



Ceylon Government Gazette

Published by Authority.

No. 6,554 — FRIDAY, MARCH 28, 1913.

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PART II.—Legal and Judicial.

PART III.—Provincial Administration.

PART IV.—Land Settlement.

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UNOFFICIAL ANNOUNCEMENTS.

MEMORANDUM OF ASSOCIATION OF THE CEYLON TRADING COMPANY, LIMITED.

1. The name of the Company is "CEYLON TRADING COMPANY, LIMITED."
2. The registered office of the Company is to be established in Colombo.
3. The objects for which the Company is to be established are:—
 - (a) To engage in and carry on the business of merchants, exporters and importers, manufacturers, and wholesale dealers in general provisions, produce, commodities, and articles of all kinds, also the business of agents for the sale of merchandise of all kinds, provision agents, and any other business, whether of manufacture, production, sale, or otherwise, which can be conveniently carried on by the Company in connection with any of the Company's objects or for the profitable use of any of the Company's property for the time being.
 - (b) To purchase or by other means acquire and protect, prolong, and renew, whether in Ceylon or elsewhere, any trade marks, patent right, licenses, protections, and concessions which may appear likely to be advantageous to the Company.
 - (c) To carry on the business of agents for steamship companies, insurance companies, and for such other companies or concerns as the Directors may consider desirable.
 - (d) To purchase, acquire, engage, extend, and carry on any other business or concern which may seem to the Company capable of being conveniently carried on in connection with the above or calculated directly or indirectly to enhance the value of or render profitable any of the property or rights of the Company.
 - (e) To appoint, engage, employ, maintain, provide for, and dismiss attorneys, agents, managers, clerks, coolies, and others labourers and servants, 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.
 - (f) To establish in Ceylon or elsewhere branch establishments and (or) agencies for carrying on or developing the business of the Company or any part thereof.
 - (g) To alter, adapt, and improve as their business may seem to the Company to require any buildings leased, rented, or acquired by them.
 - (h) To acquire, purchase, or take on lease any lands or buildings or both in the Island of Ceylon or elsewhere, and to erect and construct on such lands such buildings as the Company may think fit.
 - (i) To sell or lease any lands, buildings, hereditaments, property, or rights belonging to the Company, or to mortgage the same and to sell the undertaking of the Company or any part thereof for such consideration as the Company may think fit.

- (j) To raise money for all or any of the purposes of the Company in such manner as the Company may think fit, and in particular upon mortgage of any property of the Company, or by the issue of debentures or debenture stock, charging all or any of the Company's property, both present and future, including uncalled capital, or upon the bonds, bills, notes, or other security of the Company.
- (k) To sell, exchange, improve, manage, develop, lease, underlease, mortgage, dispose of, otherwise deal with all or any part of the property of the Company.
- (l) 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.
- (m) 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.
- (n) 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.
- (o) To amalgamate with any other company having objects altogether or in part similar to this Company.
- (p) 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.
- (q) 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.
- (r) To procure the Company to be registered or incorporated in Ceylon, and, if and when necessary or thought advisable, elsewhere.
- (s) To lend money on any terms and in any manner and on any security without any security at all, and generally to transact financial business of any kind.
- (t) 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.
- (u) 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.
- (v) 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 for such purpose.
- (w) To accept consideration for 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, and generally to accept any consideration to be received by the Company in money or in shares (whether wholly or partially paid up) of any company, or in the mortgages, debentures, or obligations of any company or person, or partly in one of these modes and partly in another or in any other kind or mode whatsoever.
- (x) 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.
- (y) 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 "persons" 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 One hundred thousand Rupees, divided into One thousand shares of One hundred Rupees each, with power to increase or reduce the capital. The shares forming the capital (original, increased, or reduced) of the Company may be subdivided 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.
C. C. HALLING, Colombo	One
V. A. JULIUS, Colombo	One
O. P. MOUNT, Colombo	One
EDWARD R. COX, Colombo	One
SYDNEY JULIUS, Colombo	One
Witness to the above signatures, at Colombo, this Thirteenth day of February, 1913:	
H. CREASY, Proctor, Supreme Court.	
S. H. TITLEY, Galle	One
D. THOM. DURHAM, Galle	One
Witness to the above signatures, at Galle, this Fourteenth day of February, 1913:	
Total Shares taken ..	Seven

R. F. H. DE VOS,
Proctor, Supreme Court.

ARTICLES OF ASSOCIATION OF CEYLON TRADING 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 or 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 "Ceylon Trading 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 every person who has accepted any share or who has accepted part of a share jointly with another or others whose name is entered on the Register of Shareholders as owner or joint-owner of such share.

"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*.

"Holder" means a Shareholder.

BUSINESS.

2. The Company 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 One hundred thousand Rupees (Rs. 100,000), divided into One thousand shares of Rupees One hundred 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 and with such special, preferential, deferred, qualified, or other rights, privileges, or conditions attached thereto 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 or subdivide or consolidate the shares of the Company.

SHARES.

8. The Company may call up the balance capital whenever the Directors shall think fit, and 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 share.

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 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, or as remuneration for work done for or services rendered to the Company, 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 preferential, deferred, qualified, special, or other 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 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 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 then 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.

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

17. The Company shall not be bound to recognize (even though having notice of) any contingent, future, partial, or equitable interest in the nature of a trust or otherwise in any share, or any other right in respect of any share, except any absolute right thereto in the person from time to time registered as the holder thereof, and except also the right of any person under clause 36 to become a Shareholder in respect of any share.

18. 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.

19. 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.

20. 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.

21. 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.

22. 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.

23. 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.

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

25. 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.

26. 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 such 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.

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

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

29. 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.

30. 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.

31. 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 one rupee, or such other sums 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 30, shall register the transferee as a Shareholder and retain the instrument of transfer.

32. 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.

33. 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.

34. 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 days next ensuing after 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 twenty-one days in any year.

TRANSMISSION OF SHARES.

35. The executors or administrator 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.

36. 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.

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

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

39. 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 instalments, with interest and expenses due in respect thereof, be declared forfeited by a resolution of the Board to that effect.

40. 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.

41. 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.

42. 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.

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

The Directors may in their discretion remit or annul the forfeiture of any share within six months from the date thereof upon the payment of all moneys due to the Company from the late holder or holders of such share or shares, and all expenses incurred in relation to such forfeiture, together with such further sum of money by way of redemption money for the deficit, as they shall think fit, not being less than nine per centum per annum on the amount of the sums wherein default in payment had been made, but no share *bona fide* sold or re-allotted, or otherwise disposed of under Article 41 hereof, shall be redeemable after sale or disposal.

44. 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.

45. 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.

46. 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.

47. A certificate in writing under the hands of one of the Directors that the power of sale given by clause 45 has arisen, and is exercisable by the Company under these presents, shall be conclusive evidence of the facts therein stated.

48. Upon any such sale one 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.

PREFERENCE SHARES.

49. Any shares from time to time to be issued or created may from time to time be issued 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 at such a premium or with such deferred rights as compared with any shares previously issued or then about to be issued, or subject to any such conditions or provisions, and with any such right or without any right of voting, and generally on such terms as the Company may from time to time by special resolution determine.

50. 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 the 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 the class of shares, and such resolution shall be binding upon all the holders of shares of the 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 resolutions could have been effected without it.

51. Any meeting for the purpose of the last preceding clause shall be convened and conducted in all respects as nearly as possible in the same way as an Extraordinary General Meeting of the Company, provided that no member, not being a Director, shall be entitled to notice thereof or to attend thereat, unless he be a holder of shares of the class intended to be 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 members present and entitled to vote at the meeting.

BORROWING POWERS.

52. 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.

53. 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 shall be binding on the Company and all concerned, and shall be conclusive evidence thereof in all questions between the Company and its creditors.

54. 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.

55. 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.

56. 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 deemed.

GENERAL MEETINGS.

57. 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.

58. 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 may be determined by the Directors.

59. 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.

60. 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 any Shareholder or Shareholders holding in the aggregate not less than one-eighth part of the shares of the Company for the time being subscribed for.

61. 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.

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

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

64. 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 *Ceylon Government Gazette*, or by notice sent by post, or in such other manner (if any) as may be prescribed by the Company in General Meeting, but an accidental omission to give such notice to any Shareholder shall not invalidate the proceedings at any General Meeting.

65. 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 notice shall have been given in the notice or notices upon which the meeting was convened.

66. 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.

67. 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 three or more Shareholders entitled to vote.

68. 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, it shall be adjourned *sine die*.

69. 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.

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

71. 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.

72. 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.

73. At any meeting every resolution shall be decided by the votes of the Shareholders present in person or 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.

74. If at any meeting a poll be demanded by some Shareholder present at the meeting in person or by proxy, 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.

75. 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.

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

77. 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; but no resolution involving the sale of the Company's property whether immovable or otherwise or the winding up of the Company or the amalgamation of the Company with any other company or companies shall be deemed to be carried unless passed by three-fourths in number and value of such Shareholders of the Company for the time being entitled to vote as may be present in person or by proxy or by attorney at any meeting of which notice specifying the intention to propose such resolution has been duly given.

78. 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.

79. Votes may be given either personally or by proxy or by attorney duly authorized.

80. 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.

81. 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.

82. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorized in writing or if the appointor is a corporation either under the common seal or under the hand of an officer or attorney so authorized and any person not being a Shareholder in the Company may be appointed a proxy.

83. 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:—

Ceylon Trading Company, Limited.

I, _____, of _____, appoint _____, of _____, 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 _____.

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

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

DIRECTORS.

86. 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 at least one share in the Company of the total nominal value of at least one hundred rupees (Rs. 100) 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.

