorney; and unless a poll be immediately demanded in writing by at least three members present in person, and not by proxy or by attorney, at the meeting 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.

81. *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 any business other than the question on which a poll has been demanded.

82. *Poll how taken.*—If at any meeting a poll be demanded by notice in writing signed by three Shareholders present in person, and not by proxy or by attorney, at the meeting and entitled to vote, which notice shall be delivered during the meeting to the Chairman, the meeting shall, if necessary, be adjourned, and the poll shall be taken at such time and in such a 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 attorney, and the result of such poll shall be deemed to be the resolution of the Company in such meeting.

83. *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.

84. *Number of votes to which Shareholder entitled.*—On a show of hands every Shareholder present in person or by proxy or attorney shall have one vote only. In case of a poll every Shareholder present in person or by proxy or attorney shall (except as provided for in the Article immediately following, have one vote for every one share held by him up to ten. He shall have an additional vote for every ten shares held by him beyond the first ten shares up to one hundred shares, and an additional vote for every twenty-five shares held by him beyond the first one hundred shares. When voting on a resolution involving the winding up of the Company every Shareholder shall have one vote for every share held by him.

85. *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, 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.

86. *Voting in person or by proxy.*—Votes may be given either personally, or by proxy, or by attorney duly authorized.

87. *Non-Shareholder not to be appointed proxy.*—No person shall be appointed a proxy who is not a Shareholder of the Company; but the attorney of a Shareholder, even though not himself a Shareholder of the Company, may represent and vote for his principal at any meeting of the Company.

88. *Shareholder in arrear or not registered one month previous to the meeting not to vote.*—No Shareholder shall be entitled to vote or speak at any General Meeting unless all calls due from him on his shares, or any of them, shall have been paid; and no Shareholder other than the trustee or assignee of a bankrupt or insolvent or representative of a deceased Shareholder, or person acquiring by marriage, shall be entitled to vote or speak at any meeting held after the expiration of three months from the registration of the Company, in respect of or as the holder of any share which he has acquired by transfer, unless he has been at least one month previously to the time of holding the meeting at which he proposes to vote or speak duly registered as the holder of the share in respect of which he claims to vote or speak.

89. *Proxy to be printed or in writing.*—The instrument appointing a proxy shall be printed or written, and shall be signed by the appointor, or if such appointor be a corporation, it shall be sealed with the common seal of such corporation.

90. *When proxy to be deposited.*—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.

91. *Form of proxy.*—The instrument appointing a proxy may be in the following form:—

The Sunderland (Ceylon) Rubber Company, 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 _____.

92. *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 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.

93. *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.

DIRECTORS.

94. *Number of Directors.*—The number of Directors shall never be less than three or more than six.

95. *Their qualification and remuneration.*—The qualification of a Director shall be his holding in his own right shares in the Company, whether fully paid up or partly paid up, of the total nominal value of at least One thousand Rupees (Rs. 1,000), and upon which, in the case of partly paid up shares, all calls for the time being made shall 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 Three thousand Rupees (Rs. 3,000) 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 for special or extra services hereinafter referred to nor any extra remuneration to the Managing Directors of the Company.

96. *Appointment of first Directors and duration of their office.*—The first Directors shall be Joseph John Binns of Bainbridge Holme, Sunderland, England, George Hay Alston of Colombo, R: Huyshe Eliot of Norwood, and Robert Kohlhoff Clark of Dunkeld, Dikoya, Ceylon, who shall hold office till the first Ordinary General Meeting, when they shall all retire, but shall be eligible for re-election.

97. *Directors may appoint Managing Director or Directors; his or their remuneration.*—One or more of the Directors may be appointed by the Directors to act as Secretary or Secretaries, Managing Director or Managing Directors, Visiting Agent or Visiting Agents of the Company, or Superintendent or Superintendents of any of the Company's estates, for such time, and on such terms, as the Directors may determine or fix by agreement with the person or persons appointed to the office, and the Directors may from time to time revoke such appointment, and appoint another or others Secretary or Secretaries, Managing Director or Managing Directors, Visiting Agent or Agents, or Superintendent 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.

98. *Appointment of successors to Directors.*—The 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 General Meeting. The General Meeting may also fill up any other vacancies occurring amongst the Directors.

99. *Board may fill up vacancies.*—The Board shall have power at any time and from time to time before the First Ordinary General Meeting to supply any vacancies in their number arising from death, resignation, or otherwise.

100. *Duration of office of Director appointed to vacancy.*—Any casual vacancy occurring in the number of Directors subsequent to the First Ordinary General Meeting may be filled up by the Directors, but any person so chosen shall retain his office so long only as the vacating Director would have retained the same if no vacancy had occurred.

101. *To retire annually.*—At the Second Ordinary General Meeting and at the Ordinary General Meeting in every subsequent year one of the Directors for the time being shall retire from office as provided in Article 102.

102. *Retiring Directors how determined.*—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.

103. *Retiring Directors eligible for re-election.*—Retiring Directors shall be eligible for re-election.

104. *Decision of question as to retirement.*—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.

105. *Number of Directors how increased or reduced.*—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.

106. *If election not made, retiring Director to continue until next meeting.*—If at any meeting at which an election of a Director ought to take place the place of the retiring Director is not filled up, the retiring Director may continue in office until the First Ordinary 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.

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

108. *When office of Director to be vacated.*—The office of 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.

But the above rule shall be subject to the following exceptions:—

Exceptions.—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 proctor, or by his being a member of a firm who are agents, or secretaries, or proctors of the Company. Nevertheless, he shall not vote in respect of any contract work or business in which he may be personally interested.

109. *How Directors removed and successors appointed.*—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, and 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.

110. *Indemnity to Directors and others for their own acts and for the acts of others.*—Every Director or officer, 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 own wilful acts or defaults; and no Director or officer, nor the heirs, executors, or administrators of any Director or officer, shall be liable for any other Director or officer, or for joining in any receipt or other acts of conformity, or for any loss or expense happening to the Company by the insufficiency or deficiency of any 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 tortious 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.

111. *No contribution to be required from Directors beyond amount, if any, unpaid on their shares.*—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.

POWERS OF DIRECTORS.

112. *Management and expenses.*—The business of the Company shall be managed by the Directors either by themselves or through a managing Director, and with the assistance of an agent or agents, secretary or secretaries of the Company to be appointed by the Directors for such 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, incorporation, and registration of the Company, and paid or incurred in connection with the placing of the shares of the Company, and in and about the valuation,

purchase, lease, or acquisition of the said allotments of land situate in the village B'ugahapitiya afore-mentioned and of any other lands, estates, or property, or any share or shares thereof, or interest therein, that the Company may hereafter purchase, lease, or acquire, and in and about the opening, clearing, planting, cultivation, and development thereof, and otherwise in or about the working and business of the Company.

113. *Working arrangements.*—The Directors shall have power to make, and may make, such rules or regulations for the management of the business of the Company in such manner 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, visiting agents, superintendents, inspectors, 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 enter into agreements in connection therewith, and from time to time determine the duties of all persons so appointed; 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, secretaries, treasurers, accountants, officers, visiting agents, superintendents, inspectors, assistants, clerks, artisans, labourers, or servants of the Company, for such reasons as they may think proper and advisable, and without assigning any cause for so doing.

114. *Legal advisers.*—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.

115. *Banking arrangements.*—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 signature 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 or appointments to any proctor or proctors, and other documents on behalf of and to further the interests of the Company.

116. *Arrangements for amalgamation or sale.*—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, 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.

117. *General powers.*—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 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 executed 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 regulations had not been made.

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

118. *Special powers.*—In furtherance and not in limitation of, and without prejudice to, the general powers conferred or implied in the last preceding Article 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:—

- (1) To take such steps as they think fit to carry into effect the purchase and acquisition of the said allotments of land situate in the village of Bu'ugahapitiya afore-mentioned subject to the terms and conditions contained in the Service Tenure Register or in any grants, transfers, or other instruments affecting the several portions of such allotments, or any modifications thereof.
- (2) To institute, conduct, defend, compound, or abandon any action, suit, prosecution, or legal proceedings by and 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 and demands made by or against the Company.
- (3) To refer any claim or demand made by or against the Company to arbitration, and observe and perform or enforce the award.
- (4) To make and give receipts, releases, and other discharges for money payable to the Company, and for claims and demands of the Company.
- (5) 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.
- (6) To invest any of the moneys of the Company which the Directors may consider not 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.
- (7) From time to time to provide for the management of the affairs of the Company abroad in such manner as they think fit, and to establish any local boards or agencies for managing any of the affairs of the Company abroad, and to appoint any persons to be members of such local board, or any managers or agents abroad, and to fix their remuneration.
- (8) From time to time and at any time 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 hereby made exercisable by the Directors, except those relating to shares and any others as to which special provisions inconsistent with such delegation are herein contained; and to fix the remuneration of, and at any time to remove, such Director or other person or company, and to annul or vary any such delegation.

The Directors shall not however be entitled to delegate any powers of borrowing or charging the property of the Company to any agent of the Company or other person, except by instrument in writing, which shall specifically state the extent to which such powers may be used by the person or persons to whom they are so delegated, and compliance therewith shall be a condition precedent to the exercise of these powers.

PROCEEDINGS OF DIRECTORS.

119. *Meeting of Directors.*—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.

120. *A Director may summon meeting of Directors.*—A Director may at any time summon a meeting of Directors.

121. *Who is to preside at meetings of Board.*—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 is 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.

122. *Questions at meetings how decided.*—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 thereof shall have a casting vote in addition to his vote as a Director.

123. *Board may appoint committees.*—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.

124. *Acts of Board or committee valid notwithstanding informal appointment.*—The acts of the Board or of any committee appointed by the Board shall, notwithstanding any vacancy in the Board or committee, or defect in the appointment 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 every person had been duly appointed, provided the same be done before the discovery of the defect.

125. *Regulation of proceedings of Committees.*—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 be not superseded by the express terms of the appointment of such committees respectively, or any regulation imposed by the board.

126. *Resolution in writing by all the Directors as valid as if passed at a meeting of Directors.*—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.

127. *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 resolutions and proceedings of all General Meetings.
- (d) Of the resolutions and proceedings of all meetings of the Directors; and of the committees appointed by the Board.
- (e) Of all orders made by the Directors.

128. *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 persons, 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, 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.

129. *The use of the seal.*—The seal of the Company shall not be used or affixed to any deed or instrument except in the presence of two or more of the Directors, or of one Director and the Secretary or Secretaries, of the Company 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 or duly authorized manager, attorney, or agent of the said firm signing for and on behalf of the said firm as such Secretaries.

ACCOUNTS.

130. *What accounts to be kept.*—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 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.

131. *Accounts how and when open to inspection.*—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 the statutes or authorized by the Directors, or by a resolution of the Company in General Meeting.

132. *Statement of accounts and balance sheet to be furnished to General Meetings.*—At the Ordinary General Meeting in every year the Directors shall lay before the Company a statement of the profit and loss account of the preceding year, and a balance sheet containing a summary of the property and liabilities of the Company made up to the end of the previous year.

133. *Report to accompany statement.*—Every such statement shall be accompanied by a report 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 Shareholders, and the statement, report, and balance sheet shall be signed by the Directors.

134. *Copy of balance sheet to be sent to Shareholders.*—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.

135. *Division of profits.*—Subject to the rights of Shareholders entitled to shares issued upon special condition, the profits of the Company shall be divisible among the Shareholders in proportion to the amount paid up on the shares held by them respectively. Provided, nevertheless, that where capital is paid up in advance of calls upon the footing that the same shall carry interest, such capital shall not, whilst carrying interest, confer a right to participate in profits.

DIVIDENDS, BONUS, AND RESERVE FUND.

136. *Declaration of dividend.*—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 according to their rights and interest in the profits, but no dividend shall be payable except out of nett profits.

137. *Interim dividend.*—The Directors may from time to time pay to the Shareholders such interim dividends as in their judgment the position of the Company justifies.

138. *Reserve fund.*—Previously to the Directors recommending any dividend, they may 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 shall think fit, or place the same in fixed deposit in any bank or banks.

139. *Application thereof.*—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, or for the repair or renewal or extension of the property or plant connected with the business of the Company or any part thereof, or for any other purpose of the Company which they may from time to time deem expedient.

140. *Unpaid interest or dividend not to bear interest.*—No unpaid interest or dividend or bonus shall ever bear interest against the Company.

141. *No Shareholder to receive dividend while debt due to Company.*—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 however.

142. *Directors may deduct debt from the dividends.*—The Directors may deduct from the dividend or bonus payable to any Shareholder all sums of money due from him (whether alone or jointly with any other person) to the Company, and notwithstanding such sums shall not be payable until after the date when such dividend is payable.

143. *Notice of dividend; forfeiture of unclaimed dividend.*—Notice of all interest, or dividends, or bonuses to become payable shall be given to each Shareholder entitled thereto; and all interest, or dividends, or bonuses unclaimed by any Shareholder for three years after notice thereof is given may be forfeited by a resolution of the Board of Directors for the benefit of the Company, and if the Directors think fit may be applied in augmentation of the reserve fund.

144. *Shares held by a firm.*—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.

145. *Joint-holders other than a firm.*—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.

AUDIT.

146. *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.

147. *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.

148. *Appointment and retirement of Auditors.*—The Directors shall appoint the first Auditors of the Company and fix their remuneration; and all future Auditors, except as hereinafter 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 General Meeting after their respective appointments or until otherwise ordered by a General Meeting.

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

150. *Remuneration of Auditors.*—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.

151. *Casual vacancy in number of Auditors how filled up.*—If any vacancy that may occur in the office of Auditor 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.

152. *Duty of Auditors.*—Every Auditor shall be supplied with a copy of the balance sheet intended to be laid before the next Ordinary General Meeting, 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 especially as he may think fit.

153. *Company's accounts to be opened to Auditors for audit.*—All accounts, books, and documents whatsoever of the Company shall at all times be open to the Auditors for the purpose of audit.

NOTICES.

154. *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.

155. *Shareholders to register address.*—Every Shareholder resident in Ceylon 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.

156. *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.

Service of notices.—A notice may be served by the Company upon any Shareholder, either personally or by sending it 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 for all purposes, notwithstanding that the Shareholder to whom such notice is addressed 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 in Ceylon.

157. *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 other than a firm are jointly entitled, be sufficient if given to any one of such persons, and notice so given shall be sufficient notice to all the holders of such shares.

158. *Date and proof of service.*—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 or at or to such address shall be sufficient evidence thereof, and no further evidence shall be necessary.

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

ARBITRATION.

160. *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.

161. *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.

162. *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.

In witness whereof the subscribers to the Memorandum of Association have hereto set and subscribed their names, Reginald Huyshe Eliot, George Hay Alston, William Henry Figg, and Thomas Christopher Huxley at Colombo this 22nd day of January, 1907; Neander Warburton Davies at Kandy this 29th day of January, 1907; Percy Howard Aste at Hatten this 4th day of February, 1907; and Forbes Griffith Saunder at Nuwara Eliya this 18th day of February, 1907.

REGINALD HUYSHE ELIOT.
GEORGE HAY ALSTON.
WILLIAM HENRY FIGG.
THOMAS CHRISTOPHER HUXLEY.

By his Attorney
W. HENRY FIGG.

Witness to the signatures of the first four subscribers:

F. LIESCHING,
Proctor, Supreme Court.

NEANDER WARBURTON DAVIES.

Witness to the signature of NEANDER WARBURTON DAVIES:

S. P. BLACKMORE,
Planter, Carolina, Watawala

PERCY HOWARD ASTE.

Witness to the signature of PERCY HOWARD ASTE:

F. LIESCHING,
Proctor, Supreme Court.

FORBES GRIFFITH SAUNDER.

Witness to the signature of FORBES GRIFFITH SAUNDER:

F. LIESCHING,
Proctor, Supreme Court.

**MEMORANDUM OF ASSOCIATION OF THE MATALE VALLEY CACAO AND RUBBER
COMPANY, LIMITED.**

1. The name of the Company is "THE MATALE VALLEY CACAO AND RUBBER COMPANY, LIMITED."
2. The registered office of the Company is to be established in Kandy.
3. The objects for which the Company is to be established are—
 - (a) To purchase or acquire the Wiharagama and Migahawela Estates situate in the District of Matale, in the Island of Ceylon.
 - (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, coconuts, 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, coconuts, 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 whatsoever.
- (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 securities 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 Seven hundred and fifty thousand Rupees, divided into Seven thousand five hundred 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.
HERBERT W. UNWIN, Colombo One
RICHARD A. BOSANQUET, London One
By his Attorney H. W. UNWIN.	
GILBERT F. TRAILL, London One
By his Attorney HERBERT W. UNWIN.	
D. W. WATSON, Colombo One
W. E. DRURY, Colombo One

Witness to the above signatures this Sixth day of February, 1907 :

V. A. JULIUS,

Proctor, Supreme Court, Colombo.

E. GORDON REEVES, Matale One

KENNETH J. HARPER, Matale One

Witness to the above signatures this Seventh day of February, 1907 :

R. A. G. FESTING,

Ceylon Civil Service, Matale.

ARTICLES OF ASSOCIATION OF THE MATALE VALLEY CACAO AND RUBBER COMPANY, 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 Matala Valley Cacao and Rubber Company, 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 Seven hundred and fifty thousand Rupees (Rs. 750,000), divided into Seven thousand five hundred (7,500) 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.

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 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 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 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.

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 Article 29, 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 12 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 12 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 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 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 Three thousand Pounds (£3,000) 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.

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 Matale Valley Cacao and Rubber Company, 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 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 appropriate a sum not exceeding Rs. 2,500 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 Evelyn Gordon Reeves, Kenneth John Harper, and Herbert William Unwin, 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 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 acquisition of the Wiharagama and Migahawela Estates, 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, 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.

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 at such places and times and in such manner 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 thereof 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 the amount paid on 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.

152. 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 6th day of February, 1907.

H. W. UNWIN.

RICHARD A. BOSANQUET,

By his Attorney

H. W. UNWIN.

GILBERT F. TRAILL,

By his Attorney

H. W. UNWIN.

D. W. WATSON.

W. E. DRURY.

Witness to the above signatures :

V. A. JULIUS,

Proctor, Supreme Court, Colombo.

E. GORDON REEVES.

KENNETH J. HARPER.

Witness to the above signatures this Seventh of February, 1907 :

R. A. G. FESTING.

Ceylon Civil Service, Matale.

MEMORANDUM OF ASSOCIATION OF THE KOROSSA (CEYLON) RUBBER COMPANY, LIMITED.

1. The name of the Company is "THE KOROSSA (CEYLON) RUBBER COMPANY, LIMITED."
2. The registered office of the Company is to be established at No. 1, Castle Hill Street, Kandy, Ceylon.
3. The object for which the Company is established are :—
 - (1) To complete the purchase and acquisition of certain allotments of land situate at Korossa in the Kegalla District of the Sabaragamuwa Province of Ceylon.
 - (2) To purchase, take on lease or in exchange, or otherwise acquire any estate or estates land or lands in the Kegalla District of the Sabaragamuwa Province aforesaid or elsewhere, and any rights of way, water rights, and other rights, privileges, and easements, and concessions, and any factories, machinery, implements, tools, live and dead stock, stores, effects, and other property, real or personal, immovable or movable, of any kind, or any share or shares thereof, or interest therein.
 - (3) To hold, use, clear, open, plant, cultivate, work, manage, improve, carry on, and develop the undertaking lands, and real and personal, immovable and movable estate, or property and assets of any kind of the Company, or any part thereof.
 - (4) To plant grow, and produce rubber, tea, coffee, coconuts, cinchona, cacao, cardamoms, rhea, ramie, plants, trees, and other natural products or produce of any kind in Ceylon or elsewhere.
 - (5) To treat, cure, prepare, manipulate, submit to any process of manufacture, and render marketable (whether on account of the Company or others) rubber, tea, coffee, or any other such products or produce as aforesaid, or any articles or things whatsoever, and to buy, sell, export, import, trade, and deal in rubber, tea, coffee, and other products, wares, merchandise, articles, and things of any kind whatsoever, either in a prepared, manufactured, or raw state, and either by wholesale or retail.