The remuneration if any of the Directors shall from time to time be determined by the Company in General Meeting.

87. The first Directors shall be Samuel Hage Titley and Carl Christian Halling, who shall hold office till the First Ordinary General Meeting of the Company, when one of them shall retire, but shall be eligible for re-election.

88. Two or more of the Directors may from time to time appoint one or more of their body to the office of Managing Director or Manager for such term and at such remuneration (whether by way of salary or commission or participation in profits or partly in one way and partly in another) as they may think fit, and a Director so appointed shall not while holding that office be subject to retirement by rotation or taken into account in determining the rotation of retirement of directors, but this appointment shall be subject to determination *ipso facto* if he ceases for any cause to be a Director or if the Company in General Meeting shall resolve that this tenure of office of Managing Director or Manager be determined.

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.

89. At the First Ordinary General Meeting of the Company one of 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 90.

90. 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.

91. 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.

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

93. 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.

94. 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.

95. A General Meeting may, from time to time, at any time increase or reduce the number of Directors, and may also determine in what rotation such increased or reduced number is to go out of office.

96. 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.

97. 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.

98. 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.

99. 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 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 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.

100. 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.

101. The office of the Director shall be vacated—

(a) If he becomes bankrupt or insolvent, or suspends payment, or files a petition for the liquidation of his affairs, or compounds with his creditors.

(b) If by reason of mental or bodily infirmity he becomes incapable of acting.

(c) If he ceases to hold the required number of shares to qualify him for the office.

But 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.

102. The business of the Company shall be managed by the Directors either by themselves or through a Managing Director, 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 and 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 business and lands, and any other business, and otherwise in or about the working and business of the Company.

103. The Directors shall have the power to make, and may make, such rules or regulations for the management of the business and property of the Company as they may from time to time think proper, and shall carry on the business of the Company in such manner as they may think most expedient; and, in addition to the powers and authorities by any Ordinance or by these presents expressly conferred on them, they may exercise all such powers, give all such consents, make all such arrangements, appoint all such agents, managers, secretaries, treasurers, accountants, and other officers, superintendents, assistants, clerks, artizans, labourers, and other such 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.

104. 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.

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

106. 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.

107. The seal of the Company shall not be affixed to any instrument (save as hereinafter provided) except in the presence of one or more Directors, who shall attest the sealing thereof.

108. 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.

109. 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 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.
- (f) Before recommending any dividend to set aside out of the profits of the Company such sums as they think proper as a reserve fund to meet contingencies or for special dividends or for equalizing dividends or for repairing, improving, and maintaining any of the property of the Company and for other purposes, as the Directors shall in their absolute discretion think conducive to the interests of the Company and to invest the several sums so set aside upon such investments as they may think fit and from time to time deal with and vary such investments and dispose of all or any part thereof for the benefit of the Company and to divide the reserve fund into such special funds as they think fit and to employ the reserve fund or any part thereof in the business of the Company and that without being bound to keep the same separate from their other assets.

PROCEEDINGS OF DIRECTORS.

110. 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 think fit, and determine the quorum necessary for the transaction of business. Until otherwise determined two Directors shall be a quorum.

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

112. 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.

113. 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.

114. 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.

115. 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.

116. 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.

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

118. 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.

119. 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.

120. 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, 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.

121. 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.

122. 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.

123. 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.

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

125. 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.

126. 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.

127. 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.

128. 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.

129. 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.

130. 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.

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

132. 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.

133. 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.

134. 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.

135. 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.

136. 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.

137. 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 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.

138. The Directors may from time to time apply such portions 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 purpose connected with the interest of the Company that they may from time to time deem expedient.

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

140. 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.

141. 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.

142. 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.

143. 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.

144. 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.

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

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

147. 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.

148. 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.

149. 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.

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

ARBITRATION.

150. 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.

151. On the trial or hearing of any action or suit brought or instituted by the Company against any Shareholder or his representative 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 RELATING 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 Thirteenth day of February, 1913.

C. C. HALLING, Colombo.

V. A. JULIUS.

O. P. MOUNT.

EDWARD R. COX.

SYDNEY JULIUS.

Witness to the above signatures this Thirteenth day of February, 1913:

H. CREASY,
Proctor, Supreme Court.

S. H. TITLEY.

D. THOM. DURHAM.

Witness to the above signatures this Fourteenth day of February, 1913:

R. F. H. DE VOS,
Proctor, Supreme Court.

MEMORANDUM OF ASSOCIATION OF THE COLOMBO PHARMACY COMPANY, LIMITED.

1. The name of the Company is "THE COLOMBO PHARMACY COMPANY, LIMITED."
2. The registered office of the Company is to be established in Colombo.
3. The objects for which the Company is to be established are—
 - (a) To purchase and acquire from Dr. H. G. Thomasz, Dr. David Rockwood, Dr. H. S. Christoffelsz, A. E. Ephraums, J. M. Alles, F. Abeyesundera, A. F. Ephraums, E. L. Ephraums, Clarence de Vos, and Matilda Sophia Misso, widow of the late J. B. Misso, deceased, the business carried on by them in Colombo, under the name and style of "The City Dispensary," Pettah, "The City Dispensary," Union place, and the "I. C. Drug Stores," Bambalapitiya, including the goodwill, stock-in-trade, fittings, implements, and appliances of every kind now in their possession, together with the goods that may arrive in execution of orders given by them for the said business, and also all leases, agreements, and engagements held by or for the said business and all debts due to the said business.
 - (b) To carry on the business of manufacturing and dispensing chemists and druggists, dentists, opticians, photographers, importers of and dealers in drugs, patent medicines, druggists' sundries, perfumery soaps, toilet requisites, oilmanstores, wines, spirits, beers, and other liquors, tobaccos, cigars, books, stationery, newspapers, watches, clocks, guns, rifles, revolvers, lamps, platedware, boots and shoes, drapery, clothing, haberdashery, hats, and caps, chinaware, earthenware, and glassware, furniture, toys, and generally all descriptions of fancy and general goods and any other goods which the Company may consider desirable to import or deal in and to enlarge and extend the said business when and as the Directors of the Company may see fit, and to add to it any other departments which the Directors may consider desirable.
 - (c) To purchase, acquire, engage, extend, and carry on any other business or concern which may seem to the Company capable of being conveniently carried on in connection with the above or calculated directly or indirectly to enhance the value of or render profitable any of the property or rights of the Company.
 - (d) To appoint, engage, employ, maintain, provide for, and dismiss attorneys, agents, managers, clerks, coolies, and other labourers and servants, 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.
 - (e) To establish in Ceylon or elsewhere branch establishments and (or) agencies for carrying on or developing the business of the Company or any part thereof.
 - (f) To alter, adapt, and improve as their business may seem to the Company to require any buildings leased, rented, or acquired by them.
 - (g) To acquire, purchase, or take on lease any lands or buildings or both in the Island of Ceylon or elsewhere, and to erect and construct on such lands such buildings as the Company may think fit.
 - (h) To sell or lease any lands, buildings, hereditaments, property, or rights belonging to the Company, or to mortgage the same, and to sell the undertaking of the Company or any part thereof for such consideration as the Company may think fit.
 - (i) To raise money for all or any of the purposes of the Company in such manner as the Company may think fit, and in particular upon mortgage of any property of the Company, or by the issue of debentures or debenture stock charging all or any of the Company's property, both present and future, including uncalled capital, or upon the bonds, bills, notes, or other security of the Company.
 - (j) To sell, exchange, improve, manage, develop, lease, underlease, mortgage, dispose of, otherwise deal with all or any part of the property of the Company.
 - (k) 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.
 - (l) To draw, make, accept, and endorse bills of lading, warrants, bills of exchange, promissory notes, and other transferable or negotiable instruments for the purpose of the Company.
 - (m) 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.
 - (n) To amalgamate with any other company having objects altogether or in part similar to this Company.
 - (o) 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.
 - (p) 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, stock, debentures, or securities of any other company.
 - (q) To procure the Company to be registered or incorporated in Ceylon, and, if and when necessary or thought advisable, elsewhere.
 - (r) 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.
 - (s) 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.
 - (t) 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.
 - (u) 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.

- (v) To accept consideration for 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 and generally to accept any consideration to be received by the Company in money or in shares (whether wholly or partially paid up) of any company, or in the mortgages, debentures, or obligations of any company or person, or partly in one of these modes, and partly in another or in any other kind or mode whatsoever.
- (w) 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.
- (x) 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 "persons" 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 Two hundred and Fifty thousand Rupees, divided into Twenty-five thousand shares of Ten Rupees each, with power to increase or reduce the capital. The shares forming the capital (original, increased or reduced) of the Company may be subdivided 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.
HENRY LAWSON DE MEL, Horton place, Colombo	One
W. A. S. DE VOS, Colombo	One
Signed, at Colombo, on the 20th day of February, 1913	
Witness to the above signatures :	
W. E. V. DE ROOY, Proctor and Notary, Colombo	
P. G. COOKE, 4, Cotta road, Colombo	One
ARTHUR E. EPHRAUMS, Fort, Colombo	One
J. M. ALLES, Fort, Colombo	One
P. E. M. DE COSTA, Fort, Colombo	One
DAVID ROCKWOOD, Colombo	One
Total Shares taken ..	<u>Seven (7)</u>

Signed, at Colombo, on the 21st day of February, 1913.

Witness to the above signatures:

W. E. V. DE ROOY,
Proctor and Notary, Colombo.

ARTICLES OF ASSOCIATION OF THE COLOMBO PHARMACY 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.

3. None of the funds of the Company shall be employed in the purchase of or be lent on shares of the Company.

INTERPRETATION.

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

Company.—The word "Company" means "The Colombo Pharmacy 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 Ordinance, 1861 to 1909," and every other Ordinance from time to time in force concerning Joint Stock Companies which may apply to the Company.

Special resolution.—"Special resolution" has the meaning assigned thereto 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.

5. *Commencement of business.*—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 notwithstanding that the whole of the shares shall not have been subscribed, applied for, or allotted, they shall do so as soon as, in the judgment of the Directors, a sufficient number of shares shall have been subscribed or applied for.

6. *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.

7. *Nominal capital.*—The nominal capital of the Company is Two hundred and Fifty thousand Rupees (Rs. 250,000), divided into Twenty-five thousand shares of Ten Rupees (Rs. 10) each.

8. *Arrangement on issue of shares.*—The Company may call up the balance capital whenever the Directors shall think fit, and 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. *Payment of amount of shares by 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.

10. *Increase or reduction of capital.*—The Company in General Meeting may, by special resolution from time to time, increase the capital by creation of new shares of such amount per share and in the aggregate, and with such special, preferential, deferred, qualified, or other rights, privileges, or conditions attached thereto as such resolution shall direct, and the Company in General Meeting may by special resolution reduce the capital as such special resolution shall direct, and may by special resolution subdivide or consolidate the shares of the Company or any of them.

11. *New shares.*—The new shares shall be issued upon such terms and conditions, and with such preferential, deferred, qualified, special, or other rights, privileges, or conditions attached 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.

12. *How carried into effect.*—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, 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 in payment for any estates or lands or other property purchased or acquired by the Company, without first offering such shares to the registered Shareholders for the time being of the Company.

13. *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, transmission, forfeiture, lien, surrender, and otherwise.

SHARES.

14. *Issue.*—The shares, except where 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 may consider proper; provided that such unissued shares shall first be offered by the Directors to the registered Shareholders for the time being of the Company as nearly as possible in proportion to the shares already held by them, and such shares as shall not be accepted by the Shareholder or Shareholders to whom the shares shall have been offered within the time specified in that behalf by the Directors may be disposed of by the Directors in such manner as they think most beneficial to the Company; provided also that the Directors may at their discretion allot any shares in payment for any estates or lands or other property purchased or acquired by the Company, without first offering such shares to the registered Shareholders for the time being of the Company.

15. *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.

16. *Payment.*—Payment for shares shall be made in such manner as the Directors shall from time to time determine and direct.

17. *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.

18. *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.

19. *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.

20. *Survivor of joint-holder, other than a firm, only recognized.*—In case of the death of any one or more of the joint-holders, other than a firm, 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.

21. *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.*

22. *Company not bound to recognize any interest in share other than that of registered holder or of any person under clause 38.*—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 38 to become a Shareholder in respect of any share.

23. *Certificates.*—The certificates of shares shall be issued under the seal of the Company.

24. *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.

25. *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.

26. *Certificate to be delivered to the first named of joint-holders not a firm.*—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.

TRANSFER OF SHARES.

27. *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.

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

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

30. *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.

31. *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.

32. *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.

33. *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.

34. *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 31, 32, and 34, shall register the transferee as Shareholder and retain the instrument of transfer.

35. *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.

36. *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.

37. *Transfer books when to be closed.*—The Transfer Books may be closed during the fourteen days immediately preceding each Ordinary General Meeting, including the First General Meeting; also, when a dividend is declared, for the three days next ensuing the meeting; also at such other times as the Directors may decide, not exceeding in the whole twenty-one days in any one year.

TRANSMISSION OF SHARES.

38. *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 shares of such Shareholder.

39. *Registration of persons entitled to shares otherwise than by transfer.*—Any guardian of any infant Shareholder, 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 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.

40. *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 clause 38 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; 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).

41. *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 upon, a surrender of the shares of Shareholders who may be desirous of retiring from the Company.

42. *If call or instalment be not paid, notice to be given to Shareholder.*—If any Shareholder fails to pay any call or instalment on or before the day appointed for the payment of the same, the Directors may at any time thereafter, during such time as the call or instalment remains unpaid, serve a notice on such Shareholder or his executors or administrators or the trustee or assignee in his bankruptcy requiring him to pay the same, together with any interest that may have accrued, and all expenses that may have been incurred, by the Company by reason of such non-payment.

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, share 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 with 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 9 per cent. per annum, and the Directors may enforce the payment thereof if they think fit.

43. *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.

44. *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.

45. *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; 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; such purchaser shall thereupon 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.

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 9 per cent. on the amount of the sums wherein default in payment had been made; but no share *bona fide* sold, re-allotted, or otherwise disposed of under Article 42 hereof shall be redeemable after sale or disposal.

46. *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 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, resolutions for which 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. The Directors may decline to register any transfer of shares subject to such charge or lien.

47. *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 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.

48. *Proceeds how applied.*—The nett proceeds of any such sale as aforesaid under the provision of Articles 42 and 46 hereof 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.

49. *Certificate of sale.*—A certificate in writing under the hand of one of the Directors and of the Secretary or Secretaries that the power of sale given by clause 46 has arisen, and is exercisable by the Company under these presents, shall be conclusive evidence of the facts therein stated.

50. *Transfer on sale how executed.*—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.

PREFERENCE SHARES.

51. *Preference and deferred shares.*—Any shares from time to time to be issued or created may from time to time be issued with any such 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 at such a premium, or with such deferred rights as compared with any shares previously issued or then about to be issued, or subject to any such conditions or provisions, and with any such right or without any right of voting, and generally on such terms as the Company may from time to time by special resolution determine.

52. *Resolution 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 the 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 the class of shares, and such resolution shall be binding upon all the holders of shares of the 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 resolutions could have been effected without it.

53. *Meeting affecting a particular class of shares.*—Any meeting for the purpose of the last preceding clause shall be convened and conducted in all respects as nearly as possible in the same way as an Extraordinary General Meeting of the Company, provided that no member, not being a Director, shall be entitled to notice thereof or to attend thereat, unless he be a holder of shares of the class intended to be 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 members personally present and entitled to vote at such meeting.

CALLS.

54. *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 each 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 Shareholders of the time and place appointed for payment of each call.

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

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 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 favour.

55. *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 9 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 clause.

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

BORROWING POWERS.

57. *Power to borrow.*—The Directors shall have power to procure from time to time, in the usual course of business, such temporary advances on the stock in trade as they may find necessary or expedient for the purpose of defraying the expenses of working the Company's business, or of erecting, maintaining, improving, or extending, buildings, 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. 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 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. Provided also that before the Directors execute any mortgage or issue any debentures they shall obtain the sanction thereto of the Company in General Meeting, whether Ordinary or Extraordinary. 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. A declaration under the Company's seal contained in or endorsed upon any of the documents mentioned in this 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.

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

59. *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.

60. *Ordinary and Extraordinary General Meetings.*—The General Meetings mentioned in the last two preceding clauses shall be called Ordinary General Meetings; all other meetings of the Company shall be called Extraordinary General Meetings.

61. *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.

62. *Requisition of Shareholders to state subject 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.

63. *Notice of resolution.*—Any Shareholder may, in 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.

64. *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 as hereinafter provided; but an accidental omission to give such notice to any Shareholder shall not invalidate the otherwise served proceedings of any General Meeting.

65. *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 account presented thereto by the Directors, to pass resolutions in approval or disapproval thereof, to declare dividends, 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.

66. *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.

66. *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.

67. *Quorum to be present.*—No business shall be transacted at any General Meeting, except the declaration of a dividend recommended by a report of the Directors or the election of a Chairman, unless there shall be present at the commencement of the business three or more persons being either Shareholders entitled to vote, or persons holding proxies from Shareholders or powers of attorney of Shareholders.

68. *If a 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.

69. *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; but 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.

70. *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.

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

72. *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.

73. *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. 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 some Shareholder present 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.

74. *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.

75. *Poll how taken.*—If at any meeting a poll be demanded by notice in writing signed by some Shareholder present 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.

76. *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.

77. *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.

78. *Guardians of infants 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 a female Shareholder not entitled to her shares as separate estate, and the executor or administrator of a 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 persons shall have been registered as a Shareholder.

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

80. *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.

81. *Shareholder in arrear or not registered at least three months previous to the meeting not to vote.*—No Shareholder shall be entitled to vote or speak at a 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 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 three months 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.

82. *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 under the common seal of such corporation.

83. *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.

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

The Colombo Pharmacy 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 _____.

85. *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.

86. *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.

87. *Number of Directors.*—The number of Directors shall never be less than three nor more than five; but this clause shall be construed as being directory only, and the continuing Directors may act notwithstanding any number of vacancies.

88. *Their qualification and remuneration.*—The qualification of a Director shall be his holding shares in the Company, whether fully paid up or partly paid up, of the total nominal value of at least Two thousand Rupees (Rs. 2,000), 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 remuneration for their services the Directors shall be entitled to appropriate a sum not exceeding One thousand Rupees (Rs. 1,000) annually, to be divided among 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.

89. *Appointment of first Directors and duration of their office.*—The first Directors shall be Dr. Henry George Thomasz, Dr. David Rockwood, William Arnold Speldewinde de Vos, Percy Grey Cooke, and Henry Lawson de Mel, 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.

90. *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, Managing Director, or Managing Directors, 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 they may from time to time revoke such appointment and appoint another or other Secretary, Managing Director or Managing Directors, and the Directors may impose and confer on the Managing Director or Managing Directors all or any duties and powers that might be imposed or 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.

91. *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.

92. *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.

93. *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.