- (6) To carry on in Ceylon, or elsewhere, all or any of the following businesses, that is to say: planters of rubber, tea, coffee, or any other such products or produce as aforesaid in all its branches; carriers of passengers and goods by land or by water; forwarding agents, merchants, exporters, importers, traders, engineers, proprietors of docks, wharves, jetties, piers, warehouses, and boats; and of tug owners and wharfingers; and any other business which can or may conveniently be carried on in connection with the above, or any of them.
- (7) To acquire or establish and carry on any other business, manufacturing, shipping, or otherwise, which can be conveniently carried on in connection with any part of the Company's general business 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.
- (8) To purchase rubber, tea leaf, coffee, and (or) other raw products, or produce, for manufacture, manipulation, and (or) sale.
- (9) 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 or deposits or products, and generally to carry on the business of mining in all branches.
- (10) To purchase, take in exchange, hire, or otherwise acquire and hold boats, barges, tugs, launches, and vessels of any description whatsoever; and to purchase, take in exchange, hire, or otherwise acquire and hold vans, omnibuses, carriages, and carts, and other vehicles of any description whatsoever; and to purchase, take in exchange, hire, or otherwise acquire and hold all live and dead stock, chattels, and effects required for the maintenance and working of the business of carriers 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 conveniently be carried on in connection with the above respectively.
- (11) To build, make, construct, equip, maintain, improve, alter, and work rubber and tea factories, coconut and coffee-curing 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.
- (12) To cultivate, manage, and superintend estates and properties in Ceylon and 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.
- (13) To engage, employ, maintain, and dismiss managers, superintendents, assistants, clerks, coolies, and other servants and labourers; 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 of any such.
- (14) 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 such arrangements, rights, privileges, and concessions.
- (15) To procure the company to be registered or established in the Island of Ceylon; and, if and when necessary or thought advisable, elsewhere.
- (16) 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.
- (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, or 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 the moneys secured thereby or any part or parts thereof and to re-borrow.
- (19) 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.
- (20) To make, accept, endorse, execute, and issue promissory notes, bills of exchange, and other negotiable or transferable instruments.
- (21) 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.
- (22) To do all or any of the above things in any part of the world, and either as principals, agents, contractors, or otherwise, and either alone, or in conjunction with others, and either by or through agents, sub-contractors, trustees, or otherwise, and generally to carry on any business or effectuate any object of the Company.

- (23) To sell, let, lease, underlease, exchange, surrender, transfer, deliver, charge, mortgage, dispose of, turn to account, or otherwise, deal with all or any part of the undertaking, property, and rights of the Company for such consideration as the Company think fit, and in particular in consideration of rents, moneys, or securities for money, shares, debentures, or securities of any other Company or companies having objects altogether or in part similar to those of the Company.
- (24) To acquire by purchase for money, shares, bonds, or otherwise, and undertake all or any part of the business, property, assets, and liabilities of any person or persons, company or companies, 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.
- (25) 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 (whether fully paid up, or partly 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.
- (26) To enter into partnership, or into any arrangement for sharing profits, union of interest, reciprocal concession, amalgamation, or co-operation with any person or persons, corporation, or company carrying on, or about to carry on, or engage, in any business or transaction which this Company is authorized to carry on or engage in, or any business or transaction capable of being conducted so as directly or indirectly to benefit 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 so sell, hold, reissue with or without guarantee, or otherwise deal with, such shares or securities.
- (27) To form, constitute, or promote any other company or companies for the purpose of acquiring all or any of the property, rights, and liabilities of this Company, or for any other purpose which may seem directly or indirectly calculated to benefit this Company.
- (28) To accept as consideration for the sale or disposal of the whole or any part of the undertaking, lands, real or personal, immovable or movable, estate or property or assets of this Company or in discharge of any other consideration to be received by this Company, money, or shares (whether fully paid up or partly paid up) of any other company or companies, or the debentures or debenture stock or obligations of any company or companies, or persons, or partly one and partly any other or others.
- (29) 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.
- (30) To do all such other things as shall or may be deemed by the Company 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 that 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 Shareholders is limited.

5. The nominal capital of the Company is Five hundred thousand Rupees divided into Ten thousand shares of Fifty Rupees each.

The capital of the Company may be increased or reduced in manner specified in the Articles of Association, and provided by law. And the shares forming the capital (original, increased, or reduced) of the Company may be sub-divided, or consolidated, or 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.	
HERBERT WILLIAM UNWIN of Colombo (16-2-07)	..	One
DAVID KERR, Strathdon, Hatton (16-2-07)	..	One
FORBES GRIFFITH SAUNDER, Nuwara Eliya (18-2-07)	..	One
ROBERT HOLME SUMNER SCOTT, Ottery, Dikoya (18-2-07)	..	One
NIGEL INGLESANT LEE, Kandy (21-2-07)	..	One
JAMES ROBERT WIGHT, Kandy (21-2-07)	..	One

Witness to the above signatures :

F. LIESCHING,
Proctor, Supreme Court.

JOHN GODFREY PALMER, Gonagalle, Dikoya One

Witness to the signature of John Godfrey Palmer :

J. H. PARKINSON,
Planter.

ARTICLES OF ASSOCIATION OF THE KOROSSA (CEYLON) RUBBER COMPANY, LIMITED.

It is agreed as follows :—

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 the 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.

INTERPRETATION.

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, viz.:—

Company.—The word “Company” means “The Korossa (Ceylon) Rubber Company, 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.

Special resolution and extraordinary resolution.—“Special resolution” and “extraordinary resolution” have the meanings assigned thereto respectively by “the Ordinance.”

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 by attorney duly authorized.

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 certain Rubber Plantations situate at Korossa in the Kegalla District of the Sabaragamuwa Province of Ceylon ; and generally proceed to carry out the objects for which it is established, and employ and apply its capital as soon after the registration of the Company as the Directors in their discretion shall think fit.

5. *Business to be carried on by Directors.*—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. *The Capital.*—The nominal capital of the Company is Five hundred thousand Rupees divided into Ten thousand shares of Fifty Rupees each.

INCREASE OF CAPITAL.

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

Same as original capital.—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 provisions herein contained with reference to the payments of calls and instalments, transfer and transmission, forfeiture, lien, surrender, and otherwise.

REDUCTION OF CAPITAL.

8. *Reduction of Capital.*—The Company may, from time to time, by special resolution, and with the sanction of Court, reduce its capital.

ALTERATION OF CAPITAL.

9. *Consolidation, subdivision, or cancellation of shares.*—The Company at any time by special resolution consolidate or subdivide its shares, or a portion thereof; or cancel any of its shares which have not been taken up or agreed to be taken up by any person.

DIFFERENT CLASSES OF SHARES.

10. *Preference and deferred shares, &c.*—Any shares that may from time to time be issued or created may be issued or created with any such right of preference, whether in respect of dividend or of payment 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 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 General Meeting of the Company authorizing the issue, or resolving on the creation of the shares, or any other General Meeting of the Company, may from time to time by special resolution determine.

PREMIUM ON SHARES.

11. The General Meeting of the Company authorizing an issue of shares, or resolving on the creation of new shares, may direct that there shall be added to such shares such an amount of premium as such meeting shall consider proper.

CALLS AND INSTALMENTS.

12. *Differences as regards calls.*—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.

13. *Holders to pay instalments.*—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 share.

ORIGINAL SHARES.

14. *Original issue.*—Of the original issue of two thousand shares one thousand eight hundred shall be issued to the vendors of the Korossa Rubber Plantations in full settlement of the purchase price. The remaining shares shall be issued at the discretion of the Directors. The shares so to be issued shall in the first place be offered by the Directors to the original Shareholders of the Company, if they shall at the time be registered Shareholders, as nearly as possible in proportion to the shares at the time held by them; and such offer shall be made by notice to each such Shareholder, specifying the number of shares to which he is entitled, and limiting a time within which the offer if not accepted will be deemed to be declined. Such shares as shall be declined by the original Shareholders to whom the same shall have been offered, or as shall not be accepted by them within the time specified in that behalf by the Directors, shall after the expiration of that time be disposed of by the Directors in manner provided by Article 18. Provided that the Directors may, if they think proper, add a premium to such shares before so disposing of them. 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 original Shareholders of the Company.

15. *Further issues.*—The Company may from time to time, and until the whole of the capital of the Company is called up, authorize a fresh issue of shares, on such terms and conditions as the General Meeting authorizing such issue or any other General Meeting of the Company, shall direct, and if no such direction shall be given, as the Directors shall determine,

NEW SHARES.

16. *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.

ARRANGEMENTS ON ISSUE OF SHARES.

17. *Control of shares.*—Shares shall, except where otherwise provided, and subject to the provisions of Articles 14 and 18, be allotted at the discretion of and by the Directors, who shall add to such shares such an amount of premium (if any) as the General Meeting of the Company authorizing the issue, or resolving on the creation of the shares, shall have directed, or as the Company may by special resolution determine.

18. *Shares to be offered to Shareholders.*—Subject to any direction to the contrary that may be given by the Company in General Meeting, or any provision to the contrary contained in these Articles, all shares being issued 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 shares at the time held by them; and such offer shall be made by notice to each such registered Shareholder, specifying the number of shares to which he is entitled, and limiting a time within which the offer, if not accepted, will be deemed to be declined. Such shares as shall be declined by the Shareholder, to whom the same shall have been offered, or as shall not be accepted by him within the time specified in that behalf by the Directors, shall after the expiration of such time 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 (subject as aforesaid) allot any shares so being issued, or any portion of them, in payment for any estates or lands or other property being purchased or acquired by the Company, without first offering such shares to the registered Shareholders for the time being of the Company.

SPECIAL PROVISIONS AS TO SHARES.

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 Shareholder 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 affected 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 Shareholders personally present and entitled to vote at the meeting.

GENERAL PROVISIONS AS TO SHARES.

21. *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.

22. *Payment.*—Payment for shares shall be made, except when otherwise provided, in such manner as the Directors shall from time to time determine and direct.

23. *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 to the day of actual payment.

24. *Shares held by a firm.*—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 give proxies.

25. *Shares held by two or more persons not in partnership.*—Shares may be registered in the name of two or more persons not in partnership.

26. *One of joint-holders other than a firm may give receipts; only one of joint-holders resident in Ceylon entitled to vote.*—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 only one of such joint Shareholders shall be entitled to the right of voting and of giving proxies and exercising the other rights and powers conferred on a sole Shareholder, and if the joint-holders cannot arrange amongst themselves as to who shall vote or give proxies and exercise such other rights and powers conferred on a sole Shareholder, the Shareholder whose name stands first on the register of shares shall vote or give proxies and exercise those rights and powers; provided, however, that in the event of such first registered Shareholder being absent from the Island the first registered Shareholder then resident in Ceylon shall vote or give proxies and exercise all such rights and powers as aforesaid.

27. *Survivor of joint-holder, other than a firm, only recognized.*—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.

The joint-holders of a share shall be severally as well as jointly liable for the payment of all instalments and all due in respect of such share

28. *Company not bound to recognize any interest in share other than that of registered holder or of any person under clause 44.*—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 Article 44 to become a Shareholder in respect of any share.

29. *Certificates.*—The certificates of shares shall be issued under the seal of the Company and signed by two Directors or by one Director and the Secretary or Secretaries of the Company.

30. *How issued.*—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 the share in respect of which it is issued.

31. *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 may 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.

32. *Certificate to be delivered to the first-named of joint holders not a firm.*—The certificate of shares registered in the names of two or more persons not a firm shall be delivered to the person first-named on the register.

TRANSFER OF SHARES.

33. *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.

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

35. *No transfer to infant or person of unsound mind.*—No transfer of shares shall be made to an infant or person of unsound mind.

36. *Register of transfers.*—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.

37. *Instrument of transfer.*—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.

38. *Board may decline to register transfers.*—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.

39. *Not bound to state reason.*—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 declination shall be absolute.

40. *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

transferer, and a fee of Rs. 2·50, or such other sum as the Directors shall from time to time determine, must be paid; and thereupon the Directors, subject to the powers vested in them by Articles 38, 39, and 41, shall register the transferee as a Shareholder and retain the instrument of transfer.

41. *Directors may authorize registration of transferees.*—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.

42. *Directors not bound to inquire as to validity of transfer.*—In no case shall the Directors be bound to inquire into the validity, legal effect, or genuineness of any instrument of 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, if at all, upon the transferee only.

43. *Transfer Books when to be closed.*—The Transfer Books shall be closed during the fourteen days immediately following each Ordinary General Meeting, including the First General Meeting; also at such other times as the Directors may decide, not exceeding seven days further in any one year.

TRANSMISSION OF SHARES.

44. *Title to shares of deceased holder.*—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.

45. *Registration of persons entitled to shares otherwise than by transfer.*—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, insolvency, or liquidation of any Shareholder, or the marriage of any female Shareholder, or in any other way than by transfer, shall, upon producing such evidence that he sustains the character in respect of which he proposes to act under this clause or of his title as the Company think sufficient, be forthwith entitled, subject to the provisions herein contained, to be registered as a Shareholder in respect of such shares on payment of a fee of Rs. 2·50, or may, subject to the regulations as to transfers hereinbefore contained, transfer the same to some other person.

46. *Failing such registration, shares may be sold by the Company.*—If any person who shall become entitled to be registered in respect of any share under Article 45 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 net 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.

SHARES (SURRENDER AND FORFEITURE).

47. *The Directors may accept surrender of shares.*—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.

48. *If call or instalment be not paid, notice to be given to Shareholder.*—If any Shareholder fail to pay any call or instalment on or before the day appointed for the payment for 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 his trustee or assignee in insolvency, 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.

Terms of notice.—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.

In default of payment, shares 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 instalments, interest, and expenses due in respect thereof, be declared forfeited by a resolution of the Board to that effect.

Shareholder still liable to pay money owing at a time of forfeiture.—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 the rate of nine per centum per annum, and the Directors may enforce the payment thereof if they think fit.

49. *Surrendered or forfeited shares to be property of Company, and may be sold, &c.*—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.

50. *Effect of surrender or forfeiture.*—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.

51. *Certificate of surrender or forfeiture.*—A certificate in writing under the hands of two of the Directors and of the Secretary or Secretaries 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 pur-

chaser 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.

52. *Forfeiture may be remitted.*—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 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 49 hereof, shall be redeemable after sale or disposal.

53. *Company's lien on shares.*—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 by 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 for the making of which resolutions shall have been passed by the Directors, 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.

54. *Lien how made available.*—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 his assignee or trustee 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.

55. *Proceeds how applied.*—The nett proceeds of any sale that takes place under the provisions of Articles 49 and 54 hereof shall be applied in or towards satisfaction of the debt, liability, or engagement that gave rise to the lien, and the residue (if any) paid to such Shareholder or his representatives.

56. *Certificate of sale.*—A certificate in writing under the hands of two of the Directors and of the Secretary or Secretaries that the power of sale given by Article 54 has arisen and is exercisable by the Company under these presents shall be conclusive evidence of the fact therein stated.

Transfer on sale how executed.—Upon any such sale taking place two of the Directors may execute a transfer of the shares sold to the purchaser thereof, and such transfer, with the certificate last aforesaid, shall confer on the purchaser a complete title to such shares.

CALLS

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

58. *Calls when made.*—A call shall be deemed to have been made at the time when the resolution authorizing the call was passed at a Board Meeting of the Directors.

59. *Extension of time for payment of call.*—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.

60. *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 instalments shall have been due, shall 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 the actual payment, but the Directors may, when they think fit, remit altogether or in part any sum becoming payable for interest under this Article.

61. *Payment in anticipation of calls at interest.*—The Directors may at their discretion receive from any Shareholder willing to advance the same, and upon such terms as they think fit, all or any part of the amount of his shares beyond the sum actually called up.

BORROWING POWERS.

62. *Power to borrow.*—The Directors shall have power to procure at any time, and 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, but so that the amount at any one time owing in respect of moneys so borrowed or raised shall not, without the sanction of a General Meeting, exceed the sum of Ten thousand Rupees (Rs. 10,000).

With the sanction of a General Meeting the Directors shall be entitled to borrow such further sum or sums, and at such rate of interest, as such Meeting shall determine.

63. *Security of loans.*—The Directors may for the purpose of securing the repayment of any such sum or sums of money so borrowed or raised, create and issue any bonds, mortgages, debentures, mortgage debentures, debenture stock, bonds, or obligations of the Company charged upon all or any part of the undertaking, revenue, property, and rights or assets of the Company (both present and future), including uncalled capital or unpaid calls, or give, accept or endorse 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 cancelled

or discharged, 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. 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.

64. *Declaration as to borrowing powers.*—A declaration under the Company's seal contained in, or endorsed upon, any of the documents mentioned in the last Article, and subscribed by two or more of the Directors, or by one Director and the Secretary or Secretaries, to the effect that the Directors have power to borrow the amount which such document may represent, shall be conclusive evidence thereof in all questions between the Company and its creditors, and no such document containing such declaration shall, as regards the creditor, be void on the ground of its being granted in excess of the aforesaid borrowing power, unless it shall be proved that such creditor was aware that it was so granted.

MEETINGS.

65. *First General Meeting.*—The First General Meeting of the Company 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.

66. *Subsequent General Meeting.*—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 prescribed, at such time and place as may be determined by the Directors.

67. *Ordinary and Extraordinary General Meetings.*—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.

68. *Extraordinary General Meeting.*—The Directors may, whenever they think fit, call an Extraordinary General Meeting, and the Directors shall do so upon a requisition made in writing by not less than one-seventh of the number of Shareholders holding not less than one-seventh of the issued capital and entitled to vote.

69. *Requisition of Shareholders to state object of Meeting; on receipt of requisition Directors to call meeting, and in default Shareholders may do so.*—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.

70. *Notice of resolution.*—Any Shareholder may, on giving not less than ten days' previous notice of any resolution, submit the same to a meeting. Such notice shall be given by leaving a copy of the resolution at the registered office of the Company.

71. *Seven days' notice of meeting to be given.*—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 objects and business of the meeting, shall be given either by advertisement in the *Ceylon Government Gazette* or by notice sent by post, or otherwise served as hereinafter provided, but an accidental omission to give such notice to any Shareholder shall not invalidate the proceedings at any General Meeting.

72. *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 whatever of which special mention shall have been given in the notice or notices upon which the Meeting was convened.

73. *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 Meeting 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.

74. *Quorum to be present.*—No business shall be transacted at a 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 three or more Shareholders entitled to vote.

75. *If the quorum not present, meeting to be dissolved or adjourned; adjourned meeting to transact business.*—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.

76. *Chairman of Directors or a Director to be Chairman of General Meeting; in case of their absence or refusal a Shareholder may act.*—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 within 15 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 Chairman.

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

78. *Chairman with consent may adjourn meeting.*—The Chairman, with 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.

79. *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.

80. *Votes.*—At any meeting every resolution shall be decided by the votes of the Shareholders present in person or by proxy or by attorney duly appointed, 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 proxy and attorney; and unless a poll be immediately demanded in writing by at least three members present in person, and not by proxy or by attorney, at the meeting 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.

81. *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 any business other than the question on which a poll has been demanded.

82. *Poll how taken.*—If at any meeting a poll be demanded by notice in writing signed by three Shareholders present in person, and not by proxy or by attorney, at the meeting and entitled to vote, which notice shall be delivered during the meeting to the Chairman, the meeting shall, if necessary, be adjourned, and the poll shall be taken at such time and in such a 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 attorney, and the result of such poll shall be deemed to be the resolution of the Company in such meeting.

83. *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.

84. *Number of votes to which Shareholder entitled.*—On a show of hands every Shareholder present in person or by proxy or attorney shall have one vote only. In case of a poll every Shareholder present in person, or by proxy or attorney shall (except as provided for in the Article immediately following) have one vote for every one share held by him up to ten. He shall have an additional vote for every ten shares held by him beyond the first ten shares up to one hundred shares, and an additional vote for every twenty-five shares held by him beyond the first one hundred shares. When voting on a resolution involving the winding up of the Company every Shareholder shall have one vote for every share held by him.

85. *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, 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.

86.—*Voting in person or by proxy.*—Votes may be given either personally, or by proxy, or by attorney duly authorized.

87. *Non-Shareholder not to be appointed proxy.*—No person shall be appointed a proxy who is not a Shareholder of the Company; but the attorney of a Shareholder, even though not himself a Shareholder of the Company, may represent and vote for his principal at any meeting of the Company.

88. *Shareholder in arrear or not registered one month previous to the meeting not to vote.*—No Shareholder shall be entitled to vote or speak at any General Meeting unless all calls due from him on his shares, or any of them, shall have been paid; and no Shareholder other than the trustee or assignee of a bankrupt or insolvent or representative of a deceased Shareholder, or person acquiring by marriage, shall be entitled to vote or speak at any meeting held after the expiration of three months from the registration of the Company, in respect of or as the holder of any share which he has acquired by transfer, unless he has been at least one month previously to the time of holding the meeting at which he proposes to vote or speak duly registered as the holder of the share in respect of which he claims to vote or speak.

89. *Proxy to be printed or in writing.*—The instrument appointing a proxy shall be printed or written and shall be signed by the appointor, or if such appointor be a corporation, it shall be sealed with the common seal of such corporation.

90. *When proxy to be deposited.*—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.

91. *Form of proxy.*—The instrument appointing a proxy may be in the following form:—

The Korossa (Ceylon) Rubber Company, 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 _____

92. *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 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.

93. *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.

DIRECTORS.

94. *Number of Directors.*—The number of Directors shall never be less than three or more than six.

95. *Their qualification and remuneration.*—The qualification of a Director shall be his holding in his own right shares in the Company, whether fully paid up or partly paid up, of the total nominal value of at least One thousand Rupees (Rs. 1,000), and upon which, in the case of partly paid up shares, all calls for the time being shall 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 Four thousand Rupees (Rs. 4,000) 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 for special or extra services hereinafter referred to, nor any extra remuneration to the Managing Directors of the Company.

96. *Appointment of first Directors and duration of their office.*—The first Directors shall be Herbert William Unwin of Colombo, Robert Morison of Neboda, David Kerr of Abergeldie, Watawala, and Frank Liesching of Kandy, all in Ceylon, who shall hold office till the First Ordinary General Meeting, when they shall all retire, but shall be eligible for re-election.

97. *Directors may appoint Managing Director or Directors; his or their remuneration.*—One or more of the Directors may be appointed by the Directors to act as Secretary or Secretaries, Managing Director or Managing Directors, Visiting Agent or Visiting Agents of the Company, or Superintendent or Superintendents of any of the Company's estates, for such time, and on such terms, as the Directors may determine or fix by agreement with the person or persons appointed to the office; and the Directors may from time to time revoke such appointment and appoint another or others Secretary or Secretaries, Managing Director or Managing Directors, Visiting Agent or Agents, Superintendent 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.

98. *Appointment of successors to Directors.*—The 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 General Meeting. The General Meeting may also fill up any other vacancies occurring amongst the Directors.

99. *Board may fill up vacancies.*—The Board shall have power at any time and from time to time before the First Ordinary General Meeting to supply any vacancies in their number arising from death, resignation, or otherwise.

100. *Duration of office of Director appointed to vacancy.*—Any casual vacancy occurring in the number of Directors subsequent to the First Ordinary General Meeting may be filled up by the Directors, but any person so chosen shall retain his office so long only as the vacating Director would have retained the same if no vacancy had occurred.

101. *To retire annually.*—At the Second Ordinary General Meeting and at the Ordinary General Meeting in every subsequent year one of the Directors for the time being shall retire from office as provided in Article 102.

102. *Retiring Directors how determined.*—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.

103. *Retiring Directors eligible for re-election.*—Retiring Directors shall be eligible for re-election.

104. *Decision of question as to retirement.*—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.

105. *Number of Directors how increased or reduced.*—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.

106. *If election not made, retiring Director to continue until next Meeting.*—If at any meeting at which an election of a Director ought to take place the place of the retiring Director is not filled up, the retiring Director may continue in office until the First Ordinary 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.

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

108. *When office of Director to be vacated.*—The office of 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.
 (f) If he is absent from the Island for a period exceeding three months.

But the above rule shall be subject to the following exceptions :—

Exceptions.—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 proctor, or by his being a member of a firm who are agents, or secretaries, or proctors of the Company. Nevertheless, he shall not vote in respect of any contract work or business in which he may be personally interested.

109. *How Directors removed and successors appointed.*—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, and 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.

110. *Indemnity to Directors and others for their own acts and for the acts of others.*—Every Director or officer, 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 own wilful acts or defaults, and no Director or officer, nor the heirs, executors, or administrators of any Director or officer, shall be liable for any other Director or officer, or for joining in any receipt or other acts of conformity, 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 tortious 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.

111. *No contribution to be required from Directors beyond amount, if any, unpaid on their shares.*—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.

POWERS OF DIRECTORS.

112. *Management and expenses.*—The business of the Company shall be managed by the Directors either by themselves, or through a Managing Director, and with the assistance of an agent or agents, secretary or secretaries, of the Company to be appointed by the Directors for such 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 connection with the placing of the shares of the Company, and in and about the valuation, purchase, lease, or acquisition of any lands, estates, or property, or any share or shares thereof, or interest therein, that the Company may hereafter purchase, lease, or acquire, and in and about the opening, clearing, planting, cultivation, and development thereof, and of the said Korossa plantations and otherwise in and about the working and business of the Company.

113. *Working arrangements.*—The Directors shall have power to make, and may make, such rules or regulations for the management of the business of the Company in such manner 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, visiting agents, superintendents, inspectors, 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 enter into agreements in connection therewith, and from time to time determine the duties of all persons so appointed ; 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, secretaries, treasurers, accountants, officers, visiting agents, superintendents, inspectors, assistants, clerks, artizans, labourers, or servants of the Company, for such reasons as they may think proper and advisable, and without assigning any cause for so doing.

114. *Legal advisers.*—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.

115. *Banking arrangements.*—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 signature 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 or appointments to any proctor or proctors, and other documents on behalf of and to further the interests of the Company.

116. *Arrangements for amalgamation or sale.*—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, 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.

117. *General powers.*—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 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 executed 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 regulations had not been made.

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

118. *Special powers.*—In furtherance and not in limitation of, and without prejudice to, the general powers conferred or implied in the last preceding Article 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:—

- (1) To take such steps as they think fit to carry into effect the purchase and acquisition of the Korossa Rubber Plantation, subject to the terms and conditions contained in any grant of the several portions of such property, or any modifications thereof.
- (2) To institute, conduct, defend, compound, or abandon any action, suit, prosecution, or legal proceedings by and 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 and demands made by or against the Company.
- (3) To refer any claim or demand made by or against the Company to arbitration, and observe and perform or enforce the award.
- (4) To make and give receipts, releases, and other discharges for money payable to the Company and for claims and demands of the Company.
- (5) 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.
- (6) To invest any of the moneys of the Company which the Directors may consider not 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 realize such investments.
- (7) From time to time to provide for the management of the affairs of the Company abroad in such manner as they think fit, and to establish any local boards or agencies for managing any of the affairs of the Company abroad, and to appoint any persons to be members of such local board, or any managers or agents abroad, and to fix their remuneration.
- (8) From time to time and at any time 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 hereby made exercisable by the Directors, except those relating to shares and any others as to which special provisions inconsistent with such delegation are herein contained; and to fix the remuneration of, and at any time to remove, such Director or other person or Company, and to annul or vary any such delegation.

The Directors shall not however be entitled to delegate any powers of borrowing or charging the property of the Company to any agent of the Company or other person, except by instrument in writing, which shall specifically state the extent to which such powers may be used by the person or persons to whom they are so delegated, and compliance therewith shall be a condition precedent to the exercise of these powers.

PROCEEDINGS OF DIRECTORS.

119. *Meeting of Directors.*—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.

120. *A Director may summon meeting of Directors.*—A Director may at any time summon a meeting of Directors.

121. *Who is to preside at meetings of Board.*—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 is 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.

122. *Questions at meetings how decided.*—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.

123. *Board may appoint Committees.*—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.

124. *Acts of Board or Committee valid notwithstanding informal appointment.*—The acts of the Board or of any committee appointed by the Board shall, notwithstanding any vacancy in the Board or committee, or defect in the appointment 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 every person had been duly appointed, provided the same be done before the discovery of the defect.

125. *Regulation of proceedings of committees.*—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 be not superseded by the express terms of the appointment of such committees respectively, or any regulation imposed by the Board.

126. *Resolution in writing by all the Directors as valid as if passed at a meeting of Directors.*—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.

127. *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 resolutions and proceedings of all General Meetings.
- (d) Of the resolutions and proceedings of all meetings of the Directors ; and of the committees appointed by the Board.
- (e) Of all orders made by the Directors.

128. *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 Meetings respectively ; 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.

129. *The use of the seal.*—The seal of the Company shall not be used or affixed to any deed or instrument except in the presence of two or more of the Directors, or of one Director and the Secretary or Secretaries, of the Company 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 or duly authorized manager, attorney, or agent of the said firm signing for and on behalf of the said firm as such Secretaries.

ACCOUNTS.

130. *What accounts to be kept.*—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 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.

131. *Accounts how and when open to inspection.*—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 the statutes or authorized by the Directors, or by a resolution of the Company in General Meeting.

132. *Statement of accounts and balance sheet to be furnished to General Meetings.*—At the Ordinary General Meeting in every year the Directors shall lay before the Company a statement of the profit and loss account of the preceding year, and a balance sheet containing a summary of the property and liabilities of the Company made up to the end of the previous year.

133. *Report to accompany statement.*—Every such statement shall be accompanied by a report 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 Shareholders, and the statement, report, and balance sheet shall be signed by the Directors.

134. *Copy of balance sheet to be sent to Shareholders.*—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

135. *Division of profits.*—Subject to the rights of Shareholders entitled to shares issued upon special condition, the profits of the Company shall be divisible among the Shareholders in proportion to the amount paid up on the shares held by them respectively. Provided, nevertheless, that where capital is paid up in advance of calls upon the footing that the same shall carry interest, such capital shall not, whilst carrying interest, confer a right to participate in profits.

DIVIDENDS, BONUS, AND RESERVE FUND.

136. *Declaration of dividend.*—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 according to their rights and interest in the profits, but no dividend shall be payable except out of nett profits.

137. *Interim dividend.*—The Directors may from time to time pay to the Shareholders such interim dividends as in their judgment the position of the Company justifies.

138. *Reserve fund.*—Previously to the Directors recommending any dividend, they may 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 shall think fit, or place the same in fixed deposit in any bank or banks.

139. *Application thereof.*—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, or for the repair or renewal or extension of the property or plant connected with the business of the Company or any part thereof, or for any other purpose of the Company which they may from time to time deem expedient.

140. *Unpaid interest or dividend not to bear interest.*—No unpaid interest or dividend or bonus shall ever bear interest against the Company.

141. *No Shareholder to receive dividend while debt due to Company.*—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 however.

142. *Directors may deduct debt from the dividends.*—The Directors may deduct from the dividend or bonus payable to any Shareholder all sums of money due from him (whether alone or jointly with any other person) to the Company, and notwithstanding such sums shall not be payable until after the date when such dividend is payable.

143. *Notice of dividend; forfeiture of unclaimed dividend.*—Notice of all interest, or dividends, or bonuses to become payable shall be given to each Shareholder entitled thereto; and all interest, or dividends, or bonuses unclaimed by any Shareholder for three years after notice thereof is given may be forfeited by a resolution of the Board of Directors for the benefit of the Company, and, if the Directors think fit, may be applied in augmentation of the reserve fund.

144. *Shares held by a firm.*—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.

145. *Joint-holders other than a firm.*—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 person.

AUDIT.

146. *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.

147. *Qualifications 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.

148. *Appointment and retirement of Auditors.*—The Directors shall appoint the first Auditors of the Company and fix their remuneration; and all future Auditors, except as is hereinafter 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 General Meeting after their respective appointments or until otherwise ordered by a General Meeting.

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

150. *Remuneration of Auditors.*—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.

151. *Casual vacancy in number of Auditors how filled up.*—If any vacancy that may occur in the office of Auditor 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.

152. *Duty of Auditors.*—Every Auditor shall be supplied with a copy of the balance sheet intended to be laid before the next Ordinary General Meeting, 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 especially as he may think fit.

153. *Company's accounts to be opened to Auditors for audit.*—All accounts, books, and documents whatsoever of the Company shall at all times be open to the Auditors for the purpose of audit.

NOTICES.

154. *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.

155. *Shareholders to register address.*—Every Shareholder resident in Ceylon 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.

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.

156. *Service of notices.*—A notice may be served by the Company upon any Shareholder, either personally or by sending it 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 for all purposes, notwithstanding that the Shareholder to whom such notice is addressed 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 in Ceylon.

157. *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 other than a firm are jointly entitled, be sufficient if given to any one of such persons, and notice so given shall be sufficient notice to all the holders of such shares.

158. *Date and proof of service.*—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.

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

ARBITRATION.

160. *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.

161. *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

162. *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.

In witness whereof the subscribers to the Memorandum of Association have hereto set and subscribed their names, Herbert William Unwin and David Kerr at Talawakele, this 16th day of February, 1907; Forbes Griffith Saunder at Nuwara Eliya and Robert Holme Sumner Scott at Hatton, this 18th day of February, 1907; Nigel Inglesant Lee and James Robert Wight at Kandy, this 21st day of February, 1907; and John Godfrey Palmer at Dikoya, this 22nd day of February, 1907.

HERBERT WILLIAM UNWIN,

DAVID KERR.

FORBES GRIFFITH SAUNDER.

ROBERT HOLME SUMNER SCOTT.

NIGEL INGLESANT LEE.

JAMES ROBERT WIGHT.

Witness to the above signatures:

F. LIESCHING,

Proctor, Supreme Court.

JOHN GODFREY PALMER.

Witness to the signature of John Godfrey Palmer:

J. H. PARKINSON,

Planter.

The Nuwara Eliya Hotels Company, Limited.

NOTICE is hereby given that an Extraordinary General Meeting of Shareholders of this Company will be held at the Grand Oriental Hotel, Colombo, at 12 noon, on Saturday, the 23rd instant, to consider the subject of the proposed extension as referred to in the circular from the Managing Director dated the 6th February last.

The following motion will be proposed from the Chair:—

“That the Directors are hereby authorized to carry out the proposed extension of the Grand Hotel with a maximum expenditure of Rs 90,000; and that they are further authorized to arrange for the money required by the issue of 3,000 ordinary shares of Rs. 30 each, to be called up as required, and to take any steps necessary to provide any balance required should not all the new shares be applied for.”

Proxies should be sent in to me before noon on the 22nd instant.

By order,

C. M. C. DE SILVA,
Secretary.
Grand Hotel,
Nuwara Eliya, March 1, 1907.

The Clyde Tea Estates Company, Limited.

NOTICE is hereby given that the Annual Ordinary General Meeting of Shareholders of the above Company will be held at the Company's registered office, No. 22, Baillie street, Fort, Colombo, on Wednesday, 20th March, 1907, at 12.30 P.M.

Business.

1. To receive the Report of the Directors and Accounts for the year 1906.
2. To declare a dividend.
3. To elect a Director.
4. To elect an Auditor for 1907.
5. To transact such other business as may properly come before the meeting.

The Transfer Books of the Company will be closed from the 13th to the 23rd March, 1907, both days inclusive.

By order of the Directors,

LEWIS BROWN & Co.,
Agents & Secretaries.
Colombo, March 4, 1907.

The Tonacombe Estates Co. of Ceylon, Limited.

NOTICE is hereby given that the Thirteenth Ordinary General Meeting of the Shareholders of this Company will be held at Ambewatte House, Slave Island, Colombo, on Thursday, 21st March, 1907, at 3.30 P.M.

Business.

To receive the Directors' Report and Accounts for the year ended 31st December, 1906.

To declare a Dividend.

To appoint an Auditor for the current year, and for such other business as may be brought before the meeting.

(The Transfer Books of the Company will be closed from 9th to 21st March, 1907.)

By order of the Directors,

CUMBERBATCH & Co.,
Agents and Secretaries.
Colombo, March 9, 1907.

The St. George (Ceylon) Rubber Company, Limited.

NOTICE is hereby given that the First Ordinary (Statutory) General Meeting of the Shareholders of this Company will be held at Ambewatte House, Slave Island, Colombo, on Monday, 25th March, 1907, at 4 P.M.

Business.

To receive the Directors' Report and Accounts to 31st December, 1906.

To elect Directors.

To appoint an Auditor for the current year, and for such other business as may be brought before the meeting.

(The Transfer Books of the Company will be closed from 15th to 25th March, 1907.)

By order of the Directors,

CUMBERBATCH & Co.,
Agents and Secretaries.
Colombo, March 9, 1907.

The Shallacary Rubber Company, Limited.

NOTICE is hereby given that the Second Ordinary General Meeting of the Shareholders of the above Company will be held at the office of the Colombo Commercial Company, Limited, Slave Island, on Wednesday, the 20th day of March, 1907, at 3 o'clock in the afternoon, for the following purposes:—

1. To receive the Report of the Directors and the Statement of Accounts to the 31st day of December, 1906.
2. To elect a Director.
3. To appoint an Auditor for 1907.
4. To transact any other business that may be duly brought before the meeting.

By order of the Directors,

COLOMBO COMMERCIAL CO., LIMITED

(JOHN G. WARDROP, Manager),
Agents and Secretaries.

Colombo, March 7, 1907.

The Clyde Tea Estates Company, Limited.

NOTICE is hereby given that an Extraordinary General Meeting of the Shareholders of the above Company will be held at the registered office of the Company, 22, Baillie street, Colombo, on Wednesday, the 20th day of March, 1907, at 12 o'clock noon.

Business.

To authorize the Directors to forthwith issue the balance of nominal capital, viz., Rs. 30,000 in 300 shares of Rs. 100 each at a premium of Rs. 20 per share—payable, Rs. 60 on application on or before 15th April, Rs. 25 on 30th June, Rs. 25 on 30th September, and Rs. 10 on 31st December, 1907, from which latter date the shares will rank for dividend.

The above shares will, in the first instance, be offered *pro rata* to existing Shareholders, but any not applied for on or before 15th April, 1907, will be dealt with as the Directors may think fit.

By order of the Board,

LEWIS BROWN & Co.,
Agents and Secretaries.
Colombo, March 4, 1907.

The Rani Rubber Company, Limited.

NOTICE is hereby given that the Third Annual General Meeting of the Shareholders of the above Company will be held at the office of the Colombo Commercial Company, Limited, Slave Island, on Wednesday, the 20th day of March, 1907, at 3.30 o'clock in the afternoon, for the following purposes:—

1. To receive the Report of the Directors and the Statement of Accounts to the 31st day of December, 1906.
2. To elect a Director.
3. To appoint an Auditor for 1907.
4. To transact any other business that may be duly brought before the meeting.

By order of the Directors,
COLOMBO COMMERCIAL CO., LIMITED
 (JOHN G. WARDROP, Manager),
 Agents and Secretaries.

Colombo, March 7, 1907.

THREE months hence I shall apply to His Excellency the Governor for admission as a Notary Public to practise in the Tamil language in Kattandiyeruppu in the District of Batticaloa.

U. M. YOOSOOF.

Batticaloa, February 26, 1907.

I, JOHN EDWARD DE ZOYSA, a Proctor of the District Court of Negombo, do hereby give notice that I shall, six weeks hence, apply to the Hon. the Judges of the Supreme Court of the Island of Ceylon to be admitted and enrolled a Proctor of the said court.

J. E. DE ZOYSA.

Negombo, February 28, 1907.

I, ROBERT EZEKIEL BLAZÉ, Proctor of the District Court of Badulla, do hereby give notice that I shall, six weeks hence, apply to the Hon. the Supreme Court of Ceylon to be admitted and enrolled a Proctor of the said court.