94. *To retire annually.*—At the Second Ordinary General Meeting and the Ordinary General Meeting in every subsequent year one of the Directors for the time being shall retire from office as provided in clause 95.

95. *Retiring Directors how determined.*—The Directors to retire from office at the Second, Third, Fourth, and Fifth 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.

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

97. *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.

98. *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.

99. *If election not made, retiring Directors to continue until next meeting.*—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.

100. *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 by leaving the same at the office, 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.

101. *When office of Director to be vacated.*—The office of the Director shall be vacated—

- (a) If he accepts or holds any office or place of profit other than Managing Director, Superintendent, or Secretary under the Company.
- (b) If he becomes bankrupt or insolvent, suspends payment, 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.

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

102. *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. 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.

103. *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 respectively in or about the discharge of his respective duties, except such as may happen from his respective 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 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 otherwise happen through his own wilful act or default.

104. *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.

105. 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 may pay out of the funds of the Company all costs and expenses, as well preliminary as otherwise, paid or incurred in and about the formation and registration of the Company, and in connection with the placing of the shares of the Company, and in and about the valuation, purchase, lease, or acquisition of any property, and in or about the working and business of the Company.

106. The Directors shall have power to purchase, take on lease or in exchange, or otherwise acquire for the Company, any property, rights, options or privileges which the Company is authorized to acquire at such price, and for such consideration, and upon such title, and generally on such terms and conditions as they may think fit; and to make and they may make such regulations for the management of the business and property of the Company as they may from time to time think proper, and for that purpose may appoint such managers, agents, secretaries, treasurers, accountants, and other officers, visiting agents, inspectors, superintendents, clerks, artizans, labourers, and other servants for such period or periods, and with such remuneration, and at such salaries, and upon such terms and conditions as they may consider advisable, and may pay the expenses occasioned thereby out of the funds of the Company, and may from time to time remove or suspend all or any of the managers, agents, secretaries, treasurers, accountants, and other officers, visiting agents, inspectors, superintendents, clerks, artizans, labourers, and other servants, for such reasons as they may think proper and advisable, and without assigning any cause.

107. 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.

108. The Directors shall have power to open 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, promissory notes, bills of lading, receipts, contracts, agreements, bonds, mortgages, proxies to any proctor or proctors, and other documents on behalf of and to further the interests of the Company.

109. It shall be lawful for the Directors, if authorized so to do by a special resolution of 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, 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 a 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.

110. The Directors shall carry on the business of the Company in such manner as they may think most expedient; and in addition to the powers and authorities by any Ordinance or by these presents expressly conferred on them, they may exercise all such powers, give all such consents, make all such arrangements, appoint all such agents, managers, secretaries, treasurers, accountants, and other officers, clerks, assistants, artizans, and workers, and generally do all such acts and things as are or shall be by any Ordinance and by these presents directed and authorized to be exercised, given, made, or done by the Company, and are not by any Ordinance or by these presents required to be exercised or done by the Company in General Meeting, subject, nevertheless, to the provisions of any such Ordinance and of these presents and to such regulations and provisions (if any) as may from time to time be prescribed by the Company in General Meeting; but no regulation 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.

111. 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):—

- (1) 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 by and against the Company.
- (2) To refer any claims or demands by or against the Company to arbitration, and observe and perform the awards.
- (3) To make and give receipts, releases, and other discharges for money payable to the Company and for claims and demands of the Company.
- (4) 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, inspector, or any similar office.
- (5) 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.
- (6) From time to time to provide for the management of the affairs of the Company abroad in such manner as they think fit, 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 manager or agents, and to fix their remuneration.
- (7) 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 they shall have power 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. They 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.

112. *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.

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

114. *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 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.

115. *Questions at meeting 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.

116. *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.

117. *Acts of Board or committee valid notwithstanding informal appointment.*—The acts of the Board or of any committees appointed by the Board shall, notwithstanding any vacancy in the Board or committee or defect in the appointment of any of Director or 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.

118. *Regulation of proceedings of committees.*—The meetings and proceedings of such committee 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.

119. *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 for the time being resident in Ceylon shall be as valid and effectual as if it had been passed at a meeting of the Directors duly called and constituted.

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

- (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 all 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.
- (f) Of the use of the seal of the Company.

121. *Signature of minutes of proceedings and effect thereof.*—All such minutes shall be signed by the person or one of the persons who shall have presided as Chairman at the General Meeting, 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, 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, the actual and regular transaction or occurrence of the proceedings and other matters purporting to be so recorded, the regularity of the meeting at which the same shall appear to have taken place, the Chairmanship and signature of the person appearing to have signed as Chairman, and the date on which such meeting was held.

122. *The use of the seal.*—The seal of the Company shall not be used or affixed to any deed, certificate of shares, or other 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.

123. *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 receipt 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.

124. *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 statute or authorized by the Directors or by a resolution of the Company in General Meeting.

125. *Statement of account and balance sheet to be furnished to General Meeting.*—At the Ordinary General Meeting in every year the Directors shall lay before the Company a statement of the profit and loss account for the preceding 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.

126. *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.

127. *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.

DIVIDENDS, BONUS, AND RESERVE FUND.

128. *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 in proportion to the amount paid on their shares; but no dividend or bonus shall be payable except out of nett profits.

129. *Interim dividend.*—The Directors may also, if they think fit, from time to time and at any time, without the sanction of a General Meeting, determine on and declare an interim dividend to be paid, and (or) pay a bonus to the Shareholders on account and in anticipation of the dividend for the then current year.

130. *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 may invest the same in such securities as they shall think fit, or place the same on fixed deposit in any bank or banks.

131. *Application thereof.*—The Directors may from time to time apply such portions as they think fit of the reserve fund to meet contingencies, or for equalizing dividends, working the business of the Company, or repairing, maintaining, or extending the buildings and premises of the Company, or for the repair, 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.

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

133. *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 howsoever.

134. *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.

135. *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 dividend 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.

136. *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.

137. *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.

138. *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.

139. *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.

140. *Appointment and retirement of Auditors.*—The Directors shall appoint the first Auditor or Auditors of the Company and fix his or 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.

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

142. *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 be varied by a General Meeting.

143. *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.

144. *Duty of Auditor.*—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 specially, as he may think fit.

145. *Company's accounts to be open 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.

146. *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.

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

Service of notices.—A notice may be served by the Company upon any Shareholder, either personally or by sending 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 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.

148. *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.

149. *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 box, or posted at a post office, 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.

150. *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.

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

ARBITRATION.

151. *Directors may refer disputes to arbitration.*—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.

152. *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 aforesaid shall be conclusive evidence of the debt.

PROVISIONS RELATIVE TO WINDING UP OR DISSOLUTION OF THE COMPANY.

153. *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.

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

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

In witness whereof the subscribers to the Memorandum of Association have hereto set and subscribed their names at the places and on the dates specified below.

HENRY L. DE MEL.

W. A. S. DE VOS.

Signed, at Colombo, on the 20th day of February, 1913.

Witness to the above signatures :

W. E. V. DE ROOY,
Proctor and Notary, Colombo.

P. G. COOKE.

ARTHUR E. EPHRAUMS.

J. M. ALLES.

P. E. M. DE COSTA.

DAVID ROCKWOOD.

Signed, at Colombo, on the 21st day of February, 1913.

Witness to the above signatures :

W. E. V. DE ROOY,
Proctor and Notary, Colombo.

[Third Publication.]

MEMORANDUM OF ASSOCIATION OF THE CO-OPERATIVE COMPANY OF CEYLON, LIMITED.

1. The name of the Company is "THE CO-OPERATIVE COMPANY OF CEYLON, LIMITED."
2. The registered office of the Company is to be established in Colombo.
3. The objects for which the Company is to be established are :—
 - (a) To establish and work one or more newspapers, periodicals, and printing presses.
 - (b) To form an association, whose care shall be the general interest of the Ceylonese middle and lower classes, by which is meant all workers, manual or mental, or both, who cannot fairly be described as of the capitalist class, which is already fully provided with newspapers devoted to its interests, and to take from time to time such steps as may be necessary for the advancement of the people.
 - (c) The enterprise immediately to be undertaken by the Co-operative Company of Ceylon, Limited, is the publication of a daily newspaper, to be called "The Ceylon Daily News: A Paper for the Workers," or any other newspaper, whose policy will be to advocate at all times the interests, material and moral, of workers of all grades throughout Ceylon, regardless of race or creed, to publish all news and views of special interest to those classes, to comment on such news from the view point of the workers, and generally to do all that a newspaper can do to uplift the masses and to better their condition.
4. The liability of the Shareholders is limited.
5. Every employé of the Co-operative Company of Ceylon, Limited, shall be a Shareholder in it.
6. The nominal capital of the Company is Four hundred thousand Rupees (Rs. 400,000), with power to increase, divided into two hundred thousand shares of Two Rupees (Rs. 2) each.

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

Names and Addresses of Subscribers.	Number of Shares taken by each Shareholder.
TOM WRIGHT, of Colombo	50
M. A. ARULANANDAM, of 37, Hulftsdorp, Colombo	50
J. M. HENSMAN, of Sandilipay, Jaffna	25
RUTTONJEE PESTONJEE, of Colombo	50
A. C. M. YOOSOOF, of Colombo	50
M. M. KUMARASAMY, 1st Division, Maradana	50
JOHN DE SILVA, Proctor, Supreme Court, Colombo	50
LAWRIE MUTHUKRISHNA, of Colombo	50
J. N. VETHAVANAM, of Colombo	25
Total Shares taken	400

Dated this Twenty-eighth day of February, 1913.