March 1, 1907.

ROBERT E. BLAZÉ,

SIX weeks hence I, Alfred Frederick Herat, Proctor of the District Court of Kegalla, shall

apply to the Hon. the Judges of the Supreme Court of the Island of Ceylon to be admitted and enrolled a Proctor of the said court.

ALFRED F. HERAT.

Kegalla, March 6, 1907.

I, EDMUND CLARKE de FONSEKA of Colombo, do hereby give notice that I shall, six weeks hence, apply to the Hon. the Judges of the Supreme Court to be admitted and enrolled a Proctor of the said court.

E. C. DE FONSEKA.

1, Rosmead place, Colombo.

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, September 15, 1906.

SIX weeks hence I shall apply to the Hon. the Judges of the Supreme Court to be admitted and enrolled a Proctor of the said court.

MUTTIAH ASAIPILLAI,

Proctor, District Court, Mullaitivu.

I, ALFRED POULIER BARTHOLOMEUSZ of Haldummulla, hereby notify that I intend, six weeks hence, to apply to the Hon. the Judges of the Supreme Court of the Island of Ceylon to be enrolled a Proctor of the said court.

A. P. BARTHOLOMEUSZ,
 Proctor, District Court, Badulla.

"The Club,"

Haldummulla, March 4, 1907.

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

Valvetty, R. K. CANAPATHYPILLAI.

Jaffna, September 5, 1906.

MUNICIPAL COUNCIL NOTICES.**MUNICIPALITY OF COLOMBO.****List of Auctioneers and Brokers.**

LIST of persons licensed during February, 1907, under Ordinance No. 15 of 1889, to practise as Auctioneers and Brokers:—

Auctioneers.

23. Richard Daniel
24. W. A. Felsing
25. Elvin R. Peiris
26. T. W. Collette
27. D. T. Weerasuria
28. Walter Edward Keell
29. Ernest Masters
30. W. S. Niles
31. A. Roy Daniel
32. Francis S. de Silva

Brokers.

33. Richard Daniel
39. A. E. Holsinger, Jr.

40. W. A. Felsing
41. Elvin R. Peiris
42. Emanuel Corea
43. T. W. Collette
44. D. T. Weerasuria
45. J. N. Weerasinghe
46. Walter Edward Keell
47. Harold Meredith Waldoek
48. Frederick William Waldoek
49. Joseph G. Rodrigo
50. V. Simon Perera
51. Pirosha Maneckjee
52. D. H. Marker
53. Arthur Walter Attapattu
54. W. S. Fernando
55. W. S. Niles
56. Charles Perera Wijeyaratne
57. Francis S. de Silva

R. R. DUNWILLE,
 Secretary, Municipal Council,
 Colombo.

The Municipal Office,
 Colombo, March 7, 1907.

MUNICIPALITY OF KANDY.

The Minutes of Proceedings of a Meeting of the Municipal Council of Kandy, held in the Town Hall, Kandy, on Saturday, the 15th day of December, 1906, at 8.30 o'clock a.m., in accordance with Notice dated the 11th day of December, 1906.

Present:—Hon. Mr. J. P. Lewis, Chairman; E. Beven, Esq.; Dr. G. P. Schokman; H. F. Tomalin, Esq.; Geo. F. Soysa, Esq.; C. A. Hamy, Esq.; E. L. Wijegoonawardena, Esq.; S. A. Owen, Esq.

1. The Minutes of Proceedings of the Meeting held on November 17, 1906, having been previously submitted to the Chairman for his approval, and a copy thereof furnished to each member, were taken as read and confirmed by the Chairman.

The following documents were submitted:—Statements of Receipts and Expenditure from close of 1905 to November 30, 1906, on account of the Municipal Fund, comprising the (No. 1) General Revenue, (No. 2) Consolidated Rate (Police and Lighting), and (No. 3) Water-rate Accounts; Progress Report of Works done brought up to the same date; Health Officer's Report for, and Statement of Cases instituted by the several Inspectors and of work done by the Municipal Magistrate during, the month of November.

Resolved—That the several statements, together with the Minutes of Proceedings of this Meeting, as required by section 90 of the Municipal Councils' Ordinance, No. 7 of 1887, and the Health Officer's Report be forwarded to the Colonial Secretary for publication in the *Government Gazette*.

3. The following papers were laid on the table:—Reports by the several Inspectors on Laundries inspected during November.

4. The following correspondence was submitted:—

Letters dated November 21 and 23, from the Secretary, Planters' Association, re the Ceylon Contingent Memorial.

Mr. Tomalin said that no definite information was yet to hand. If the Council is to give the Planters' Association a site, it was only reasonable to expect the Planters' Association to furnish the Council with details as to size of statue and design of pedestal.

Mr. Beven proposed that alternative sites be offered, and the Planters' Association called upon to submit plans to suit the two sites suggested.

After some remarks by Messrs. Schokman, Wijegoonawardena, and Owen, the Chairman proposed—“That the Planters' Association be asked whether they will accept the site at the junction of Trincomalee and Ward streets, which will involve the widening of the road at this point, should the Municipal Council ultimately decide in favour of this alternative site.”

This was seconded by Mr. Tomalin and carried.

5. Read Report of the Special Committee appointed to consider the Chairman's Administration Report for the year 1905.

Proposed by Mr. Beven, and seconded by Mr. Owen,—That the Report of the Special Committee be as usual printed with the Chairman's Annual Report.—Carried.

6. Recommendations by Standing Committee (D) on “Municipal Works—That house service pipes be allowed to—

(a) No. 1, Huduhumpola: Mr. W. Ekanayake

(b) No. 217, Colombo street: V. S. Sivagurunathan
on the usual conditions.

Proposed by Mr. Wijegoonawardena, and seconded by Mr. Soysa—That the recommendations be adopted.—Carried.

7. Notice of question by Mr. E. Beven—“To ask what steps are being taken to recover the hopper barge that sank in the lake about four months ago.”

Mr. Beven withdrew this question as he had observed since giving notice that arrangements had been completed for raising the barge. Read application, dated December 12, from Mr. A. S. A. Goonewardena, the correspondence clerk at the Municipal Office, praying that the maximum salary to which he is entitled at the end of four years may be given to him from January, 1907.

Proposed by the Chairman, and seconded by Mr. Beven—That the application be disallowed. This was agreed to, Mr. Hamy being the only dissident.

Confirmed this 26th day of January, 1907:

W. D. GIBBON,

Pro tem Chairman.

The Minutes of Proceedings of a Special Meeting of the Municipal Council of Kandy, as required by section 3 of Ordinance No. 7 of 1887, held in the Town Hall, Kandy, on Saturday, the 15th day of December, at 9 o'clock a.m., in accordance with Notice dated the 11th day of December, 1906.

Present: Hon. Mr. J. P. Lewis, Chairman; E. Beven, Esq.; Dr. G. P. Schokman; H. F. Tomalin, Esq.; G. F. Soysa, Esq.; C. A. Hamy, Esq.; E. L. Wijegoonawardena, Esq.; S. A. Owen, Esq.

The Chairman laid before the Meeting the Budget, as prepared by the Standing Committee, and which had been published in the *Government Gazette*, and a copy sent to each Member, together with the statement of the taxes necessary to be levied during 1907, in terms of section 110 of Ordinance No. 7 of 1887.

On motion of Mr. Beven the Council went into Committee.

The items entered in the Budget were considered *seriatim*, and a few alterations and additions were made.

The Council then resumed.

Proposed by Mr. Beven and seconded by Mr. Wijegoonawardena—That the Budget for 1907 be adopted. (Appendix A).—Carried unanimously.

Confirmed this 26th day of January, 1907:

W. D. GIBBON,

Pro tem Chairman.

APPENDIX A.

Budget for 1907 (submitted to and approved by the Standing Committee).

REVENUE.

	Estimate for 1907.	Total.		Estimate for 1907.	Total.
	Rs. c.	Rs. c.		Rs. c.	Rs. c.
ARREARS.			REGISTRATION OF DOGS.		
Commutation rate, bucket fees, &c. ..	—	1,000 0	From certificates ..	—	170 0
CEMETERY ACCOUNT.			STAMP DUTIES.		
Fees and graves ..	—	1,000 0	From carriages ..	1900 0	
COMMUTATION RATE.			From carriers ..	550 0	
Rate ..	—	11,400 0	From butchers ..	215 0	
INTEREST.			From proctors and notaries ..	675 0	
From bank, &c. ..	—	100 0	From liquor ..	2,800 0	
JUDICIAL ACCOUNT.			From hotels ..	3,350 0	
Municipal Court ..	1,700 0		From taverns ..	3,600 0	
Police Court ..	1,300 0		From poisons ..	25 0	
		3,000 0	From fire arms ..	225 0	
LAKE SILT.					13,340 0
Contribution by Government ..	—	3,000 0	SCAVENGING.		
LICENSES.			Bucket fees and day service ..	—	11,750 0
For auctioneers ..	300 0		SLAUGHTER HOUSES.		
Dangerous and offensive trades ..	1,100 0		Fees from cattle ..	5,500 0	
Opium ..	15,117 0		Fees from sheep and goats ..	550 0	
Sundries ..	150 0				6,050 0
		16,667 0	TAXES.		
MISCELLANEOUS RECEIPTS.			On bullocks ..	375 0	
AND CHARGES.			On vehicles and animals ..	800 0	
Badges and fare tables ..	180 0				1,175 0
Sundries ..	70 0		TOLLS.		
		250 0	Bogambra ..	40 0	
PUBLIC MARKET.			Gonawatta and Talatu-oya ..	6,059 0	
Daily rents ..	5,740 0		Halloluwa ..	683 0	
Monthly rents ..	10,000 0		Illukmodara and Kundasale ..	750 0	
Costs ..	150 0		Katugastota ..	11,432 0	
Lighting ..	2,360 0		Lewella ..	4,060 0	
		18,250 0	Peradeniya ..	3,356 0	
RENTS.					26,380 0
From cattle shed ..	660 0		PUBLIC WORKS.		
From Town Hall ..	175 0		Per Government on account Uduwattekele ..	1,100 0	
From lands and spaces ..	700 0		Rents on account recreation ground ..	275 0	
From vegetable market ..	275 0		Booths ..	300 0	
		1,810 0			1,675 0
					Rs. 117,017 0

EXPENDITURE.

	Estimate for 1907.	Total.		Estimate for 1907.	Total.
	Rs. c.	Rs. c.		Rs. c.	Rs. c.
ARREARS.			GOVERNMENT LOANS.		
Commission, wages, &c. ..	—	200 0	On account lake silt—sinking fund ..	1,570 0	
CEMETERY ACCOUNT.			Interest ..	630 0	
Establishment ..	960 0		On account drainage—sinking fund ..	392 45	
Tools, &c. ..	40 0		Interest ..	514 62	
		1,000 0			3,107 7
COMMUTATION RATE.			HOUSE OF SHELTER.		
Commission ..	700 0		Wages ..	—	275 0
Advertising ..	100 0		I NTEREST.		
Peons ..	120 0		To bank ..	—	100 0
Books and forms ..	130 0				
Sundries ..	75 0				
		1,125 0			

	Estimate for 1907. Rs. c.	Total. Rs. c.		Estimate for 1907. Rs. c.	Total. Rs. c.
JUDICIAL ACCOUNT.			REGISTRATION OF DOGS.		
Establishment ..	1,880 0		Seizing, feeding, &c. ..	—	700 0
Printing, &c. ..	75 0	1,955 0	STAMP DUTIES.		
LAKE SILT.			Five per cent. commission, &c. ..		
Per estimate ..	—	3,000 0	SCAVENGING.		
LEGAL EXPENSES.			Night soil ..	22,516 50	
Retaining fees, &c. ..	—	200 0	Pits ..	2,880 0	
LICENSES.			Streets ..	12,609 77	38,006 27
Printing and advertising ..	—	75 0	SANITATION.		
MISCELLANEOUS RECEIPTS AND CHARGES.			Establishment ..	5,665 0	
Badges and fare tables ..	185 0		Disinfectants, burials, &c. ..	300 0	
Sundries ..	40 0		Work recommended by Health Officer ..	600 0	
Fire engine ..	1,175 0	1,400 0	Clearing side drains ..	500 0	7,065 0
OFFICE CHARGES.			SLAUGHTER HOUSES.		
Establishment ..	5,360 33		Establishment ..	804 0	
Audit ..	125 0		Grass ..	1,000 0	
Stamps ..	55 0		Books and forms ..	125 0	
Furniture ..	25 0		Sundries ..	60 0	1,989 0
Advertising ..	25 0		TAXES.		
Sundries ..	100 0		Expenses ..	—	100 0
Printing ..	90 0		TIME CHARGES.		
Stationery and books ..	275 0	6,355 33	Wages, powder, &c. ..	—	550 0
Typewriter ..	300 0		TOLLS.		
PENSIONS.			For repairs of boats and ap- proaches ..	—	3,115 0
Seven pensioners ..	—	3,446 14	PUBLIC WORKS.		
PUBLIC MARKET.			Orderly ..	91 25	
Establishment ..	1,098 0		Sick pay, drugs, &c. ..	308 75	
Commission ..	590 0		Printing ..	125 0	
Books and forms ..	150 0		Booths ..	250 0	
Sundries ..	185 0		Sanitation of Katugastota ..	946 0	
Lighting ..	2,650 0	4,673 0	Per schedule A. ..	31,469 50	33,190 50
RENTS.			Balance ..		
Expenses on account cattle shed ..	425 0			—	3,814 69
Expenses on account Town Hall ..	300 0		Rs. 117,017 0		
Rent of leased lands ..	150 0	875 0			

ASSESSMENT TAX OR NO. 2 ACCOUNT.

REVENUE.	Estimate for 1907. Rs. c.	Total. Rs. c.	EXPENDITURE.	Estimate for 1907. Rs. c.	Total. Rs. c.
Arrears ..	8,600 0		Arrears,—Commission, wages, &c.	—	500 0
Rate, 1907 (Government com- pensation and tax on private properties) ..	24,500 0	33,100 0	CHARGES, 1907.		
Balance ..	—	6,550 73	Establishment, pensions, &c. ..	4,750 73	
Rs. 39,650 73			Commission ..	700 0	
			Books and forms ..	300 0	
			Peons ..	120 0	
			Sundries ..	130 0	6,000 73
			Maintenance of police ..	—	13,000 0
			Street lighting ..	—	19,950 0
			Street names and house numbers ..	—	200 0
			Rs. 39,650 73		

WATER RATE OR No. 3 ACCOUNT.

REVENUE.	Estimate for 1907.		Total.
	Rs.	c.	
Arrears ..	3,400	0	
Rate for 1907 and Government compensation ..	19,200	0	
	<hr/>		22,600 0
FAIRIELAND AND ROSENEATH.			
Arrears ..	2,000	0	
1907 ..	13,118	0	
	<hr/>		15,118 0
WATER SERVICE ACCOUNT.			
House service ..	600	0	
Rent of meters ..	350	0	
Water used in excess and sold ..	3,250	0	
	<hr/>		4,200 0
SUNDRIES.			
Grass sold ..	925	0	
Rents ..	600	0	
Interest ..	100	0	
	<hr/>		1,625 0
Balance ..	—	—	511 16
	<hr/>		Rs. 44,054 16

EXPENDITURE.	Estimate for 1907.		Total.
	Rs.	c.	
Arrear—commission, wages, &c. ..	—	—	200 0
CHARGES, 1907.			
Establishment and pensions ..	4,750	73	
Commission ..	500	0	
Books and forms ..	225	0	
Peons ..	120	0	
Sundries ..	90	0	
	<hr/>		5,685 73
FAIRIELAND AND ROSENEATH.			
Arrears ..	200	0	
1907 ..	12,935	0	
	<hr/>		13,135 0
Interest and sinking funds ..	—	—	13,154 43
Waterworks maintenance ..	—	—	5,529 0
WATER SERVICE ACCOUNT.			
House service ..	550	0	
Meter rents, charges, on account ..	600	0	
Water used in excess, charges, on account ..	200	0	
	<hr/>		1,350 0
	<hr/>		Rs. 44,054 16

Kandy, December 15, 1906.

J. P. LEWIS,
Chairman, Municipal Council.

Estimates of Works for 1907.

SCHEDULE A.

No.	Description of Work	Amount Voted or Recommended for 1907.	
		Rs.	c.
1	Upkeep of pavements ..	2,635	50
2	Town streets ..	7,000	0
3	Alutgantota and Lady Anderson's road ..	966	0
4	Udawattekele roads and paths ..	2,200	0
5	Halloluwa, Bahirawakanda, Hospital, and Huduhumpo a roads ..	1,900	0
6	Municipal buildings ..	2,000	0
7	Watering streets ..	600	0
8	Market buildings and premises ..	1,800	0
9	Ornamental plants ..	250	0
10	Tools ..	600	0
11	Maintenance and improvements of bathing tanks ..	200	0
12	Recreation ground and esplanade ..	1,000	0
13	Sundry minor works ..	400	0
14	Repairs to cemetery-keeper's house ..	70	0
15	Wace park ..	556	0
16	Recreation ground improvements ..	2,930	0
17	Carriage stand, repairs ..	200	0
18	Barrel drains, on account ..	2,000	0
19	Colombo street, paving ..	387	0
20	Public seats, maintenance of ..	175	0
21	Clearing silt from Meda-ela ..	250	0
22	Ventilating shafts ..	235	0
23	Cement concrete side drain at Lady Horton's ..	250	0
24	Drain at Railway Approach road ..	250	0
25	Extension of Lewella road ..	2,015	0
26	Tracing of path to Lady Horton's road ..	600	0
		<hr/>	
		Rs. 31,469	50

Taxes proposed to be levied in 1907 in terms of Section 100 (c) of Ordinance No. 7 of 1887.

Description of Taxes.	Maximum leviable under the Ordinance.	Amount at present levied	Amount pro- posed to be levied.	Authority under which levied.																		
1 Consolidated rate for police and lighting	—	6 per cent. on annual value of property	6 per cent. on annual value of property	Section 127 of Ordinance No. 7 of 1887.																		
2 Water-rate	—	5 per cent. on annual value of property	5 per cent. on annual value of property	Section 5 of Ordinance No. 7 of 1884.																		
<table style="width: 100%; border: none;"> <tr> <td style="width: 20%;"></td> <td style="width: 10%; text-align: center;">Each.</td> <td style="width: 10%;"></td> <td style="width: 10%;"></td> <td style="width: 10%;"></td> <td style="width: 10%;"></td> <td style="width: 10%;"></td> <td style="width: 10%;"></td> <td style="width: 10%;"></td> </tr> <tr> <td></td> <td style="text-align: center;">Rs. c.</td> <td style="text-align: center;">Rs. c.</td> <td style="text-align: center;">Rs. c.</td> <td style="text-align: center;">Rs. c.</td> <td style="text-align: center;">Rs. c.</td> <td style="text-align: center;">Rs. c.</td> <td style="text-align: center;">Rs. c.</td> <td style="text-align: center;">Rs. c.</td> </tr> </table>					Each.									Rs. c.	Rs. c.	Rs. c.	Rs. c.	Rs. c.	Rs. c.	Rs. c.	Rs. c.	
	Each.																					
	Rs. c.	Rs. c.	Rs. c.	Rs. c.	Rs. c.	Rs. c.	Rs. c.	Rs. c.														
3 Carriages other than carts	5 0	5 0	5 0	Section 128 of Ordinance No. 7 of 1887.																		
Carts or hackeries	4 0	4 0	4 0																			
Jinrickshas	2 50	2 50	2 50																			
Horses, ponies, or mules	2 50	2 50	2 50																			
Bullocks or asses	1 0	1 0	1 0																			
4 Dogs, registration	1 50	1 0	1 0	Section 5 of Ordinance No. 25 of 1901.																		
5 Commutation of labour.	2 50	2 0	2 0	Section 130 of Ordinance No. 7 of 1887.																		

Statement of Receipts and Disbursements to November 30, 1906.

No. 1.—GENERAL ACCOUNT.

REVENUE.	Estimated Receipts.		EXPENDITURE.	Disbursements.
	Rs.	c.		
Balance from 1905	—	2,690 6	Arrears	207 79
Arrears	1,500 0	5,122 22	Cemetery account—wages, &c.	918 67
Cemetery account—fees and graves	1,000 0	1,069 0	Commutation rate—commission and sundries	1,011 3
Commutation rate	11,250 0	11,508 0	Government loans—repayment	1,831 61
Interest	100 0	99 99	House of shelter—wages, &c.	176 71
Judicial account—fines	3,200 0	2,731 0	Interest to Government and bank	1,102 14
Lake silt—Government contribution	3,000 0	3,000 0	Judicial account—establishment and printing	1,761 10
Licenses	9,601 0	9,443 25	Lake silt—clearing of	2,252 71
Miscellaneous receipts	250 0	296 36	Licenses—printing and advertising	49 0
Public market—rents	18,100 0	1,7175 44	Legal expenses	38 56
Rents	1,780 0	1,912 25	Miscellaneous charges	358 76
Registration of dogs	150 0	183 93	Office charges—establishment and sundries	5,964 75
Stamp duties	13,050 0	—	Pensions	1,551 76
Scavenging—bucket fees	11,500 0	8,779 1	Public market—establishment, lighting, &c.	3,330 23
Slaughter-houses—fees	6,050 0	5,840 13	Public band	160 0
Taxes on bullocks	350 0	377 0	Rents—expenses on account cattle shed and Town Hall	696 34
Taxes on vehicles and animals	900 0	274 82	Registration of dogs—seizing and feeding	980 63
Tolls	24,931 0	21,983 43	Stamp duties—branding carts, &c.	84 49
Public works—Government contribution, &c.	1,705 0	1,745 0	Sanitation—establishment and sundries	5,974 69
Sundry receipts	—	11,673 22	Scavenging	30,533 70
Balance carried forward	—	4182 1	Slaughter-house—establishment, grass, &c.	1,736 90
			Taxes—expenses on account vehicles and animals	45 21
			Time charges—wages, powder, &c.	615 97
			Toll charges—repairs of boats and approaches	2,735 46
			Public works	33,117 62
			Sundry disbursements	12,820 31
Rs. 108,417 0	110,286 12		Rs. 110,286 12	

No. 2.—CONSOLIDATED RATE (POLICE AND LIGHTING).

REVENUE.	Estimated Amount.		Receipts.		EXPENDITURE.	Disbursements.	
	Rs.	c.	Rs.	c.		Rs.	c.
Arrears ..	15,000	0	15,607	78	Balance from 1905 ..	3,478	23
Assessment tax, 1906 ..	25,000	0	20,175	6	Arrears—commission, &c. ..	561	51
Sundry receipts ..	—		655	35	Assessment tax charges ..	4,123	64
					Maintenance of Police ..	7,106	0
					Street lighting ..	17,263	38
					Street names and house numbers ..	28	8
					Sundry disbursements ..	461	23
					Balance carried forward ..	3,416	12
Rs.	40,000	0	36,438	19	Rs.	36,438	19

No. 3.—WATER RATE ACCOUNT.

REVENUE.	Estimated Amount.		Receipts.		EXPENDITURE.	Disbursements.	
	Rs.	c.	Rs.	c.		Rs.	c.
Arrears ..	9,000	0	9,320	36	Balance from 1905 ..	2,702	7
Water rate, 1906 ..	19,056	0	17,967	27	Arrears—commission, &c. ..	237	3
Fairieland and Roseneath ..	14,713	0	13,979	73	Water rate charges ..	3,884	90
Water service account ..	4,450	0	4,236	93	Fairieland and Roseneath ..	11,698	29
Sundry receipts ..	1,525	0	1,351	72	Interest and sinking funds ..	11,904	43
Do. ..	—		3,502	34	Waterworks maintenance ..	5,558	21
					Water service account ..	1,589	48
					Sundry disbursements ..	5,707	67
					Balance carried forward ..	6,776	27
Rs.	48,744	0	50,358	35	Rs.	50,358	35

Kandy, December 8, 1906.

VIVIAN PEREIRA,
Accountant.

Health Officer's Report for November, 1906.

Scavenging.—The scavenging of the town was satisfactorily carried out during the month.

Drainage.—The drains were kept clean and well flushed.

Water supply.—Good. *Vide* my analysis of December 10, 1906.

Alleys.—The alleys remain in much the same unsatisfactory condition. They have been kept as clean as possible.

Laundries.—Generally well kept.

Dairies.—Generally well kept. But most of them are not properly built for dairies. The one now under construction in the Peradeniya road, although perhaps not quite all a dairy should be, will be a great improvement on present existing ones. Might I again draw your attention to the milk supply of the town.

Bakeries.—Well kept.

Market.—Well kept. All food stuffs exposed for sale were examined by me and found good.

Cattle passed during the month.—Cattle, 502; buffaloes, 126; sheep, 103; goats, 186.

Slaughter-house exposing shed.—Well kept.

Cooly lines.—Fairly well kept.

Boutiques.—All generally well kept.

Night soil depot.—Well kept.

Látrines.—Generally well kept.

General health.—The health of the town was good. Three cases of enteric fever were reported, two from the General Hospital and one by Dr. Hay at 835, Peradeniya road; this case was well isolated and treated at home. In all cases every precaution was taken to prevent any further spread of the disease.

Kandy, December 8, 1906.

ANDERSON SMITH,
Health Officer.

Progress Report of Works done brought up to November 30, 1906.

Est. No.	Heads of Expenditure.	Amount voted for the Year.		Expenditure up to Oct. 31, 1906.		Expenditure up to Nov. 30, 1906.		Total Expenditure.		Balance.	
		Rs.	c.	Rs.	c.	Rs.	c.	Rs.	c.	Rs.	c.
1	Upkeep of payment ..	2,500	0	2,350	82	681	64a	3,032	46	532	46*
2	Town streets ..	7,000	0	5,849	53	370	8b	6,219	61	789	39
3	Alutgantota and Lady Anderson's road ..	966	0	940	87	5	61c	946	48	19	52
4	Udawattekele roads ..	2,200	0	1,556	35	399	88d	1,956	23	243	77
5	Halloluwa roads ..	1,900	0	765	90	299	49e	1,063	39	836	61
6	Municipal buildings ..	2,420	0	2,019	85	150	9f	2,169	94	250	6
7	Watering streets ..	600	0	373	13	—	—	373	13	226	87
8	Market buildings ..	1,833	0	1,554	62	9	40g	1,564	2	268	98
9	Ornamental plants ..	200	0	186	50	32	50h	219	0	19	0*
10	Tools ..	500	0	525	32	—	—	525	32	25	32*
11	Maintenance, bathing tank ..	200	0	92	70	—	—	93	20	106	80
12	Recreation ground ..	1,000	0	785	43	70	8i	855	51	144	49
13	Sundry minor works ..	400	0	197	28	157	55k	354	83	45	17
14	Repairing cemetery-keeper's house ..	70	0	6	0	—	—	6	0	64	0
15	Castle Hill park ..	556	0	289	27	52	91l	342	18	212	82
16	Recreation ground improvements ..	3,435	0	2,425	63	329	66m	2,755	29	679	71
17	Carriage stand ..	220	0	60	50	—	—	60	50	159	50
18	Barrel drain, Cross street ..	2,000	0	1,783	32	—	—	1,783	32	216	68
19	Lewella to Alutgantota road ..	3,000	0	2,878	55	22	29n	2,900	84	99	16
20	Public seats, maintenance ..	150	0	49	37	1	45o	50	82	99	18
21	Purchase of six seats ..	300	9	285	28	—	—	285	28	14	72
22	Clearing silt from Meda-ela ..	500	0	241	7	104	86p	345	93	154	7
23	New carriage stand ..	500	0	593	39	—	—	593	39	93	39*
24	Retaining wall, Halloluwa ..	183	0	170	0	—	—	170	0	13	0
25	Drain, slaughter-house ..	1,950	0	1,037	86	—	—	1,037	86	912	14
26	Vellata road and bridges ..	400	0	—	—	—	—	—	—	—	—
27	Colombo street paving ..	1,500	45	1,438	82	—	—	1,438	82	61	63
28	Verandah, Miller & Co. ..	—	—	337	55	—	—	337	55	—	—
29	New sheep slaughter-house ..	1,045	0	978	40	4	33q	982	73	62	27
30	Clearing stone quarry, Castle Hill ..	200	0	145	97	—	—	145	97	54	3
31	Barrel drain, Mosque road ..	297	0	249	41	—	—	249	41	47	59
32	Drain, market premises ..	511	50	476	93	—	—	476	93	34	57
33	Ventilating shaft ..	300	0	—	—	—	—	—	—	—	—
34	Railway approach drain ..	930	0	675	66	113	47r	789	13	140	87
35	Wace park, improvements ..	100	0	47	18	7	20s	54	38	45	62
A	Sanitation ..	600	0	372	97	29	60t	402	57	197	43
B	Clearing side drains ..	500	0	470	50	—	—	470	50	29	50
C	Opening pits ..	2,880	0	2,229	73	263	74u	2,493	47	386	53
D	Gonawatta approach ..	220	0	11	25	3	71v	14	96	205	4
E	Repairing boats ..	565	0	987	29	4	99w	992	28	427	28*
F	Renewed boats ..	1,400	0	1,526	92	—	—	1,526	92	126	92*
G	House of shelter ..	250	0	154	25	42	6x	206	31	43	69

* Excess.

(a) Repaired pavements, Rs. 3·50; repaired manhole covers, Rs. 38·90; fixed iron manhole covers, Rs. 10·64; cleared gratings, Rs. 8·58; gravel excavated, transported, and spread, Rs. 13·31; value of 24 gratings and C. I. manhole covers, Rs. 606·71; total, Rs. 681·64.

(b) Metal transported, Rs. 11·91; gravel transported and spread, Rs. 28·70; 3½ miles sides reduced, jungle cut, and side drains cleared, Rs. 117·60; removed landslip, Rs. 22·76; repairs to culverts, Rs. 1·54; repairs to hand carts, Rs. 16; value of tools, Rs. 47·37; cutting and removing fallen trees and making good road, Rs. 85·25; cutting grass, Rs. 29·85, and repairing road, Rs. 2·10; overseer's pay, Rs. 7; total, Rs. 370·08.

(c) Deepening side drains and reducing sides, Rs. 5·61.

(d) Gravel excavated, transported, and spread, Rs. 195·42; reduced sides, cleared jungle and side drains, Rs. 11·33; cleared landslips, Rs. 24·58; repairs to hand cart, Rs. 38·12; sweeping and clearing jungle, H. S. P. Collas, Rs. 34·50; raking and levelling, Rs. 4·42; store and line watchers, Rs. 52·36; repairs to culverts, Rs. 2·50; value of tools, Rs. 30·25; removing ant hill, Re. 1·40; value of tools, Rs. 30·25; overseer's pay, Rs. 5; total, Rs. 399·88.

(e) Twenty-five cube metal broken and transported, Rs. 230·52; gravel transported, Re. 1·62; 1½ mile side drains and jungle cleared, Rs. 19·13; 1½ mile reducing, Rs. 14; cleared landslips, Rs. 4·07; repairs to hand carts, Rs. 18; cleared gratings, Rs. 5·13; overseer's pay, Rs. 5; total, Rs. 299·49.

(f) Whitewashing slaughter-house, Rs. 2·40, and whitewashing public privy, Rs. 3·09; whitewashing Town Hall, Rs. 46·50; whitewashing stalls, Rs. 4·80; sweeping grounds, Rs. 11·10; repairs to floor, Rs. 15·07; building an E. C., Town Hall, Rs. 24·80; whitewashing store, Rs. 3·89, and privy, Rs. 4·69; shifting tiles, store, Re. 2·74; cleaning Town Hall, Rs. 4·22; making door frame, Rs. 5; furniture account, Rs. 4·50; repairs to Mahaiyawa cooly lines, Rs. 18·48; trimming slope of bank store at lake, 75 cents; total, Rs. 150·09.

(g) Whitewashing privy, Rs. 2; stalls, Rs. 3·50; market building, Re. 1·50; repairs to stalls, Rs. 2·40; total, Rs. 9·40.

(h) Value of materials and tools, Rs. 32·50.

- (i) Cutting grass, Rs. 51·74; removing ant hills, Rs. 8·14; repairs to bridge, Rs. 7·20; overseer's pay, Rs. 3; total, Rs. 70·08.
- (k) Making and painting ten tree guards, including value of iron, Rs. 157·55.
- (l) Clearing side drains and sweeping grounds, Rs. 20·05; gravelling paths, Rs. 26·59; value of materials, Rs. 3·27; overseerage, Rs. 3; total, Rs. 52·91.
- (m) Value of materials, Rs. 200·51; wages of guards and diets, Rs. 129·15; total, Rs. 329·66.
- (n) Blasting and removing rock and clearing logs and slips from road, Rs. 22·29; total, Rs. 22·29.
- (o) Repairs to public seats, Re. 1·45.
- (p) Clear silt from Meda-ela, 97 cubes, Rs. 96·86; overseerage, Rs. 8; total, Rs. 104·86.
- (q) Laying water service, Rs. 4·33.
- (r) Building side drains in concrete, Rs. 113·47.
- (s) Pruning trees, Rs. 7·20.
- (t) Clearing jungle along Meda-ela, Rs. 29·60.
- (u) Opening pits, Rs. 90·89; covering pits, Rs. 76·14; transporting and piling metal, Rs. 24·15; consolidating metal, Rs. 14·17; clearing jungle and weeding, Rs. 5·13; repairs to tools, Rs. 45·36; overseerage, Rs. 8; total, Rs. 263·74.
- (v) Repairing Gonawatta ferry approach, Rs. 3·71.
- (w) Repairs to boat, Rs. 4·99.
- (x) Pay of watcher, Rs. 12; shifting tiles, Rs. 19·26; whitewashing, Rs. 10·80; total, Rs. 42·06.

February 7, 1907.

G. FRED. BULTJENS.

Examination of a Sample of Drinking Water.*From Stand Pipe in Ward Street.*

Source and possibility of contamination: apparently no possibility of contamination.

Chemical and Physical Examination.

1. Colour in 6 in. column: colourless.
Turbidity: bright, clear.
2. Odour: none.
3. Residue left on evaporation: very slight, white and whitish brown; did not char when heated.
4. Free ammonia: no evident trace.
5. Chlorine: under 2 grs. per gallon.
Equivalent of common salt: about 3 grs. per gallon.
6. Nitrites: none.
7. Nitrates: No evident trace.
8. Hardness: under 4°.
9. Lead: none.
10. Zinc, iron, and copper: none.
11. Oxygen absorbed in 15 min. at 212° F.: about 20 grs. per gallon.

From the examination of the source of the water herein referred to, and the results obtained by analysis, I am of opinion that it is a pure water and well adapted for all domestic purposes.

Kandy, December 10, 1906.

ANDERSON SMITH,
Health Officer.**MUNICIPALITY OF KANDY.**

EACH of the properties, of which particulars are given in the under-mentioned lists, seized in virtue of warrants issued by the Chairman, will be sold on the spot in the order stated, under authority of section 21 of the Municipal Councils' Amendment Ordinance, No. 1 of 1896:—

List A, on Thursday, April 4, 1907, commencing at the first-named premises at 8 o'clock A.M.

List B, on Thursday, April 4, 1907, commencing at the first-named premises at 1 o'clock P.M.

unless in the meantime the amount of rates and taxes and of costs due on each property respectively be paid.

The order and course prescribed by Ordinance No. 6 of 1873 will be followed.

By order,

JAS. JAYETILEKE,
Secretary, Municipal Council.The Municipal Office,
Kandy, March 5, 1907.

LIST A.

Brownrigg street.

No.	Description of Property.	Reputed Owner.
35-44	Houses and lands..	Sinne Lebbe Mari- kar
75	House and land ..	Cader Umma

Castle Hill street.

No.	Description of Property.	Reputed Owner.
47-50a-h	Houses and lands ..	Panabokke's estate
118a-c	House and land ..	Punchirala Moha- tale

Cross street.

24-27	Houses and lands..	A. Cader Saibo
-------	--------------------	----------------

Hill street.

7	House and land ..	A. Cader Saibo
18a-19	Houses and lands..	Mrs. Brodie
23	Do.	Slamath

LIST B.

Asgeria road.

14, 15, 15c	Houses and lands..	Mrs. McMahon
-------------	--------------------	--------------

Cemetery road.

16a-r	Houses and lands..	I. R. Idroos
131a	House and land ..	Ukku Banda
25	Do.	H.A. Charles Perera

No.	Description of Property.	Reputed Owner.
<i>Trincomalee street.</i>		
B	House and land	A. Uduma Lebbe Marikar
62	Do.	Aluwihare Rate-mahatmaya
134	Do.	Sagar Umma
161-164	Do.	S. L. M. Mohamado Alie
209	Do.	Mediwaka Rate-mahatmaya
210	Do.	Sarifa Umma
217 & 218	Do.	A. Deldeniya
284 & 285	Do.	Ahamado Meera Natchia
336	Do.	Mrs. James Perera
345	Do.	E. M. Loku Banda
99 & 100	Do.	M. Amecr's estate
<i>Katugastota road.</i>		
9, 9a & b	Houses and lands	J. Caldera
10, 11, 12	Do.	I. L. Ibrahim Lebbe
39	Do.	Packeer Mohamado Tamby

No.	Description of Property	Reputed Owner.
109-112	Houses and lands	Mudalihamy Vedarala
132	House and land	do.
150	Do.	Packeer Umma
152 & 153	Houses and lands	Mudalihamy Vedarala

MUNICIPALITY OF GALLE.

List of Auctioneers.

LIST of persons licensed, under Ordinance No. 15 of 1889, in January and February, 1907, to practice as Auctioneers:—

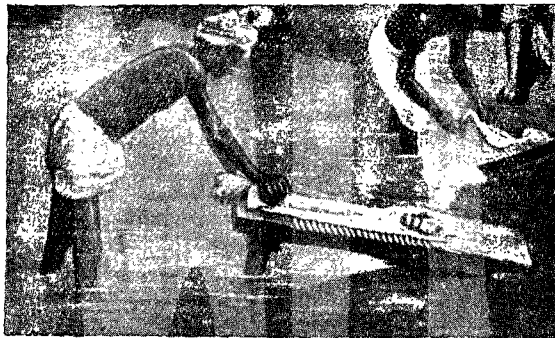
1. M. G. Daniel V. de Silva of Unawatuna.
2. Mr. R. L. Ephraums of Galle.
3. Charles Mathew Goonesekere of Mahamodara.
4. Abdul Cader Mohamado Ismail of Kaluwella.
5. Johnson Edwin Goonewardene of Bope.
6. A. Y. Daniel of Colombo.

D. M. MOREIRA,
Secretary.

The Municipal Office,
Galle. February 28, 1907.

TRADE MARKS NOTIFICATIONS.

IN compliance with the provisions of "The Trade Marks Ordinances, 1888 to 1904," as amended by the Ordinance No. 9 of 1906, and the Regulations made on June 1, 1906, notice is hereby given that Messrs. Julius & Creasy of Colombo have applied for the registration of the following Trade Mark in the name of Kynoch, Limited, of Witton, Birmingham, and of James' street, Haymarket, London, England, Ammunition and Soap Manufacturers, in respect of candles, common soap, detergents, illuminating, heating, or lubricating oils, matches and starch, blue and other preparations for laundry purposes, and perfumery (including toilet articles, preparations for the teeth and hair, and perfumed soap), in Classes 47 and 48 respectively in the Classification of Goods in the above-mentioned regulations:—



Registrar-General's Office,
Colombo, March 4, 1907.

N. W. MORGAPPAN,
for Registrar-General.

HIS EXCELLENCY THE GOVERNOR has been pleased to direct that the following Notices to Mariners be published for general information.

By His Excellency's command,

G. M. FOWLER,
Acting Colonial Secretary.

Colonial Secretary's Office,
Colombo, March 8, 1907.