Witness to the above signatures :

A. A. N. SAHEED,
10, Galkapanawatta, Grandpass, Colombo.

ARTICLES OF ASSOCIATION OF THE CO-OPERATIVE COMPANY OF CEYLON, LIMITED.

It is agreed that the regulations contained in the Table C in the schedule annexed to the "Joint Stock Companies Ordinance, 1861," subject to the hereinafter mentioned modifications, shall be deemed to be the regulations of the Company. The modifications are as follows :—

Issuing and transferring shares.—Every instrument of transfer shall be left at the office of the Company for approval by the Directors, accompanied by such evidence as may be required by the Directors to prove the title of the transferor. If the transfer be approved, such approval shall be certified in writing under the hand of two of the Directors endorsed on such instrument of transfer, and the Company shall thereupon register the transferee as a Shareholder. If the transfer be not approved, the proposed transfer shall be absolutely void, and notice of non-approval shall be sent to the Shareholder intending to transfer such shares. If no notice of non-approval shall be sent to the Shareholder within thirty days, the transfer shall be deemed to have been approved.

General meetings.—No business shall be transacted at any meeting except the declaration of a dividend, unless a quorum of Shareholders is present at the commencement of such business, and twenty-one Shareholders shall form a quorum.

One share ; one vote.—Each Shareholder shall be entitled to one vote for every share held by him.

Proxies and agents.—Each Shareholder shall be entitled to have a representative or proxy (duly authorized and notified to the Company beforehand) at all meetings he does not personally attend. Such representative or proxy must himself be a Shareholder. Any Shareholder resident out of the Island must authorize a representative, agent, or attorney with an address within the Island to receive on his behalf all such notices as the Company is bound to give to Shareholders, and must register such agent's address at the Company's office, and any such Shareholder failing so to do shall be regarded as having dispensed with notice.

Every person who by operation of law, by transfer, or other means shall become entitled to any share shall be bound by any and every notice or other document which, previous to his name and address being entered on the Company's Register of Shares, shall already have been given to the person from whom he derives his title.

When any notice or document is delivered or sent, in accordance with these presents, to the registered address of a Shareholder or of a Shareholder's registered agent, then, notwithstanding his being then deceased, and whether or not the Company shall have had notice of his decease, such delivery or despatch of the notice or document shall for all purposes be deemed sufficient service thereof on his heirs, executors, and administrators.

Directors.—The number of Directors shall be seven, three of whom shall form a quorum, and the Directors for the first year shall be those who have been appointed by the subscribers hereof. Every Director shall hold in his own name and not jointly with another not less than twenty-five shares in the Company.

Powers of Directors.—Directors shall have the power to do the following things in the name and on behalf of the Company :—

From time to time to appoint or remove such officers of the Company as they may deem expedient, and to appoint an attorney or attorneys under the seal of the Company as they deem necessary to act specially on behalf of the Company out of the Island, and to revoke such appointment and to appoint or remove one or more of their number as Managing Director, and to fix the salaries of such persons, provided that the Editor be an exception, and his appointment, control, and dismissal decided by a General Meeting, Ordinary or Extraordinary, of the Company.

To purchase or take on lease any land or other real or personal property that they may think requisite or desirable for the purposes of the Company.

To erect any buildings for the purpose of the Company.

To execute all deeds, receipts, and other documents that they deem necessary, and for that purpose to use the seal of the Company.

To refer disputes to arbitration ; to compromise any debt or claim due to or by the Company ; to give time to any debtor for payment of his debt.

To make, accept, and endorse any bill of exchange or promissory note that may be considered necessary by a meeting of the Board of Directors for the business of the Company.

To bring or defend or abandon any action, suit, or prosecution or other legal proceedings, and to accept responsibility for the acts of officers of the Company.

To carry into effect all or any of the objects of the Company as expressed in the Memorandum of Association, and to exercise all or any of the powers thereby given to the Company.

Provided, however, that the seal of the Company shall not be affixed to any instrument except in the presence of at least two Directors, who shall attest the sealing thereof. And provided further that all moneys, except the moneys required for current expenses, shall from time to time be deposited by the Directors with the bankers of the Company to the account of the "Co-operative Company of Ceylon, Limited," and that cheques shall be signed and all bills drawn, accepted, and endorsed by at least one Director and the Secretary. And provided also that the Directors shall not have the power to purchase shares of the Company on behalf of the Company with the Company's funds.

Periods of meetings.—The Directors shall meet at least once in every month. Shareholders shall meet ordinarily as soon after the Thirtieth June in each year as the books of the Company shall have been closed. An Extraordinary General Meeting shall be convened whenever twenty-one Shareholders sign a requisition therefor.

The Directors shall at least seven days prior to the Annual General Meeting give or send to the registered address of every Shareholder, or in the case of Shareholders out of the Island to their registered agents or attorney as hereinbefore provided, a correct statement of the financial affairs of the Company covering the previous year's working and their assets and liabilities reckoned up to the said Thirtieth June duly audited by a public accountant or accountants, and shall submit the same at the meeting, together with any further information likely to forward the welfare and interest of the Company.

In witness whereof the subscribers of the Memorandum of Association have hereunto set their hands and subscribed their names, at Colombo, on the Twenty-eighth day of February, in the year One thousand Nine hundred and Thirteen.

TOM WRIGHT.
M. A. ARULANANDAM.
J. M. HENSMAN.
RUTTONJEE PESTONJEE.
A. C. M. YOOSOOF.
M. M. KUMARASAMY.
JOHN DE SILVA.
LAWRIE MUTHUKRISHNA.
J. N. VETHAVANAM.

Witness to the above signatures :

A. A. N. SAHEED,
10, Galkapanawatta, Grandpass, Colombo.

The Ceylon Coconut Company, Limited.

NOTICE is hereby given that the Fourth Ordinary General Meeting of the Shareholders of the above Company will be held at the registered office of the Company, No. 2, Prince street, Fort, Colombo, on Saturday, April 5, 1913, at 11 A.M.

Business.

1. To receive the report of the Directors and the accounts for the past year.
2. To elect a Director.
3. To appoint Auditors for the current year.
4. To transact such other business as may properly come before the Meeting.

By order of the Directors,

AITKEN, SPENCE & Co.,
Colombo, March 19, 1913. Agents and Secretaries.

The Ullswater Rubber Company of Ceylon, Limited.

NOTICE is hereby given that the Sixth Annual Ordinary General Meeting of the Shareholders of the above Company will be held at the registered office of the Company, No. 2, Prince street, Fort, Colombo, on Friday, April 11, 1913, at 11 A.M.

Business.

1. To receive the report of the Directors and the accounts for the past year.
2. To declare a dividend.

3. To elect a Director.
4. To appoint Auditors for the current year.
5. To transact such other business as may properly come before the Meeting.
6. The Transfer Books of the Company will be closed from April 1 to 11, 1913, both days inclusive.

By order of the Directors,

AITKEN, SPENCE & Co.,
Colombo, March 18, 1913. Agents and Secretaries.

The Ceylon Estate Purchase and Development Company Limited, in Liquidation.

NOTICE is hereby given that an Extraordinary General Meeting of Shareholders of the above-named Company will be held, in accordance with section 107 (12) of "The Joint Stock Companies Ordinance, 1861," at No. 3, Queen street, Colombo, on Tuesday, April 8, 1913, at 11 A.M., for the following purposes, viz. :—

- (a) To receive the account of the Liquidator showing the progress which has been made in the winding up, and his report stating the reason why the winding up has not been completed.
- (b) To appoint a Liquidator in the place of Mr. H. P. Church, who will resign in consequence of his forthcoming departure for England.

H. P. CHURCH,
Liquidator.

Colombo, March 26, 1913.

MUNICIPAL COUNCIL NOTICES.

MUNICIPALITY OF COLOMBO.

NOTICE is hereby given that in the absence of movable property liable to seizure, (1) rents and profits from 1 to 10 years, (2) timber and produce, (3) materials of house, and (4) the under-mentioned properties themselves, seized in virtue of a warrant issued by the Chairman of the Municipal Council of Colombo, in terms of the 140th clause of the Ordinance No. 6 of 1910, for arrears of consolidated rates due on the premises, and for the period mentioned in the subjoined schedule, will be sold by public auction on the spot at the time therein mentioned, unless in the meantime the amount of the consolidated rates and costs be duly paid.

C. M. YOUNG,
Financial Assistant to the Chairman,
Municipal Council.

The Municipal Office,
Colombo, March 26, 1913.

SCHEDULE.