BENGAL.—No. 74.

Australia, South—Spencer gulf—Port Lincoln approach—Kangaroo reef—Buoy established.

The British Admiralty has given notice (No. 77 of 1907) that a can buoy, painted black, and surmounted

by a staff and diamond, has been placed in a depth of 5 fathoms off the northern extremity of Kangaroo reef extending from the northern end of Boston island in the approach to port Lincoln, situated at a distance $5\frac{1}{2}$ cables N. 41° E. from Maria point.

Approximate position: lat. $34^\circ 40\frac{1}{4}'$ S., long. $135^\circ 55\frac{1}{2}'$ E.

Variation, 4° easterly in 1907.

This notice affects the following Admiralty Charts:—St. Vincent and Spencer gulfs, No. 2,389b; port Lincoln, No. 784; also Australia Directory, vol. I, 1897, page 187.

ST. L. S. WARDEN, Comdr., R.I.M.,
Port Officer of Calcutta.
Calcutta, February 18, 1907.

BENGAL.—No. 75.

Australia, South—Kangaroo island—Port Kingscote—Beacon established.

The British Admiralty has given notice (No. 78 of 1907) that a pile beacon with a red spherical top has been erected in a depth of 5 feet at low-water springs, off the extremity of the spit extending to the eastward from Beatrice island in the entrance to port Kingscote.

Approximate position : lat. $35^{\circ} 39' 15''$ S., long. $137^{\circ} 41' 40''$ E.

This notice affects the following Admiralty Chart:—Gulf of St. Vicent, &c., No. 2,389a; also Australia Directory, vol. I., 1897, page 313; and Supplement, 1900, page 14.

ST. L. S. WARDEN, Comdr., R.I.M.,
Port Officer of Calcutta.

Calcutta, February 18, 1907.

BENGAL.—No. 76.

Australia, East coast—Queensland, Trinity bay—Alexandra, Wentworth, and Egmont reefs—Amended positions of.

The British Admiralty has given notice (No. 79 of 1907) that the under-mentioned reefs in Trinity bay are situated in the following positions, and not in those shown on the charts:—

1. Alexandra reef, which is dry at low water, is situated $3\frac{3}{4}$ miles N. 4° W. from Yule point, or about three-quarters of a mile to the north-westward of its formerly accepted position; it is about one mile in extent in a north-westerly and south-easterly direction, and half a mile broad. The surrounding soundings are from 5 to 7 fathoms.
2. Wentworth reef, awash at low water, is situated $3\frac{9}{10}$ miles N. 11° E. from Yule point, or about half a mile south-westward of its formerly accepted position; it is detached from Alexandra reef, there being a depth of 7 fathoms between them.
3. Egmont reef is situated $2\frac{1}{2}$ miles N. 38° E. from Yule point, or about three-quarters of a mile south-westward from its formerly accepted position.
4. Egmont 5 fathoms patch, shown on the chart at a distance of 5 miles N. 33° E. from Yule point, does not exist.
5. The buoy (black can), marking Alexandra reef, is situated $4\frac{3}{10}$ miles N. 19° E. from Yule point, or about three-quarters of a mile north-eastward of its reported position.

Approximate position : Yule point, lat. $16^{\circ} 34\frac{1}{2}'$ S., long. $145^{\circ} 31\frac{1}{2}'$ E.

Variation, 6° easterly in 1907.

This notice affects the following Admiralty Chart:—Cape Grafton to Hope islands, No. 2,924; also Australia Directory, vol. II., 1898, page 339.

ST. L. S. WARDEN, Comdr., R.I.M.,
Port Officer of Calcutta.

Calcutta, February 18, 1907.

BENGAL.—No. 77.

India, East—Bay of Bengal—Coromandal Coast—Madras—Time signal altered to Standard Time.

With reference to Notice to Mariners No. 14, dated February 8, 1906, issued by this office, the British Admiralty has given notice (No. 80 of 1907), that the time signal at Madras is now made from the semaphore at the Port Office, Madras, at 1h. 0m. 0s. P.M., Indian Standard Time, or the mean time of the meridian of

$82^{\circ} 30'$ East longitude from Greenwich, corresponding to 19h. 30m. 0s. Greenwich Mean Time, and not at Local Mean Time as formerly.

Approximate position : lat. $13^{\circ} 5' 47''$ N., long. $80^{\circ} 17' 37''$ E.

This notice affects the following Admiralty Chart:—Madras to Ramiapatam, with plan of Madras, 575; also List of Time Signals, 1901, No. 29; Bay of Bengal Pilot, 1901, page 154.

ST. L. S. WARDEN, Comdr., R.I.M.,
Port Officer of Calcutta.

Calcutta, February 18, 1907.

BENGAL.—No. 78.

Eastern Archipelago—Sumatra, north coast—Pulo Weh—Sabong bay—Buoy replaced by light-buoy.

The British Admiralty has given notice (No. 81 of 1907) that the black can buoy, marking the south-eastern edge of the shoal extending south-eastward from Masam point, Sabang bay, will be replaced by a light buoy, painted black, exhibiting a red fixed light.

Approximate position : lat. $5^{\circ} 53\frac{1}{2}'$ N., long. $95^{\circ} 19\frac{1}{2}'$ E.

This notice affects the following Admiralty Chart:—Sabang bay on Chart No. 2,201; also China Sea Directory, vol. I., 1906, page 64; Bay of Bengal Pilot, 1901, page 284; and Supplement 1903, page 11.

ST. L. S. WARDEN, Comdr., R.I.M.,
Port Officer of Calcutta.

Calcutta, February 18, 1907.

BENGAL.—No. 79.

Eastern Archipelago—Celebes, west coast—Makassar approach—Dajang Dajangan light—Character altered.

The British Admiralty has given notice (No. 82 of 1907) that the character of Dajang Dajangan light has been altered from fixed to a white flashing light every fifteen seconds, thus: flash, five seconds; eclipse, ten seconds; the light, which is of the 5th order, is shown from an open ironwork support, 98 feet high.

Approximate position : lat. $5^{\circ} 23\frac{1}{2}'$ S., long. $119^{\circ} 11'$ E.

This notice affects the following Admiralty Charts:—Strait of Makassar, No. 2,637; approach to Makassar, No. 1,293; also List of Lights, part VI., 1906, No. 553; and Eastern Archipelago, part II., 1904, page 305; and Supplement, 1906, page 16.

ST. L. S. WARDEN, Comdr., R.I.M.,
Port Officer of Calcutta.

Calcutta, February 18, 1907.

BENGAL.—No. 80.

Eastern Archipelago—Strait of Malacca—Klang strait—Danger reported in northern approach.

The British Admiralty has given notice (No. 83 of 1907) of the existence of a rock, or wreck in the northern approach to Klang strait, situated in approximately lat. $3^{\circ} 13' 35''$ N., long. $101^{\circ} 12' 50''$ E.

This notice affects the following Admiralty Charts:—Malacca strait, No. 1,355; Pulo Berhala to Cape Bachado, No. 794; Klang strait, No. 3,453; also China Sea Directory, vol. I., 1906, page 191.

ST. L. S. WARDEN, Comdr., R.I.M.,
Port Officer of Calcutta.

Calcutta, February 18, 1907.

BENGAL.—No. 81.

Eastern Archipelago—Celebes—Gulf of Boni—Reefs.

The British Admiralty has given notice (No. 84 of 1907) of the existence of the under-mentioned reefs in the following positions in the Gulf of Boni :—

- (a) A reef, with a least depth of 5 feet over it, in approximately lat. $2^{\circ} 57' S.$, long. $120^{\circ} 53' E.$ This reef, which is composed of boulders, is about 65 yards long in an easterly and westerly direction, and 55 yards broad.
- (b) A reef, about one cable in extent, which dries, in approximately lat. $2^{\circ} 57\frac{1}{2}' S.$, long. $120^{\circ} 53' E.$
- (c) A reef, with a least depth of 5 feet over it, in approximately lat. $3^{\circ} 4' S.$, long. $120^{\circ} 51' E.$ This reef is about $2\frac{1}{2}$ cables in extent.
- (d) A reef, with a least depth of one foot over it, in approximately lat. $3^{\circ} 6\frac{1}{2}' S.$, long. $120^{\circ} 51' E.$ This reef is about 5 cables long in a northerly and southerly direction and $1\frac{1}{2}$ cables broad.

This notice affects the following Admiralty Charts:—Eastern Archipelago, western portion, No. 941b; Eastern Archipelago, eastern portion, No. 942a; also Eastern Archipelago, part II., 1904, page 354; and Supplement, 1906, page 20.

ST. L. S. WARDEN, Comdr., R.I.M.,
Port Officer of Calcutta.

Calcutta, February 18, 1907.

BENGAL.—No. 82.

Africa, South-East Coast—Port Natal approach—Green point—Beacons erected in the vicinity of.

The British Admiralty has given notice (No. 89 of 1907) that the under-mentioned beacons have been erected in the approach to Durban on the sites of the former lighthouses which were used as clearing marks for the Aliwal shoal :—

- (a) Umpambinyoni beacon is a mast 69 feet surmounted by a disc, elevated 159 feet above high water, the upper half of which is painted red, and the lower half white, and situated at a distance of $2 \frac{6}{10}$ miles S. 55° W. from Green point beacon.
- (b) Amahlongwana beacon is a mast 69 feet high surmounted by a white triangle, elevated 170 feet above high water, and situated at a distance of $1 \frac{8}{10}$ mile N. 48° E. from Green point beacon.

Approximate position : Green point beacon, lat. $30^{\circ} 15\frac{1}{2}' S.$, long. $30^{\circ} 47' E.$

Variation, 24° westerly in 1907.

This notice affects the following Admiralty Chart:—Umtavuna river to Tugela river (with plan of Aliwal shoal), No. 2,088; also Africa Pilot, part III., 1905, page 172.

ST. L. S. WARDEN, Comdr., R.I.M.,
Port Officer of Calcutta.

Calcutta, February 18, 1907.

BENGAL.—No. 83.

Pacific Ocean—The Philippine islands—Mindanao south coast—Little Santa Cruz island light—Character altered.

With reference to Notice to Mariners No. 126, dated April 12, 1906, issued by this office, the British Admiralty has given further notice (No. 106 of 1907) that the character of Little Santa Cruz island light has been altered from white fixed to white occulting every ten seconds, thus: light, seven seconds; eclipse, three seconds; in other respects it remains as before.

Approximate position : lat. $6^{\circ} 53' 0'' N.$, long. $122^{\circ} 2' 15'' E.$

This notice affects the following Admiralty Charts:—Sulu archipelago, Nos. 2,576 and 928; Molucca passage to Manila, No. 943; Basilan strait, No. 961; also List of Lights, part VI., 1906, page 99; and Eastern Archipelago, part I., 1902, page 99.

ST. L. S. WARDEN, Comdr., R.I.M.,
Port Officer of Calcutta.

Calcutta, February 18, 1907.

BENGAL.—No. 84.

Pacific Ocean—The Philippines—Luzon, west coast—Port Subic (Subig)—Port Olongapo—Light established on Caiman beacon.

The British Admiralty has given notice (No. 109 of 1907) that a red fixed light elevated 20 feet above high water, and visible in clear weather from a distance of 7 miles, has been established on the white beacon erected on Caiman shoal, Port Olongapo.

Approximate position : lat. $14^{\circ} 48\frac{1}{2}' N.$, long. $120^{\circ} 16' E.$

This notice affects the following Admiralty Charts:—Manila bay, No. 976; Port Subic, No. 931; also List of Lights, part VI., 1906, page 109; China Sea Directory, vol. II., 1906, page 329; Eastern Archipelago, part I., 1902, page 58; and Supplement, 1906, page 8.

ST. L. S. WARDEN, Comdr., R.I.M.,
Port Officer of Calcutta.

Calcutta, February 18, 1907.

BENGAL.—No. 85.

Bay of Bengal—Madras coast—Caution—Position of a derelict spar.

The Master of the ss. Syria reports, dated February 14, 1907, that at 3.48 p.m. of that day he passed close to what appeared to be a spar of a large dhow, with sail attached to it, in lat. $13^{\circ} 13' N.$, long. $85^{\circ} E.$ —Mariners are hereby warned.

ST. L. S. WARDEN, Comdr., R.I.M.,
Port Officer of Calcutta.

Calcutta, February 18, 1907.

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.	Wheat.	Trunk Ginchona.	Branch Ginchona.	Ginchona Chips.	Coconuts.	Copra.	Coconut Oil.	Coconut Ponnac.	Ginnameon.	Ginnameon Oil.	Citronella Oil.	Gardamoms.	Bonny.	Plumbago.	Coir Rope.	Coir Junk.	Coir Yarn.	Coir Fibre.	Napan-wood.	Orchilla.	Kitul Fibre.	Deer Forns.	
COLOMBO.	1907																											
ss. Aska	25-2	Ammapatam																										
ss. Aska	25-2	Ammapatam																										
ss. Umhloti	25-2	Cape Ports	69090																									
ss. Vladimir	26-2	Vladivostock	860955																				585					
ss. Tactician	26-2	London	805841																				75					
ss. Yunnan	26-2	Marseilles	9101								98												285					
ss. Rabenfels	27-2	Calcutta										330																
ss. Cyclops	27-2	Pacific Ports via Singa- pore				50																						
s. City of Madras	27-2	London	37190																									
ss. Gneisenau	28-2	Yokohama	113498																									
ss. India	28-2	Australia	27752			50																						
ss. C. Ferguson	28-2	London	280076																									
ss. Golconda	1-3	London	60270																									
ss. Seydlitz	1-3	Bremen	33264																									
ss. Elkantara	1-3	Marseilles	2887										2002															

GALLE.
Nil.

* Chips

Importation of Rice from Indian and other Ports during the Week.

TO COLOMBO :-		TO GALLE :-	
From Tuticorin	...	From Calcutta	...
Calcutta	15,854	Southern India	...
China	23,462		
Singapore	2,300		
Ammapatam	2,201		
Kobe	474		
Rangoon	262		
Adrampatam	192		
Bombay	392		
	50		
Total	44,187	Total	2,150
		... Bags	170
		... "	1,980

H. M. Customs,
Colombo, March 4, 1907.

W. E. THORPE,
for Principal Collector.

**Ceylon Government Railway.—Comparative Statement of Traffic for the Month ended
December 31, 1906.**

Receipts from	Month ended Dec. 31, 1905.			Month ended Dec. 31, 1906.			Increase 1906 over 1905.			Decrease 1906 below 1905.		
	No.	Rs.	c.	No.	Rs.	c.	No.	Rs.	c.	No.	Rs.	c.
Passengers, Ordinary and Special	574,630	331,631	71	571,393	319,915	46	—	—	—	3,237	11,776	25
Coolies ...	5,544	6,005	75	6,261	5,711	18	717	—	—	—	294	57
Season Tickets ...	3,177	9,305	65	3,442	10,118	80	265	813	15	—	—	—
Parcels and Mails ...	62,797	28,586	73	70,331	30,903	40	7,534	2,316	67	—	—	—
Horses, Carriages, and other Coaching Traffic	2,516	4,191	56	2,913	4,228	1	397	36	45	—	—	—
Goods (Tons) ...	47,578	499,681	6	50,206	492,116	55	2,628	—	—	—	7,564	51
Live Stock ...	1,946	1,433	0	1,924	1,480	7	—	47	7	22	—	—
Miscellaneous ...	—	6,510	58	—	33,457	33	—	26,946	75	—	—	—
Total for the Month	—	887,406	4	—	897,930	80	—	10,524	76	—	—	—
Brought forward from previous return ...	—	8,803,247	0	—	9,205,663	69	—	402,416	19	—	—	—
Total from Jan. 1 to Dec. 31	—	9,690,653	4	—	10,103,594	49	—	412,941	45	—	—	—
Corresponding period of previous year ...	—	—	—	—	9,690,653	4	—	—	—	—	—	—
Increase ...	—	—	—	—	412,941	45	—	—	—	—	—	—
Decrease ...	—	—	—	—	—	—	—	—	—	—	—	—
Traffic Train Mileage, Jan. 1 to Dec. 31 ...	—	—	—	1,849,689	—	—	—	—	—	—	—	—
Corresponding period of previous year ...	—	—	—	1,737,300	—	—	—	—	—	—	—	—
Increase ...	—	—	—	112,389	—	—	—	—	—	—	—	—
Decrease ...	—	—	—	—	—	—	—	—	—	—	—	—

Particulars of Goods conveyed.	Month ended	Month ended	Increase in	Decrease in	Nett Increase or Decrease from January 1 to December 31, 1906.	
	Dec. 31, 1905.	Dec. 31, 1906.			Increase in	Decrease in
	Tons.	Tons.	Tons.	Tons.	Increase in 1906.	Decrease in 1906.
First Class Goods ...	51	55	4	—	54	—
Kerosine oil, 2nd class ...	168	283	115	—	489	—
Other, 2nd class ...	883	919	36	—	938	—
Rice, 3rd class ...	12,263	12,765	502	—	8,015	—
Arrack, 3rd class ...	317	320	3	—	85	—
Cacao, 4th class... ..	937	530	—	407	—	1,849
Salt, 3rd class ...	391	444	53	—	193	—
Rubber ...	2	3	1	—	25	—
Other, 3rd class ...	5,514	6,564	1,050	—	4,179	—
Sundry other 3rd class a	—	—	—	—	858	391
Coffee, 4th class... ..	11	20	9	—	—	67
Coconut produce, 4th class	1888	1,207	—	681	—	2,316
Poonac, 4th class ...	641	505	—	136	—	665
Tea, 4th class ...	7,598	7,242	—	356	—	984
Timber, all classes	290	489	199	—	704	—
Cigars ...	—	29	29	—	297	—
Other, 4th class... ..	2,200	2,239	39	25	2,803	—
Sundry other, 4th class b	—	—	—	—	175	30
Other, 5th class... ..	1,268	1,243	—	187	—	518
Tea packing, 3rd and 6th classes c	1,343	1,156	—	—	—	131
Manure, 3rd and 6th classes d	4,448	4,487	39	—	3,519	212
Plumbago, 3rd and 6th classes	1,802	2,032	230	—	5,292	—
Copra, 6th class... ..	—	—	—	—	384	—
Other, 6th class... ..	1,441	1,695	254	—	710	—
Sundry other, 6th class e	—	—	—	—	64	39
Breakwater material	116	612	496	—	1291	—
Railway material for Extension...	55	39	—	16	—	—
Railway material for existing line	3,261	4,708	1,447	—	11,788	—
Bulk Petroleum ...	434	399	—	35	—	339
Liquid fuel ...	233	204	—	29	—	25
Free Goods ...	23	17	—	6	19	—
	47,578	50,206	4,506	1,878	41,387	7,566

a Increase in Cinnamon, Tobacco, and Beer; decrease in Tea Leaf and Cardamoms.

b Increase in Cotton and Staves; decrease in Cinchona.

c Decrease in Tea packing, 3rd; decrease in Tea packing, 6th.

d Increase in Manure, 6th; decrease in Manure, 3rd.

e Increase in Beer and Staves; decrease in Bulky articles and Road Metal.