Premises No.	Quarter and Year.	Time of Sale.
Date of Sale : Friday, April 18, 1913.		
St. Joseph's street.		
561.111	.. 1st and 2nd quarters, 1912	.. 7 A.M.
575.130.130A	.. Do.	.. 7. 5 "
576.131	.. 2nd quarter, 1912	.. 7.10 "
577.132	.. Do.	.. 7.15 "
578.133	.. Do.	.. 7.20 "
579.134.134A	.. Do.	.. 7.25 "
580.135	.. 1st and 2nd quarters, 1912	.. 7.30 "
581.136.136b	.. Do.	.. 7.35 "
582.136	.. Do.	.. 7.40 "
583.137	.. 2nd quarter, 1912	.. 7.45 "
584.138	.. 1st and 2nd quarters, 1912	.. 7.50 "
585.139	.. Do.	.. 7.55 "
586.140	.. Do.	.. 8 "
617.167.167A	.. 2nd quarter, 1912	.. 8. 5 "
Madampitiya.		
1465.243	.. 1st and 2nd quarters, 1912	.. 8.10 A.M.
1466.242	.. 2nd quarter, 1912	.. 8.15 "
1467.243B	.. Do.	.. 8.20 "

Premises No.	Quarter and Year.	Time of Sale.
1471.239	.. 3rd quarter, 1910, to 2nd quarter, 1912	.. 8.25 A.M.
1473.238	.. 2nd quarter, 1912	.. 8.30 "
1477.233	.. Do.	.. 8.35 "
1482.231	.. 1st and 2nd quarters, 1912	.. 8.40 "
1485.257	.. 1st quarter, 1912	.. 8.45 "
Modera street.		
4040.9 (1)	.. 1st quarter, 1911, to 2nd quarter, 1912	.. 8:50 A.M.
Alutmawatta.		
2948.322 (3)	.. 1st and 2nd quarters, 1912	.. 8.55 A.M.
2949.321	.. 2nd quarter, 1912	.. 9 "
2950.321 (1)	.. 1st and 2nd quarters, 1912	.. 9. 5 "
2951.321 (2)	.. Do.	.. 9.10 "
2955.319	.. Do.	.. 9.15 "
2956.319 (1)	.. Do.	.. 9.20 "
2957.318	.. Do.	.. 9.25 "
2960.317 (2)	.. Do.	.. 9.30 "
2961.317 (3)	.. Do.	.. 9.35 "
2965.315 (3)	.. Do.	.. 9.40 "
2970.307	.. Do.	.. 9.45 "
2971.305	.. Do.	.. 9.50 "
2972.305	.. Do.	.. 9.55 "
2990.298	.. Do.	.. 10 "

Date of Sale : Saturday, April 19, 1913.

Premises No.	Quarter and Year.	Time of Sale.
Alutmawatta.		
2992.295	.. 1st and 2nd quarters, 1912	.. 7 A.M.
2995.294 (2)	.. Do.	.. 7. 5 "
2997.285	.. Do.	.. 7.10 "
3009.281	.. Do.	.. 7.15 "
3019.269	.. 3rd quarter, 1911, to 2nd quarter, 1912	.. 7.20 "
3020.270	.. 1st and 2nd quarters, 1912	.. 7.25 "
3027.261	.. 2nd quarter, 1912	.. 7.30 "
3034.255	.. 1st and 2nd quarters, 1912	.. 7.35 "
3040.250	.. Do.	.. 7.40 "
3042.248 (1)	.. Do.	.. 7.45 "
3121.209	.. Do.	.. 7.50 "
3122.207	.. Do.	.. 7.55 "
3123.206	.. 2nd quarter, 1912	.. 8 "
3126 (2).192 (1)	.. Do.	.. 8. 5 "

Premises No.	Quarter and Year.	Time of Sale.	Premises No.	Quarter and Year.	Time of Sale.
	Vine street.				
3129.207 (2)	.. 2nd quarter, 1912	.. 8.10 A.M.	3189.121	.. 1st quarter, 1911, to 2nd quarter, 1912	.. 7.10 A.M.
3131.203 (1)	.. 1st and 2nd quarters, 1912	.. 8.15 "	3190.120	.. Do.	.. 7.15 "
3133.204 (1)	.. Do.	.. 8.20 "	3191.121 (1)	.. 3rd quarter, 1911, to 2nd quarter, 1912	.. 7.20 "
3134.201A	.. Do.	.. 8.25 "	3192.126 (1)	.. 1st and 2nd quarters, 1912	.. 7.25 "
3138.199 (2)	.. 2nd quarter, 1912	.. 8.30 "	3193.126	.. Do.	.. 7.30 "
3140.196	.. Do.	.. 8.35 "	3196.124 (1)	.. 3rd quarter, 1911, to 2nd quarter, 1912	.. 7.35 "
3144.193	.. Do.	.. 8.40 "	3198.117	.. 1st and 2nd quarters, 1912	.. 7.40 "
3150.187	.. 1st and 2nd quarters, 1912	.. 8.45 "	3200.101 (1)	.. Do.	.. 7.45 "
	Alutmawatta.		3201.101	.. 3rd quarter, 1911, to 2nd quarter, 1912	.. 7.50 "
3162.172 (1)	.. 2nd quarter, 1912	.. 8.50 A.M.	3202A	.. 1st and 2nd quarters, 1912	.. 7.55 "
3163.172	.. 1st and 2nd quarters, 1912	.. 8.55 "	3203.98 (2)	.. Do.	.. 8 "
3164.171	.. Do.	.. 9 "	3204.98 (1)	.. Do.	.. 8.5 "
3167.167	.. Do.	.. 9.5 "	3205.3206.98 (3)	.. Do.	.. 8.10 "
3169.170	.. Do.	.. 9.10 "	3218.95	.. Do.	.. 8.15 "
3170.165	.. Do.	.. 9.15 "	3239.83	.. 4th quarter, 1911, to 2nd quarter, 1912	.. 8.20 "
3173A.162A	.. Do.	.. 9.20 "	3244.80 (1)	.. 1st and 2nd quarters, 1912	.. 8.25 "
3173.162, 3174A.307	.. Do.	.. 9.25 "	3245.80	.. Do.	.. 8.30 "
3178.142 (2)	.. Do.	.. 9.30 "	3251.77 (2)	.. Do.	.. 8.35 "
3179.142 (1)	.. Do.	.. 9.35 "	3252.77 (3)	.. 2nd quarter, 1912	.. 8.40 "
3179A.142 (2)	.. Do.	.. 9.40 "	3253.77 (4)	.. 3rd quarter, 1911, to 2nd quarter, 1912	.. 8.45 "
3180.143	.. 2nd quarter, 1912	.. 9.45 "	3254.77 (5)	.. 2nd quarter, 1912	.. 8.50 "
3182.146	.. 1st and 2nd quarters, 1912	.. 9.50 "	3258A.62	.. 4th quarter, 1911, to 2nd quarter, 1912	.. 8.55 "
3183.145 (1)	.. Do.	.. 9.55 "		Mutwal street.	
3184.145	.. Do.	.. 10 "	4190.20	.. 3rd quarter, 1911, to 2nd quarter, 1912	.. 9 A.M.
3185.141	.. Do.	.. 2.30 P.M.	4192.18	.. Do.	.. 9.5 "
	St. James's street.		4193.18 (1)	.. Do.	.. 9.10 "
1651.18	.. 1st and 2nd quarters, 1912	.. 2.35 P.M.		St. James's street.	
	Blomendahl.		3269.12	.. 1st and 2nd quarters, 1912	.. 9.15 A.M.
1666.45A	.. 1st and 2nd quarters, 1912	.. 2.40 P.M.	3271.11	.. Do.	.. 9.20 "
1667.44	.. Do.	.. 2.45 "	3274.3275.64 (1)	.. 2nd quarter, 1912	.. 9.25 "
1669.44B	.. Do.	.. 2.50 "	3276.68	.. 1st and 2nd quarters, 1912	.. 9.30 "
1671.44D	.. Do.	.. 2.55 "	3278.65	.. Do.	.. 9.35 "
1672.44E	.. Do.	.. 3 "	3279.66	.. 2nd quarter, 1912	.. 9.40 "
1673.44E	.. Do.	.. 3.5 "	3284.9 (1)	.. 1st and 2nd quarters, 1912	.. 9.45 "
1674.43	.. Do.	.. 3.10 "		Alutmawatta.	
1678.37	.. Do.	.. 3.15 "	3285.158	.. 1st and 2nd quarters, 1912	.. 9.50 A.M.
1689.28A	.. 3rd quarter, 1911, to 2nd quarter, 1912	.. 3.20 "	3287.158 (2)	.. Do.	.. 9.55 "
1695.23A	.. 1st and 2nd quarters, 1912	.. 3.25 "		St. James's street.	
1699.21	.. 3rd quarter, 1911, to 2nd quarter, 1912	.. 3.30 "	3303.38 (1)	.. 1st and 2nd quarters, 1912	.. 10 A.M.
1721.182	.. 2nd quarter, 1912	.. 3.35 "		Date of Sale: Tuesday, April 22, 1913.	
1722.3	.. 1st and 2nd quarters, 1912	.. 3.40 "		St. James's street.	
1727.8	.. Do.	.. 3.45 "	3304.38	.. 1st and 2nd quarters, 1912	.. 7 A.M.
1731.9	.. Do.	.. 3.50 "	3307.35	.. 2nd quarter, 1912	.. 7.5 "
1737.5	.. Do.	.. 3.55 "	3308.32	.. Do.	.. 7.10 "
1739.4	.. Do.	.. 4 "	3309.31	.. Do.	.. 7.15 "
1741.3	.. Do.	.. 4.5 "	3311.26 (1)	.. 1st and 2nd quarters, 1912	.. 7.20 "
1742.3A	.. Do.	.. 4.10 "	3314.29	.. 4th quarter, 1911, to 2nd quarter, 1912	.. 7.25 "
	Skinner's road.		3316.25	.. 2nd quarter, 1912	.. 7.30 "
1789.7	.. 1st and 2nd quarters, 1912	.. 4.15 P.M.	3319.20 (1)	.. 1st and 2nd quarters, 1912	.. 7.35 "
1790.7A	.. Do.	.. 4.20 "	3322.20	.. 3rd quarter, 1911, to 2nd quarter, 1912	.. 7.40 "
1791.7B	.. Do.	.. 4.25 "		Modera street.	
	Alutmawatta.		3837.221	.. 1st quarter, 1911, to 2nd quarter, 1912	.. 7.45 A.M.
2816.339	.. 1st and 2nd quarters, 1912	.. 4.30 P.M.	3940.97	.. Do.	.. 7.50 "
2824.325 (3)	.. Do.	.. 4.35 "	3941.99	.. Do.	.. 7.55 "
	Wall's lane.		3995.58 (2)	.. Do.	.. 8 "
2878.26	.. 1st and 2nd quarters, 1912	.. 4.40 P.M.		Marshall street.	
2883.23	.. Do.	.. 4.45 "	3328.13A	.. 1st and 2nd quarters, 1912	.. 8.5 A.M.
2918.15	.. Do.	.. 4.50 "	3329.12	.. Do.	.. 8.10 "
2924.4	.. 2nd quarter, 1912	.. 4.55 "	3333.8	.. 3rd quarter, 1911, to 2nd quarter, 1912	.. 8.15 "
2928.9 (3)	.. 1st and 2nd quarters, 1912	.. 5 "	3334.7	.. 1st and 2nd quarters, 1912	.. 8.20 "
2929.7	.. Do.	.. 5.5 "	3335.6	.. Do.	.. 8.25 "
2930.3	.. Do.	.. 5.10 "	3344.16	.. 4th quarter, 1911, to 2nd quarter, 1912	.. 8.30 "
2931.1B	.. Do.	.. 5.15 "	3346.15	.. 1st and 2nd quarters, 1912	.. 8.35 "
2936.1A	.. 2nd quarter, 1912	.. 5.20 "		Date of Sale: Monday, April 21, 1913.	
	Alutmawatta.			Alutmawatta.	
2937.328	.. 2nd quarter, 1912	.. 5.25 P.M.	2944.324 (1)	.. 1st and 2nd quarters, 1912	.. 7 A.M.
2938.326/7	.. 1st and 2nd quarters, 1912	.. 5.30 "	3186.3187.127 (1)	.. Do.	.. 7.5 "
2939.327 (1)	.. Do.	.. 5.35 "			
2943.324	.. Do.	.. 5.40 "			

Premises No.	Quarter and Year.	Time of Sale.	Premises No.	Quarter and Year.	Time of Sale.
Alutmawatta.			Mutwal street.		
3357.29	.. 1st and 2nd quarters, 1912	.. 8.40 A.M.	3566.150	.. 3rd quarter, 1911, to 2nd quarter, 1912	.. 7.50 A.M.
3358.31	.. 2nd quarter, 1912	.. 8.45 "	Modera street.		
3358A.30	.. Do.	.. 8.50 "	3718.149	.. 1st and 2nd quarters, 1912	.. 7.55 A.M.
3362.26	.. Do.	.. 8.55 "	3719.150	.. Do.	.. 8 "
3368.23 (1)	.. 1st and 2nd quarters, 1912	.. 9 "	3720.151	.. Do.	.. 8.5 "
New Fishers' quarters.			3721.152	.. Do.	.. 8.10 "
3381.17 (2)	.. 1st and 2nd quarters, 1912	.. 9.5 A.M.	3725.273	.. Do.	.. 8.15 "
3387.17 (8)	.. 2nd quarter, 1912	.. 9.10 "	3726.272	.. 3rd quarter, 1911, to 2nd quarter, 1912	.. 8.20 "
3389.17 (10)	.. 1st and 2nd quarters, 1912	.. 9.15 "	3727.271	.. 1st and 2nd quarters, 1912	.. 8.25 "
3403.21	.. Do.	.. 9.20 "	3732.290	.. Do.	.. 8.30 "
3404.22	.. Do.	.. 9.25 "	3737.286	.. 2nd quarter, 1912	.. 8.35 "
3405.23	.. Do.	.. 9.30 "	3739.284	.. 1st and 2nd quarters, 1912	.. 8.40 "
3408.25	.. Do.	.. 9.35 "	3745.283	.. 2nd quarter, 1912	.. 8.45 "
3409.26	.. Do.	.. 9.40 "	3749.278	.. 1st and 2nd quarters, 1912	.. 8.50 "
3410.27 (1)	.. Do.	.. 9.45 "	3751.276	.. 2nd quarter, 1912	.. 8.55 "
3411.27	.. 2nd quarter, 1912	.. 9.50 "	3763.260	.. 1st and 2nd quarters, 1912	.. 9 "
3413.28 (1)	.. 1st and 2nd quarters, 1912	.. 9.55 "	3764.260 (1)	.. Do.	.. 9.5 "
3414.29	.. Do.	.. 10 "	3765.289	.. Do.	.. 9.10 "
Date of Sale : Wednesday, April 23, 1913.			3767.257	.. Do.	.. 9.15 "
New Fishers' quarters.			3769.255	.. Do.	.. 9.20 "
3420.33 (1)	.. 1st and 2nd quarters, 1912	.. 7 A.M.	3773.243	.. Do.	.. 9.25 "
3422.34A	.. Do.	.. 7.5 "	3776.254	.. Do.	.. 9.30 "
3423.34B	.. Do.	.. 7.10 "	3777.253	.. Do.	.. 9.35 "
3426.35	.. 1st quarter, 1909, to 2nd quarter, 1912	.. 7.15 "	3779.251	.. Do.	.. 9.40 "
3427.35 (1)	.. Do.	.. 7.20 "	3788.241	.. Do.	.. 9.45 "
3436.3437.43 (1)	.. Do.	.. 7.25 "	3789.242	.. Do.	.. 9.50 "
3439.44	.. Do.	.. 7.30 "	3795.232	.. Do.	.. 9.55 "
3440.45	.. Do.	.. 7.35 "	3798.229	.. Do.	.. 10 "
3442.47 (1)	.. 2nd quarter, 1912	.. 7.40 "	Date of Sale : Friday, April 25, 1913.		
3445.48	.. 1st and 2nd quarters, 1912	.. 7.45 "	Modera street.		
3449.50 (2)	.. Do.	.. 7.50 "	3801.236 (1)	.. 2nd quarter, 1912	.. 7 A.M.
3452.51	.. Do.	.. 7.55 "	3802.236	.. 1st and 2nd quarters, 1912	.. 7.5 "
3454.53	.. Do.	.. 8 "	3804.227	.. Do.	.. 7.10 "
3455.53 (1)	.. Do.	.. 8.5 "	3806.234	.. 2nd quarter, 1912	.. 7.15 "
3457.54	.. 2nd quarter, 1912	.. 8.10 "	3807.180	.. 3rd quarter, 1911, to 2nd quarter, 1912	.. 7.20 "
3459.91.92	.. 1st and 2nd quarters, 1912	.. 8.15 "	3808.181	.. 1st and 2nd quarters, 1912	.. 7.25 "
3460.93	.. Do.	.. 8.20 "	3809.183	.. Do.	.. 7.30 "
3462.93 (2)	.. Do.	.. 8.25 "	3812.181 (2)	.. Do.	.. 7.35 "
3471.101 (1)	.. Do.	.. 8.30 "	3813.233	.. Do.	.. 7.40 "
3472.101 (2)	.. Do.	.. 8.35 "	3814.225	.. Do.	.. 7.45 "
3473.101	.. Do.	.. 8.40 "	3818.222	.. Do.	.. 7.50 "
3479.107	.. Do.	.. 8.45 "	3819.217	.. 2nd quarter, 1912	.. 7.55 "
Elie House road.			3821.214	.. 1st and 2nd quarters, 1912	.. 8 "
3492.35	.. 4th quarter, 1911, to 2nd quarter, 1912	.. 8.50 A.M.	3823.212	.. 3rd quarter, 1911, to 2nd quarter, 1912	.. 8.5 "
3493.34	.. Do.	.. 8.55 "	3826.219	.. 1st and 2nd quarters, 1912	.. 8.10 "
3494.33	.. Do.	.. 9 "	3829.214 (1)	.. Do.	.. 8.15 "
3495.32	.. 1st and 2nd quarters, 1912	.. 9.5 "	3830.208	.. Do.	.. 8.20 "
3502.25	.. 2nd quarter, 1912	.. 9.10 "	3831.207	.. Do.	.. 8.25 "
3503.25 (1)	.. Do.	.. 9.15 "	3842.197	.. Do.	.. 8.30 "
3511.32	.. 3rd quarter, 1911, to 2nd quarter, 1912	.. 9.20 "	3844.200	.. Do.	.. 8.35 "
3513.34	.. 2nd quarter, 1912	.. 9.25 "	Mutwal street.		
3516.37	.. 1st and 2nd quarters, 1912	.. 9.30 "	3571.217	.. 1st and 2nd quarters, 1912	.. 8.40 A.M.
3517A.17 (1)	.. Do.	.. 9.35 "	3573.216	.. Do.	.. 8.45 "
3518A.17	.. Do.	.. 9.40 "	3575.212	.. 1st quarter, 1911, to 2nd quarter, 1912	.. 8.50 "
3520.18	.. Do.	.. 9.45 "	3578.210	.. 2nd quarter, 1912	.. 8.55 "
3521.17	.. Do.	.. 9.50 "	3579.207	.. 1st and 2nd quarters, 1912	.. 9 "
3522.16	.. 2nd quarter, 1912	.. 9.55 "	3580.206	.. Do.	.. 9.5 "
3524.50	.. 3rd quarter, 1911, to 2nd quarter, 1912	.. 10 "	3600.181 (2)	.. Do.	.. 9.10 "
Date of Sale : Thursday, April 24, 1913.			3601.181 (3)	.. Do.	.. 9.15 "
Elie House road.			3603.181	.. Do.	.. 9.20 "
3529.15	.. 2nd quarter, 1912	.. 7 A.M.	3610.174	.. 2nd quarter, 1912	.. 9.25 "
3530.15G	.. 1st and 2nd quarters, 1912	.. 7.5 "	3612.160	.. 1st and 2nd quarters, 1912	.. 9.30 "
3534.4	.. 3rd quarter, 1911, to 2nd quarter, 1912	.. 7.10 "	3613.159	.. Do.	.. 9.35 "
3535.10	.. Do.	.. 7.15 "	3614.161	.. Do.	.. 9.40 "
3543.3	.. 2nd quarter, 1912	.. 7.20 "	3615.173	.. 3rd quarter, 1911, to 2nd quarter, 1912	.. 9.45 "
3545.2	.. 1st and 2nd quarters, 1912	.. 7.25 "	3618.171	.. 1st and 2nd quarters, 1912	.. 9.50 "
Tanque Salgado.			3622.153	.. Do.	.. 9.55 "
3548.30	.. 2nd quarter, 1912	.. 7.30 A.M.	3623.153	.. Do.	.. 10 "
3562.43	.. 1st and 2nd quarters, 1912	.. 7.35 "	Date of Sale : Saturday, April 26, 1913.		
3564.44	.. 4th quarter, 1911, to 2nd quarter, 1912	.. 7.40 "	Mutwal street.		
3565.44A	.. 1st and 2nd quarters, 1912	.. 7.45 "	3624.153 (1)	.. 1st and 2nd quarters, 1912	.. 7 A.M.
			3625.153 (2)	.. Do.	.. 7.5 "