G. P. GREENE,
General Manager.

LOCAL BOARD NOTICES.**BOARD OF HEALTH, MADAMPE.****Statement of Revenue and Expenditure of the Board of Health, Madampe, for the Year 1906.**

REVENUE. PARTICULARS.	REVENUE.		Butchers .. Notaries' certificates Liquor ..	9 50 19 0 213 75	420 14
	Amount. Rs. c.	Total. Rs. c.			
Balance on December 31, 1905 ..	—	183 19			
1.—Arrears of Revenue for 1905 :—			3.—Opium rent ..	—	2,750 96
Assessment tax ..	253 93		4.—Assessment tax ..	—	462 81
Opium rent ..	1,100 9	1,354 2	5.—Sale of rubbish ..	—	67 50
2.—Refund of stamp duty on licenses :—			6.—Fines in Police Court ..	—	48 50
Guns ..	15 44		7.—Miscellaneous ..	—	0 37
Boats ..	8 55				
Carts ..	153 90				
				Total Rs.	5,287 49

PARTICULARS.	EXPENDITURE.		Painting 3 latrines Constructing 1,091 feet side drains ..	33 0' 1,063 72	1,199 80
	Amount. Rs. c.	Total. Rs. c.			
1.—Establishment :—			6.—Miscellaneous :—		
Salary of Sanitary Inspector	270 0		Acquiring a site for latrine..	81 25	
Remuneration to clerk	60 0		Sundries ..	30 32	111 57
Remuneration to auditor	18 16				2877 27
Remuneration to assessors, 1906 and 1907 ..	150 0	538 50	Balance on December 31, 1906 ..	—	2,410 22
Commission to collector ..	40 34				Total—Rs. 5,287 49
2.—Sanitation :—					
Cost of scavenging ..	—	876 0			
3.—Stationery ..	—	9 78			
4.—Lighting ..	—	151 62			
5.—Works :—					
Erecting a Horbury latrine	86 98				
Painting 5 lamp posts	6 10				

I certify that I have examined the above statement and compared it with the books and supporting vouchers and that it is correct, and that subject to the remarks in my Report No. 1 of January 21, 1907, the revenue due has been duly collected, and the expenditure is in conformity with law and authority.

E. ABEYAKGON,
Auditor.

January 23, 1907.

R. G. SAUNDERS,
Assistant Government Agent, Chilaw.

Chilaw Kachcheri,
January 23, 1907.

Statement of Arrears of Rates of the Board of Health, Madampe, due for the Year 1906.

4th quarter, 1905.	1st quarter, 1906.	2nd quarter, 1906.	3rd quarter, 1906.	Total.
		Rs. c.	Rs. c.	Rs. c.
Nil.	Nil.	10 11	68 46	78 57

R. G. SAUNDERS,
Assistant Government Agent, Chilaw.

Chilaw Kachcheri,
January 23, 1907.

E 9

BOARD OF HEALTH, CENTRAL PROVINCE.

Statement of Revenue and Expenditure of the Town of Wategama, 1906.

REVENUE.	Amount. Rs. c.	EXPENDITURE.	Amount. Rs. c.
Balance on December 31, 1905 ..	632 98	Scavenging ..	875 0
Sanitary rate ..	417 69	Remuneration to assessors ..	15 0
Slaughter-house fees ..	317 25	Commission to collectors ..	18 9
Liquor licenses ..	475 0	Pay of clerks ..	52 69
Cart licenses ..	193 80	Rent of slaughter-house ..	84 0
Butcher licenses ..	19 0	Stationery, stores, &c. ..	21 7
Gun licenses ..	4 4	Destroying stray dogs ..	—
Dog tax ..	—	Advertising charges ..	—
Refund of unexpended balances ..	—	Latrines, repairs to ..	17 0
Miscellaneous ..	17 33	Drains ..	3,550 0
Loan for drains ..	3,550 0	Water supply ..	6 31
		Sinking fund on loans ..	71 0
		Interest on loans ..	124 26
		Total Expenditure ..	4,834 42
		Balance ..	792 67
Total—Rs.	5,627 9	Total—Rs.	5,627 9

I certify that I have examined the above statement and compared it with the books and supporting vouchers and that it is correct, and that subject to the remarks in my monthly reports the revenue due has been duly collected, and the expenditure is in conformity with law and authority.

JAS. W. MOTTAU,
Auditor.

Kandy, February 27, 1907.

J. P. LEWIS,
Chairman.

Statement of Revenue and Expenditure of the Town of Pussellawa, 1906.

REVENUE.	Amount. Rs. c.	EXPENDITURE.	Amount. Rs. c.
Balance on December 31, 1905 ..	27 5	Scavenging ..	657 50
Sanitary rate ..	609 1	Remuneration to assessors ..	—
Slaughter-house fees ..	—	Commission to collectors ..	22 34
Liquor licenses ..	218 50	Pay of clerks ..	38 70
Cart ..	22 80	Rent of slaughter-house ..	—
Butcher licenses ..	14 25	Stationery, stores, &c. ..	15 48
Gun licenses ..	5 70	Destroying stray dogs ..	—
Dog tax ..	8 25	Advertising charges ..	—
Refund of unexpended balances ..	2 0	Latrines ..	56 50
Miscellaneous ..	29 58	Drains ..	—
Loans from other towns ..	116 59	Refund of loans to other towns ..	234 19
		Total expenditure ..	1,024 71
		Balance ..	29 2
Total—Rs.	1,053 73	Total—Rs.	1,053 73

I certify that I have examined the above statement and compared it with the books and supporting vouchers and that it is correct, and that subject to my remarks in my monthly reports the revenue due has been duly collected, and the expenditure is in conformity with law and authority.

JAS. W. MOTTAU,
Auditor.

Kandy, February 27, 1907.

J. P. LEWIS,
Chairman.

Statement of Revenue and Expenditure of the Town of Norwood, 1906.

REVENUE.	Amount. Rs. c.	* EXPENDITURE.	Amount. Rs. c.
Balance on December 31, 1905	672 94	Scavenging	515 0
Sanitary rate	303 14	Remuneration to assessors	10 0
Slaughter-house fees	—	Commission to collectors	14 8
Liquor licenses	285 0	Pay of clerks	32 40
Cart licenses	121 60	Rent of slaughter-house	—
Butcher licenses	9 50	Stationery, stores, &c.	12 96
Gun licenses	1 19	Destroying stray dogs	1 48
Dog tax	1 50	Advertising charges	—
Refund of unexpended balances	715 60	Latrines	20 0
Miscellaneous	67 21	Drains	1,016 0
Loan for drains	1,016 0	Water supply	14 57
		Sinking fund on loan	20 32
		Interest on loan	35 56
		Total expenditure	1,692 37
		Balance	1,501 31
Total—Rs.	3,193 68	Total—Rs.	3,193 68

I certify that I have examined the above statement and compared it with the books and supporting vouchers and that it is correct, and that subject to my monthly reports the revenue due has been duly collected, and the expenditure is in conformity with law and authority.

JAS. W. MOTTAU,
Auditor.

J. P. LEWIS,
Chairman.

Kandy, February 27, 1907.

Statement of Revenue and Expenditure of the Town of Bogawantalawa, 1906.

REVENUE.	Amount. Rs. c.	EXPENDITURE.	Amount. Rs. c.
Balance on December 31, 1905	117 34	Scavenging	660 0
Sanitary rate	437 40	Remuneration to assessors	10 0
Slaughter-house fees	166 50	Commission to collectors	18 83
Liquor licenses	19 0	Pay of clerks	—
Cart licenses	9 50	Rent of slaughter-house	150 0
Butcher licenses	19 0	Stationery, stores, &c.	12 71
Gun licenses	—	Destroying stray dogs	4 7
Dog tax	1 75	Advertising charges	—
Refund of unexpended balances	—	Latrines	40 25
Miscellaneous	17 33	Drains	—
Loans from other towns	150 0	Total expenditure	895 86
		Balance	41 96
Total—Rs.	937 82	Total—Rs.	937 82

I certify that I have examined the above statement and compared it with the books and supporting vouchers and that it is correct, and that subject to the remarks in my monthly reports the revenue due has been duly collected, and the expenditure is in conformity with law and authority.

JAS. W. MOTTAU,
Auditor.

J. P. LEWIS,
Chairman.

Kandy, February 27, 1907.

Statement of Revenue and Expenditure of the Town of Maskeliya, 1906.

REVENUE.	Amount. Rs. c.	EXPENDITURE	Amount. Rs. c.
Balance on December 31, 1905 ..	1,044 77	Scavenging ..	661 82
Sanitary rate ..	579 58	Remuneration to assessors ..	10 0
Slaughter-house fees ..	118 50	Commission to collectors ..	37 48
Liquor licenses ..	665 0	Pay of clerks ..	49 35
Cart licenses ..	19 0	Rent of slaughter-house ..	93 75
Butcher licenses ..	19 0	Stationery, stores, &c. ..	19 74
Gun licenses ..	—	Destroying stray dogs ..	—
Dog tax ..	2 25	Advertising charges ..	—
Refund of unexpended balances ..	—	Latrines ..	40 0
Miscellaneous ..	208 57	Drains ..	500 0
		Total expenditure ..	1,412 14
		Balance ..	1,244 53
Total—Rs. 2,656 67		Total—Rs. 2,656 67	

I certify that I have examined the above statement and compared it with the books and supporting vouchers and that it is correct, and that subject to the remarks in my monthly reports the revenue due has been duly collected, and the expenditure is in conformity with law and authority.

JAS. W. MOTTAU,
Auditor.

J. P. LEWIS,
Chairman.

Kandy, February 27, 1907.

Statement of Revenue and Expenditure of the Town of Kadugannawa, 1906.

REVENUE.	Amount. Rs. c.	EXPENDITURE.	Amount. Rs. c.
Balance on December 31, 1905 ..	483 44	Scavenging ..	355 0
Sanitary rate ..	395 13	Remuneration to assessors ..	—
Slaughter-house fees ..	205 50	Commission to collectors ..	22 29
Liquor licenses ..	281 25	Pay of clerks ..	40 10
Cart licenses ..	11 40	Rent of slaughter-house ..	40 0
Butcher licenses ..	4 75	Stationery, stores, &c. ..	16 4
Gun licenses ..	1 19	Destroying stray dogs ..	10 28
Gunpowder licenses ..	4 74	Advertising charges ..	—
Dog tax ..	10 38	Latrines ..	—
Refund of unexpended balances ..	—	Drains ..	—
Miscellaneous ..	91 33	Water supply ..	150 0
		Miscellaneous ..	2 0
		Total expenditure ..	635 71
		Balance ..	833 40
Total—Rs. 1,469 11		Total—Rs. 1,469 11	

I certify that I have examined the above statement and compared it with the books and supporting vouchers and that it is correct, and that subject to the remarks in my monthly reports the revenue has been duly collected, and the expenditure is in conformity with law and authority.

JAS. W. MOTTAU,
Auditor.

J. P. LEWIS,
Chairman.

Kandy, February 27, 1907.

Statement of Revenue and Expenditure of the Town of Talawakele, 1906.

REVENUE.	Amount.		EXPENDITURE.	Amount.	
	Rs.	c.		Rs.	c.
Balance on December 31, 1905 ..	3,564	2	Scavenging ..	840	0
Sanitary rate ..	1,274	43	Remuneration to assessors ..	72	50
Slaughter-house fees ..	506	75	Commission to collectors ..	101	18
Liquor licenses ..	353	40	Pay of clerks ..	282	29
Cart licenses ..	262	20	Rent of slaughter-house ..	—	—
Butcher licenses ..	33	25	Stationery, stores, &c. ..	52	8
Gun licenses ..	4	4	Destroying stray dogs ..	4	7
Opium licenses ..	256	38	Advertising charges ..	31	97
Petroleum licenses ..	50	0	Latrines, repairs to ..	16	85
Dog tax ..	5	75	Interest on loan ..	437	50
Refund of advances to other towns ..	30	0	Sinking fund on loan ..	250	0
Miscellaneous ..	22	84	Water supply ..	12,750	0
Loan for water supply ..	12,500	0	New latrine ..	307	31
			Repairs to slaughter-house ..	76	0
			Total expenditure ..	15,221	75
			Balance ..	3,641	31
Total—Rs.	18,863	6	Total—Rs.	18,863	6

I certify that I have examined the above statement and compared it with the books and supporting vouchers and that it is correct, and that subject to the remarks in my monthly reports the revenue due has been duly collected, and the expenditure is in conformity with law and authority.

JAS. W. MOTTAU,
Auditor.

J. P. LEWIS,
Chairman.

Kandy, February 27, 1907

Statement of Revenue and Expenditure of the Town of Agrapatana, 1906.

REVENUE.	Amount.		EXPENDITURE.	Amount.	
	Rs.	c.		Rs.	c.
Balance on December 31, 1905 ..	574	12	Scavenging ..	324	0
Sanitary rate ..	317	96	Remuneration to assessors ..	20	0
Slaughter-house fees ..	—	—	Commission to collectors ..	16	13
Liquor licenses ..	232	75	Pay of clerks ..	47	35
Cart licenses ..	—	—	Rent of slaughter-house ..	—	—
Butcher licenses ..	9	50	Stationery, stores, &c. ..	—	—
Loan for water supply ..	2,000	0	Destroying stray dogs ..	10	50
Loan for drains ..	950	0	Advertising charges ..	—	—
Dog tax ..	2	25	Latrines ..	—	—
Refund of unexpended balances ..	908	41	Drains ..	950	0
Miscellaneous ..	19	59	Water supply ..	2,000	0
			Sinking fund on loan ..	59	0
			Interest on loan ..	103	25
			Total expenditure ..	3,530	23
			Balance ..	1,486	72
Total—Rs.	5,016	95	Total—Rs.	5,016	95

I certify that I have examined the above statement and compared it with the books and supporting vouchers and that it is correct, and that subject to the remarks in my monthly reports the revenue due has been duly collected, and the expenditure is in conformity with law and authority.

JAS. W. MOTTAU,
Auditor.

J. P. LEWIS,
Chairman.

Kandy, February 27, 1907.

Statement of Revenue and Expenditure of the Town of Pundalu-oya, 1906.

REVENUE.	Amount.		EXPENDITURE.	Amount.	
	Rs.	c.		Rs.	c.
Balance on December 31, 1905	441	44	Scavenging	180	0
Sanitary rate	175	66	Remuneration to assessors	20	0
Slaughter-house fees	76	75	Commission to collectors	10	48
Liquor licenses	213	75	Pay of clerks	40	69
Cart licenses	57	0	Rent of slaughter-house	—	—
Butcher licenses	9	50	Stationery, stores, &c.	—	—
Dog tax	0	75	Destroying stray dogs	6	75
Refund of unexpended balances	—	—	Advertising charges	—	—
Miscellaneous	17	59	Latrines	—	—
Loan for drains	2,000	0	Drains	2,000	0
			Slaughter-house	395	69
			Interest on loan	70	0
			Sinking fund on loan	40	0
			Total expenditure	2,763	61
			Balance	228	83
Total—Rs.	2,992	44	Total—Rs.	2,992	44

I certify that I have examined the above statement and compared it with the books and supporting vouchers and that it is correct, and that subject to the remarks in my monthly reports the revenue has been duly collected, and the expenditure is in conformity with law and authority.

JAS. W. MOTTAG,
Auditor.

Kandy, February 27, 1907.

J. P. LEWIS,
Chairman.

Statement of Revenue and Expenditure of the Town of Nanu-oya, 1906.

REVENUE.	Amount.		EXPENDITURE.	Amount.	
	Rs.	c.		Rs.	c.
Balance on December 31, 1905	474	70	Scavenging	361	4
Sanitary rate	654	64	Remuneration to assessors	20	0
Slaughter-house fees	138	0	Commission to collectors	4	26
Liquor licenses	215	65	Pay of clerks	50	76
Cart licenses	7	60	Repairs to slaughter-house	34	45
Butcher licenses	4	75	Drains	3,700	0
Gun licenses	3	57	Hand cart	89	10
Loan for drains	3,700	0	Sinking fund on loan of Rs. 3,700	74	0
Loan for water supply	5,000	0	Interest on loan of Rs. 3,700	129	50
Petroleum licenses	50	0	Total expenditure	4,463	11
Dog tax	10	50	Balance	5,829	14
Refund of unexpended balances	4	0			
Miscellaneous	28	84			
Total—Rs.	10,292	25	Total—Rs.	10,292	25

I certify that I have examined the above statement and compared it with the books and supporting vouchers and that it is correct, and that subject to the remarks in my monthly reports the revenue has been duly collected, and the expenditure is in conformity with law and authority.

JAS. W. MOTTAG,
Auditor.

J. P. LEWIS,
Chairman.

Kandy, February 27, 1907.

Statement of Revenue and Expenditure of the Town of Kandapola, 1906.

REVENUE.	Amount.		EXPENDITURE.	Amount.	
	Rs.	c.		Rs.	c.
Balance on December 31, 1905 ..	361	63	Scavenging ..	150	0
Sanitary rate ..	275	64	Remuneration to assessors ..	20	0
Slaughter-house fees ..	—	—	Commission to collectors ..	11	40
Liquor licenses ..	—	—	Pay of clerks ..	20	52
Cart licenses ..	49	40	Drains ..	255	0
Butcher licenses ..	4	75	Total expenditure ..	456	92
Gun licenses ..	3	57	Balance ..	266	17
Dog tax ..	8	75			
Refund of unexpended balances ..	—	—			
Miscellaneous ..	19	35			
Total—Rs.	723	9	Total—Rs.	723	9

I certify that I have examined the above statement and compared it with the books and supporting vouchers and that it is correct, and that subject to the remarks in my monthly reports the revenue has been duly collected, and the expenditure is in conformity with law and authority.

JAS. W. MOTTAU,
Auditor.

J. P. LEWIS,
Chairman.

Kandy, February 27, 1907.

Statement of Revenue and Expenditure of the Town of Ragala, 1906.

REVENUE.	Amount.		EXPENDITURE.	Amount.	
	Rs.	c.		Rs.	c.
Balance on December 31, 1905 ..	112	2	Scavenging ..	300	0
Sanitary rate ..	428	76	Remuneration to assessors ..	20	0
Slaughter-house fees ..	144	75	Commission to collectors ..	17	53
Liquor licenses ..	280	25	Pay of clerks ..	53	0
Cart licenses ..	22	80	Rent of slaughter-house ..	30	0
Butcher licenses ..	19	0	Stationery, stores, &c. ..	15	14
Gun licenses ..	2	37	Destroying stray dogs ..	10	58
Dog tax ..	3	97	Allowance to Medical Officer ..	90	0
Refund of unexpended balances ..	228	42	Total expenditure ..	536	25
Miscellaneous ..	19	10	Balance ..	725	19
Total—Rs.	1,261	44	Total—Rs.	1,261	44

I certify that I have examined the above statement and compared it with the books and supporting vouchers and that it is correct, and that subject to the remarks in my monthly reports the revenue due has been duly collected, and the expenditure is in conformity with law and authority.

JAS. W. MOTTAU,
Auditor.

J. P. LEWIS,
Chairman.

Kandy, February 27, 1907.

Statement of Revenue and Expenditure of the Town of Padiapelella, 1906.

REVENUE.	Amount.		EXPENDITURE.	Amount.	
	Rs.	c.		Rs.	c.
Balance on December 31, 1905 ..	509	34	Scavenging ..	360	0
Sanitary rate ..	271	22	Remuneration to assessors ..	20	0
Slaughter-house fees ..	—	—	Commission to collectors ..	13	56
Liquor licenses ..	213	75	Pay of clerks ..	40	83
Cart licenses ..	133	0	Rent of slaughter-house ..	—	—
Butcher licenses ..	19	0	Stationery, stores, &c. ..	11	65
Gun licenses ..	2	37	Hand cart ..	94	62
Gunpowder licenses* ..	0	95			
Miscellaneous ..	21	60	Total expenditure ..	540	66
			Balance ..	630	57
Total—Rs.	1,171	23	Total—Rs.	1,171	23

I certify that I have examined the above statement and compared it with the books and supporting vouchers and that it is correct, and that subject to the remarks in my monthly reports the revenue has been duly collected, and the expenditure is in conformity with law and authority.

JAS. W. MOTTAU,
Auditor.

J. P. LEWIS,
Chairman.

Kandy, February 27, 1907.

Statement of Revenue and Expenditure of the Town of Rattota, 1906.

REVENUE.	Amount.		EXPENDITURE.	Amount.	
	Rs.	c.		Rs.	c.
Balance on December 31, 1905 ..	59	35	Scavenging ..	130	0
Sanitary rate ..	168	26	Remuneration to assessors ..	—	—
Slaughter-house fees ..	—	—	Commission to collectors ..	8	20
Liquor licenses ..	—	—	Pay of clerks ..	16	27
Cart licenses ..	—	—	Rent of slaughter-house ..	—	—
Dog tax ..	7	0	Stationery, stores, &c. ..	4	65
Refund of unexpended balances ..	17	35	Destroying stray dogs ..	—	—
Miscellaneous ..	—	—	Advertising charges ..	—	—
			Latrines, repairs ..	3	70
			Drains ..	—	—
			Refund of loans from other towns ..	30	0
			Acquisition of land for latrine ..	29	12
			Total expenditure ..	221	94
			Balance ..	30	2
Total—Rs.	251	96	Total—Rs.	251	96

I certify that I have examined the above statement and compared it with the books and supporting vouchers and that it is correct, and that subject to the remarks in my monthly reports the revenue due has been duly collected, and the expenditure is in conformity with law and authority.

JAS. W. MOTTAU,
Auditor.

J. P. LEWIS,
Chairman.

Kandy, February 27, 1907.

Statement of Revenue and Expenditure of the Town of Dambulla, 1906.

REVENUE.	Amount. Rs. c.	EXPENDITURE.	Amount. Rs. c.
Balance on December 31, 1905 ..	273 6	Scavenging ..	82 50
Sanitary rate ..	141 98	Remuneration to assessors ..	—
Slaughter-house fees ..	—	Commission to collectors ..	6 32
Liquor licenses ..	—	Pay of clerks ..	11 58
Cart licenses ..	—	Rent of slaughter-house ..	—
Dog tax ..	4 25	Stationery, stores, &c. ..	3 31
Refund of unexpended balances ..	—		
Miscellaneous ..	17 35	Total expenditure ..	103 71
		Balance ..	332 93
Total—Rs.	436 64	Total—Rs.	436 64

I certify that I have examined the above statement and compared it with the books and supporting vouchers and that it is correct, and that subject to the remarks in my monthly reports the revenue due has been duly collected, and the expenditure is in conformity with law and authority.

JAS. W. MOTTAU,
Auditor.

J. P. LEWIS,
Chairman.

Kandy, February 27, 1907.

Statement of Revenue and Expenditure of the Town of Lindula, 1906.

REVENUE.	Amount. Rs. c.	EXPENDITURE.	Amount. Rs. c.
Balance on December 31, 1905 ..	326 19	Scavenging ..	260 0
Sanitary rate ..	352 89	Remuneration to assessors ..	20 0
Slaughter-house fees ..	—	Commission to collectors ..	15 28
Liquor licenses ..	161 50	Pay of clerks ..	42 10
Cart licenses ..	64 60	Rent of slaughter-house ..	—
Butcher licenses ..	—	Stationery, stores, &c. ..	12 0
Gun licenses ..	2 37	Destroying stray dogs ..	22 46
Dog tax ..	1 0	Advertising charges ..	—
Refund of unexpended balances ..	—	Latrines ..	—
Miscellaneous ..	18 8	Drains ..	1,070 0
Loan for drains ..	1,070 0	Sinking fund on loan ..	21 40
		Interest on loan ..	37 46
		Total expenditure ..	1,500 70
Total—Rs.	1,996 63	Balance ..	495 93
		Total—Rs.	1,996 63

I certify that I have examined the above statement and compared it with the books and supporting vouchers and that it is correct, and that subject to the remarks in my monthly reports the revenue has been duly collected, and the expenditure is in conformity with law and authority.

JAS. W. MOTTAU,
Auditor.

J. P. LEWIS,
Chairman.

Kandy, February 27, 1907.

Statement of Revenue and Expenditure of the Town of Tillicoultry, 1906.

REVENUE.	Amount.		EXPENDITURE.	Amount.	
	Rs.	c.		Rs.	c.
Balance on December 31, 1905 ..	394	4	Scavenging ..	260	0
Sanitary rate ..	382	74	Remuneration to assessors ..	20	0
Slaughter-house fees ..	—	—	Commission to collectors ..	19	47
Liquor licenses ..	304	0	Pay of clerks ..	52	69
Cart licenses ..	26	60	Rent of slaughter-house ..	—	—
Butcher licenses ..	14	25	Stationery, stores, &c. ..	14	91
Gun licenses ..	—	—	Destroying stray dogs ..	—	—
Gunpowder licenses ..	0	95	Advertising charges ..	—	—
Dog tax ..	1	25	Latrines ..	30	0
Refund of unexpended balances ..	—	—	Drains ..	—	—
Miscellaneous ..	18	58			
			Total expenditure ..	397	7
			Balance ..	745	34
			Total—Rs	1,142	41
			Total—Rs	1,142	41

I certify that I have examined the above statement and compared it with the books and supporting vouchers and that it is correct, and that subject to the remarks in my monthly reports the revenue due has been duly collected, and the expenditure is in conformity with law and authority.

JAS. W. MOTTAU,
Auditor.

Kandy, February 27, 1907.

J. P. LEWIS,
Chairman.

Statement of Revenue and Expenditure of the Town of Dimbula, 1906.

REVENUE.	Amount.		EXPENDITURE.	Amount.	
	Rs.	c.		Rs.	c.
Balance on December 31, 1905 ..	48	97	Scavenging ..	200	0
Sanitary rate ..	223	22	Remuneration to assessors ..	20	0
Slaughter-house fees ..	—	—	Commission to collectors ..	20	73
Liquor licenses ..	19	0	Pay of clerks ..	18	52
Cart licenses ..	51	30	Rent of slaughter-house ..	—	—
Butcher licenses ..	—	—	Stationery, stores, &c. ..	—	—
Gun licenses ..	4	75	Destroying stray dogs ..	7	93
Dog tax ..	2	25	Advertising charges ..	—	—
Refund of unexpended balances ..	—	—	Latrines ..	—	—
Miscellaneous ..	19	34	Drains ..	—	—
			Total expenditure ..	267	18
			Balance ..	101	65
			Total—Rs.	368	83
			Total—Rs.	368	83

I certify that I have examined the above statement and compared it with the books and supporting vouchers and that it is correct, and that subject to the remarks in my monthly reports the revenue due has been duly collected, and the expenditure is in conformity with law and authority.

JAS. W. MOTTAU,
Auditor.

Kandy, February 27, 1907.

J. P. LEWIS,
Chairman.

Statement of Revenue and Expenditure of the Town of Kotagala, 1906.

REVENUE.	Amount.		EXPENDITURE.	Amount.	
	Rs.	c.		Rs.	c.
Balance on December 31, 1905 ..	45	55	Scavenging ..	240	0
Sanitary rate ..	147	85	Remuneration to assessors ..	10	0
Slaughter-house fees ..	—	—	Commission to collectors ..	16	63
Liquor licenses ..	232	75	Pay of clerks ..	32	18
Cart licenses ..	11	40	Rent of slaughter-house ..	—	—
Butcher licenses ..	—	—	Stationery, stores, &c. ..	—	—
Gun licenses ..	1	19	Destroying stray dogs ..	—	—
Dog tax ..	2	25	Advertising charges ..	—	—
Refund of unexpended balances ..	—	—	Latrines ..	—	—
Miscellaneous ..	18	84	Drains ..	—	—
			Miscellaneous ..	0	84
			Total expenditure ..	299	65
			Balance ..	160	18
Total—Rs.	459	83	Total—Rs.	459	83

I certify that I have examined the above statement and compared it with the books and supporting vouchers and that it is correct, and that subject to the remarks in my monthly reports the revenue due has been duly collected, and the expenditure is in conformity with law and authority.

JAS. W. MOTTAU,
Auditor.

J. P. LEWIS,
Chairman.

Kandy, February 27, 1907.

Statement of Arrears of Sanitary Rate on December 31, 1906.*

No.	Name of Town.	Amount.		No.	Name of Town.	Amount.	
		Rs.	c.			Rs.	c.
1 ..	Wattegama ..	94	66	12 ..	Agrapataana ..	80	57
2 ..	Pussellawa ..	88	2	13 ..	Pundalu-oya ..	119	70
3 ..	Norwood ..	161	42	14 ..	Nanu-oya ..	84	93
4 ..	Bogawantalawa ..	173	32	15 ..	Kandapola ..	34	68
5 ..	Maskeliya ..	272	76	16 ..	Ragala ..	86	58
6 ..	Kadugannawa ..	127	57	17 ..	Padiapelella ..	64	57
7 ..	Lindula ..	73	17	18 ..	Rattota ..	41	97
8 ..	Tillicoultry ..	68	4	19 ..	Dambulla ..	31	27
9 ..	Dimbula ..	73	82				
10 ..	Kotagala ..	49	39	Total—Rs.	2,020	95	
11 ..	Talawakele ..	294	51				

* All these arrears belong to the 3rd and 4th quarters of 1906.

Correct :

JAS. W. MOTTAU,
Auditor.

J. P. LEWIS,
Chairman.

Kandy, February 27, 1907.

LOCAL BOARD, MATARA.

Statement of Estimate of Probable Revenue and Expenditure of the Local Board of Matara for the Year 1907.

REVENUE.	Amount.		EXPENDITURE.	Amount.	
	Rs.	c.		Rs.	c.
Balance on December 31, 1906 ..	—	9,252 39	Expenditure ..	2,220	0
Taxes ..	6,750	0	Office contingencies ..	250	0
Licenses ..	5,400	0	Revenue services ..	600	0
Fines ..	250	0	Police charges ..	90	0
Rents ..	3,200	0	Sanitary charges ..	8,544	90
Sundries ..	1,900	0	Law expenses ..	50	0
		17,500 0	Public works ..	10,581	93
			Lighting ..	2,903	15
			Audit charges ..	175	0
			Sundries ..	1,137	0
				26,551	98
			Balance ..	—	200 41
Total—Rs.	26,752	39	Total—Rs.	26,752	39

Local Board Office,
Matara, February 24, 1907.

G. COOKSON, Chairman.
DAVID SAMARAWERA, Member.

LOCAL BOARD OF ANURADHAPURA.

Statement of Revenue and Expenditure of the Local Board of Anuradhapura for 1906.

	Amount.		Total.			Amount.		Total.	
	Rs.	c.	Rs.	c.		Rs.	c.	Rs.	c.
REVENUE.					EXPENDITURE.				
I.—Taxes.					I.—Interest and sinking fund				
(a) Property rates ..	2,834	69			on loans ..	—			
(b) Thoroughfares Ordinance collections ..	2,784	0			II.—Cost of administration				
(c) Water rates ..	—	—			(a) Establishment ..	1,168	0		
(d) Other taxes ..	201	18			(b) Office contingencies ..	154	83		
			5,819	87	(c) Cost of audit ..	144	40		
II.—Licenses.					(d) Revenue services ..	353	70		
(e) Liquor licenses ..	951	90			III.—Education (Town School Ordinance)				
(f) Opium licenses ..	—	—			IV.—Sanitation ..	5,240	22		
(g) Cart licenses ..	1,320	50			V.—Lighting ..	1,526	60		
(h) Other licenses ..	469	29			VI.—Police charges ..	113	67		
			2,741	69	VII.—Public works—				
III.—Rents.					(e) Maintenance ..	6,566	64		
(i) Market rent ..	3,420	87			(f) New construction ..	742	91		
(g) Other rents ..	3,663	82			VIII.—Miscellaneous ..	1,301	31		
			7,084	69				17,314	28
IV.—Fines.					Balance on December 31, 1906 ..	—		4,124	20
Fines in Local Board cases, &c. ..	—	—							
V.—Miscellaneous.									
Miscellaneous ..	—	—							
Balance on December 31, 1905 ..	—	—							
			4,382	6					
			21,438	48					
Total—Rs.					Total—Rs.				

I, Simon Dias Krisnaratne, Member of the Local Board of Health and Improvement, Anuradhapura, do hereby certify that to the best of my knowledge and belief the above is a true and correct account of all moneys received and paid on account of the Local Board, Anuradhapura.

S. D. KRISNARATNE,
Member, Local Board.

I, George Shadwell Saxton, do hereby swear that to the best of my knowledge and belief the above is a true and correct account of all moneys received and paid by me on account of the Local Board, Anuradhapura, and that the balance is in the hands of the Government Agent, subject to the remarks below.

Sworn to before me this 4th day of March, 1907 :

G. S. SAXTON,

W. T. SOUTHORN,
Justice of the Peace.

Chairman.

A.—Local Board order for Rs. 549.47 dated December 31, 1905, was paid by Kachcheri on January 3, 1906.

A sum of 25 cents paid to the Kachcheri on August 22, 1905, and credited to revenue should have been deposited as Local Board revenue.

B.—A sum of Rs. 2.50 paid to the Kachcheri on December 1, 1906, and accounted as Fiscal's fees, should have been deposited as Local Board revenue.

[See above for difference of 25 cents.]

A.—Explains difference of Kachcheri balance on December 31, 1905.

B.—Explains difference of Kachcheri balance on December 31, 1906.

Kachcheri balance on December 31, 1905, Rs. 4,931.28.

Kachcheri balance on December 31, 1906, Rs. 4,121.45.

Statement of Assets and Liabilities of the Local Board of Anuradhapura for 1906.

ASSETS.

	Amount.		Total.			Amount.		Total.	
	Rs.	c.	Rs.	c.		Rs.	c.	Rs.	c.
Taxes.					Sundries.				
Assessment tax (property rates) ..	—	—	676	64	Cattle pound fees ..	24	75		
					Slaughter-house fee ..	17	75		
Licenses.					Latrine conservancy ..	72	0		
Butcher license, opium license, &c. ..	—	—	93	57				114	50
Rents.					Balance on December 31, 1906 ..	—	—		
Opium rent ..	—	—	666	67				1,551	38
					Total—Rs.				

LIABILITIES.

	Amount.		Total.	Amount.	Total.	
	Rs.	c.				Rs.
<i>Revenue Service.</i>						
Commission to road tax collector	330	0	354 59	<i>Office Contingencies.</i>		
Commission to assessment tax collector	24	59		Controller of Government Stores	—	0 76
				Balance on December 31, 1906	—	355 35
					5,320 23	
				Total—Rs.	5,675 58	

I, George Shadwell Saxton, do hereby swear that to the best of my knowledge and belief the above is a true and correct statement of the assets and liabilities of the Local Board of Anuradhapura for 1906.

Sworn to before me at Anuradhapura. 4th March, 1907 :

W. T. SOUTHORN,
Justice of the Peace.

G. S. SAXTON,
Chairman.

I certify to the correctness of the above amount:

S. D. KRISNARATNE,
Member.

Estimated Revenue and Expenditure of the Local Board of Anuradhapura for 1907.

REVENUE.

REVENUE.	Amount.		Total.		Amount.		Total.	
	Rs.	c.			Rs.	c.		Rs.
<i>Taxes.</i>								
Assessment tax	2,441	24	6,041 24	Slaughter-house fee	200	0	1,300 0	
Assessment on Government buildings	600	0		Private latrines	800	0		
Commutation tax	2,700	0		Sundries	150	0		
Dog tax	150	0		<i>Rents.</i>				
Carriages, carts, bulls, &c.	150	0		Market rent	3,500	0	8,625 0	
<i>Licenses.</i>								
Refund of stamp duty on licenses :—			Gala rent	325	0	17,429 74		
Liquor licenses, cart licenses, &c.		1,363 50	Opium rent	4,100	0			
<i>Fines.</i>								
Fines in Local Board cases.			100 0	Pasture rent	700	0	4,124 20	
<i>Miscellaneous.</i>								
Cattle pound fee	150	0		Balance on December 31, 1906	—		4,124 20	
				Total—Rs.			21,553 94	

EXPENDITURE.

	Amount.		Total.		Amount.		Total.
	Rs.	c.			Rs.	c.	
Public works, upkeep of roads	4,000	0	14,902 39	For upkeep of flower garden	150	0	300 0
Public works, upkeep of buildings	600	0		For upkeep of Botani Gardens	300	0	
Construction, for purchasing and erecting two sets of Horbury's latrines at Erukampitty	600	0		Payment of police assessment rates on Local Board buildings	262	88	180 0
Cost of clearing rubbish, culverts, minor repairs, &c.	200	0		Making six garden seats	180	0	
Lighting	1,100	0		Repairing and erecting fence round the flower garden and the drinking pond (balance brought forward)	48	21	4,965 0
Commission to assessment tax collector	98	0		Scavenging and latrine conservancy	4,965	0	
Commission to division officer	340	0		Audit charges	174	30	14,902 39
For purchasing stores and materials	200	0					6,651 55
For establishment	1,284	0		Probable balance on December 31, 1907	—		
Office contingencies	200	0					Rs. 21,553 94
Petty expenses	200	0					

Local Board Office,
Anuradhapura, March 4, 1907.

G. S. SAXTON, Chairman.
S. D. KRISNARATNE, Member.

ROAD COMMITTEE NOTICES.

Dotale Road.

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 repairing the Dotale road at slip on 11th mile (Estimate No. 309 of 1907), the Provincial Road Committee, acting under the provisions of "The Branch Roads Ordinance, 1896," will on Saturday, March 23, 1907, at 1.30 o'clock P.M., at their office in Kandy, proceed to assess the under-mentioned estates at the rate of '0373c. per acre, to make up the private contributions:—

Government moiety	..	Rs. 187.50
Private contributions	..	Rs. 192.30
Proprietors or Agents.	Estates.	Acreage.
Mackwood & Co.	.. Inchstelly	.. 110
H. A. Beachcroft	.. Muttotte	.. 40
E. G. Simpson	.. Simpson's Land..	150
Colombo Commercial Company, Limited.		
(J. G. Wardrop)	.. Hunasgiriya	.. 1,250
S. Velepillai & Sons	.. Tanahena	.. 52
G. A. Mackenzie	.. Talingamadde	.. 70
Bosanquet & Co.	.. Algoottenna, Hap-puwidde, Kitulgalla, Dotalla, Elkaduwa	.. 1,774
F. T. Hadden	.. Halgalla & Hunu-galla	.. 724
E. G. Beilby	.. Wegalla	.. 344
H. L. Anley	.. Mahatenna	.. 381
C. Gordon	.. Galgawatta	.. 247
B. Aryaratna	.. Tollolgala	.. 40

And at the same time and place the Committee will take evidence, if necessary, and receive and consider objections and suggestions.

J. P. LEWIS,
Chairman.

Provincial Road Committee's Office,
Kandy, March 1, 1907.

Gampola-Dolosbage Road.

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 maintenance to the under-mentioned road during 1907, the Provincial Road Committee, acting under the provisions of the Estate Roads Ordinance, No. 12 of 1902, will on Saturday, March 23, 1907, at 1.30 o'clock P.M., at their office in Kandy, proceed to assess the under-mentioned estates to make up the private contribution:—

GAMPOLA-DOLOSbage ROAD.
(Maintenance, 1907).

Government moiety	..	Rs. 2,600
Private contribution	..	Rs. 2,600
1st and 2nd sections, 1 mile.		

Proprietors or Agents.	Estates.	Acreage
E. L. F. de Soysa (B. Mendis)	.. Lantern Hill	.. 357
W. S. Blackett	.. Jack Tree Hill	.. 295
1st to 3rd section, 1½ mile.		
W. S. Blackett	.. Gertiville	.. 42
1st to 6th section, 3 miles.		
A. J. Stephens (P. J. M. Box)	.. Cooroondoowatte	.. 459
Do.	.. Hapugahawatte..	120
Lewis Brown (R. Wilson)	.. Meddegodde	.. 383
1st to 8th section, 4 miles.		
G. C. S. Hodgson (F. R. Bisset)	.. Somerset	.. 436

And at the same time and place the Committee will take evidence, if necessary, and receive and consider objections and suggestions.

J. P. LEWIS,
Chairman.

Provincial Road Committee's Office,
Kandy, March 2, 1907.

Barnagalla-Meenagalla Road.

NOTICE is hereby given that in terms of sections of the Estate Roads Ordinance, No. 12 of 1902, a general meeting of the proprietors or resident managers of the estates interested in the Barnagalla-Meenagalla road will be held on Thursday, March 21, 1907, at 3 P.M., at Gallamudena Bungalow, 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.

NOTE.—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.

J. P. LEWIS,
Chairman, Provincial Road Committee.

Provincial Road Committee's Office,
Kandy, March 6, 1907.