Premises No.	Quarter and Year.	Time of Sale.	Premises No.	Quarter and Year.	Time of Sale.
3626.3628.153	.. 1st and 2nd quarters, 1912	.. 7.10 A.M.			
3646A.148	.. Do.	.. 7.15 "			
	Mutwal street, Madampitiya.				
3655.132.137.					
3656.252.256	.. 1st and 2nd quarters, 1912	.. 7.20 A.M.			
	Modera street.				
3666.311	.. 1st and 2nd quarters, 1912	.. 7.25 A.M.	3967.78	.. 2nd quarter, 1912	.. 7 P.M.
3671.306	.. Do.	.. 7.30 "	3970.76	.. 1st and 2nd quarters, 1912	.. 7.5 "
3673.303	.. Do.	.. 7.35 "	3971.76(1)	.. Do.	.. 7.10 "
3682.296	.. 2nd quarter, 1912	.. 7.40 "	3980.69	.. Do.	.. 7.15 "
3683.295	.. Do.	.. 7.45 "	3981.68	.. Do.	.. 7.20 "
3684.107 (1)	.. Do.	.. 7.50 "	3982.67	.. Do.	.. 7.25 "
3686.108	.. Do.	.. 7.55 "	3983.66	.. Do.	.. 7.30 "
3693.105	.. 1st and 2nd quarters, 1912	.. 8 "	3984.65	.. Do.	.. 7.35 "
3695.140	.. Do.	.. 8.5 "	3987.64(2)	.. Do.	.. 7.40 "
3696.139	.. Do.	.. 8.10 "	3988.63	.. Do.	.. 7.45 "
3697.138	.. Do.	.. 8.15 "	3990.61	.. 2nd quarter, 1912	.. 7.50 "
3699.115	.. 2nd quarter, 1912	.. 8.20 "	3992.59(1)	.. Do.	.. 7.55 "
3701.130 (1)	.. 1st and 2nd quarters, 1912	.. 8.25 "	3998.57	.. Do.	.. 8 "
3704.137	.. Do.	.. 8.30 "	4004.51	.. 1st and 2nd quarters, 1912	.. 8.5 "
3705.133	.. 2nd quarter, 1912	.. 8.35 "		College street, Alutmawatta.	
3706.131	.. Do.	.. 8.40 "	2504 & 2803 (1)	.. 1st and 2nd quarters, 1912	.. 8.10 A.M.
3707.132	.. 1st and 2nd quarters, 1912	.. 8.45 "		Wall street.	
3708.111	.. 2nd quarter, 1912	.. 8.50 "	1956.50	.. 3rd quarter, 1911, to 2nd	
3709.112	.. Do.	.. 8.55 "		quarter, 1912	.. 8.15 A.M.
3711.134 (1)	.. 1st and 2nd quarters, 1912	.. 9 "	1957.51	.. Do.	.. 8.20 "
3712.134	.. Do.	.. 9.5 "		Kotahena Cemetery street.	
3715.292 (1)	.. 2nd quarter, 1912	.. 9.10 "	2011.67	.. 3rd quarter, 1911, to 2nd	
3716.158	.. 1st and 2nd quarters, 1912	.. 9.15 "		quarter, 1912	.. 8.25 A.M.
3717.158 (1)	.. Do.	.. 9.20 "		Kotahena street.	
3850.192	.. 3rd quarter, 1911, to 2nd		2098.23	.. 1st and 2nd quarters, 1912	.. 8.30 A.M.
	quarter, 1912	.. 9.25 "	2100.23E	.. Do.	.. 8.35 "
3852.191(1)	.. 2nd quarter, 1912	.. 9.30 "		Kotahena Cemetery.	
3855.179	.. Do.	.. 9.40 "	2186.81B	.. 1st and 2nd quarters, 1912	.. 8.40 A.M.
3858.184(1)	.. 1st and 2nd quarters, 1912	.. 9.45 "		Santiago street.	
3859.174	.. Do.	.. 9.50 "	2546.64	.. 1st and 2nd quarters, 1912	.. 8.45 A.M.
3862.172	.. 2nd quarter, 1912	.. 9.55 "		Kotahena.	
3863.177	.. Do.	.. 10 "	2380.125	.. 1st and 2nd quarters, 1912	.. 8.50 A.M.
3864.178	.. Do.	.. 2.30 "		Pickering's street.	
3866.189	.. 1st and 2nd quarters, 1912	.. 2.35 "	2381.1-4	.. 1st and 2nd quarters, 1912	.. 8.55 A.M.
3867.190	.. Do.	.. 2.40 "		Wall street.	
3868.188	.. 2nd quarter, 1912	.. 2.45 "	1947.47	.. 2nd quarter, 1912	.. 9 A.M.
3869.187	.. Do.	.. 2.50 "	1948.48	.. Do.	.. 9.5 "
3872.167	.. Do.	.. 2.55 "	1949.48A	.. Do.	.. 9.10 "
3874.165	.. 1st and 2nd quarters, 1912	.. 3 "	1950.48B	.. Do.	.. 9.15 "
3878.170	.. Do.	.. 3.5 "	1951.48C	.. Do.	.. 9.20 "
3880.181	.. Do.	.. 3.10 "	1952.49A	.. Do.	.. 9.25 "
3881.169	.. 2nd quarter, 1912	.. 3.15 "	1953.49B	.. Do.	.. 9.30 "
3882.161	.. 1st and 2nd quarters, 1912	.. 3.20 "	1954.49C	.. Do.	.. 9.35 "
3883.160	.. Do.	.. 3.25 "	1955.49	.. Do.	.. 9.40 "
3884.167	.. Do.	.. 3.30 "		Layard's Broadway.	
3888.153	.. Do.	.. 3.35 "	325.6	.. 3rd quarter, 1911, to 2nd	
3890.152(1)	.. Do.	.. 3.40 "		quarter, 1912	.. 9.45 A.M.
3891.152	.. Do.	.. 3.45 "	383.69A	.. 1st and 2nd quarters, 1912	.. 9.50 "
3899.145	.. 2nd quarter, 1912	.. 3.50 "		Madampitiya Cemetery.	
3903.140	.. 1st and 2nd quarters, 1912	.. 3.55 "	1552.59	.. 1st and 2nd quarters, 1912	.. 9.55 A.M.
3906.137	.. 2nd quarter, 1912	.. 4 "		Alutmawatta.	
3907.136	.. 1st and 2nd quarters, 1912	.. 4.5 "	3045.114	.. 1st and 2nd quarters, 1912	.. 10 A.M.
3910.133	.. Do.	.. 4.10 "		Date of Sale: Tuesday, April 29, 1913.	
3912.131	.. Do.	.. 4.15 "		Alutmawatta.	
3914.129	.. Do.	.. 4.20 "	3048.117	.. 1st and 2nd quarters, 1912	.. 7 A.M.
3917.127(1)	.. Do.	.. 4.25 "	3050.117	.. Do.	.. 7.5 "
3919.126	.. 2nd quarter, 1912	.. 4.30 "	3051.117 (2)	.. Do.	.. 7.10 "
3920.126	.. Do.	.. 4.35 "	3068.127	.. 2nd quarter, 1912	.. 7.15 "
3934.105	.. 1st and 2nd quarters, 1912	.. 4.40 "		Daniel's road.	
3936.103	.. Do.	.. 4.45 "	1402.165	.. 1st and 2nd quarters, 1912	.. 7.20 A.M.
3937.102	.. Do.	.. 4.50 "	1408.195B	.. Do.	.. 7.25 "
3948.91(2)	.. Do.	.. 4.55 "		Mattakkuliya.	
3955.86	.. Do.	.. 5 "	1243.38B	.. 4th quarter, 1911, to 2nd	
3956.88B	.. Do.	.. 5.5 "		quarter, 1912	.. 7.30 A.M.
3957.88C	.. Do.	.. 5.10 "		Alutmawatta.	
3958.85	.. Do.	.. 5.15 "	1306.69	.. 3rd quarter, 1911, to 2nd	
3959.83(1)	.. Do.	.. 5.20 "		quarter, 1912	.. 7.35 A.M.
3961.83(1)	.. 3rd quarter, 1911, to 2nd			Ferguson's road.	
	quarter, 1912	.. 5.25 "	1336.41A	.. 4th quarter, 1911, to 2nd	
3962.82	.. 1st and 2nd quarters, 1912	.. 5.30 "		quarter, 1912	.. 7.40 A.M.
3963.80A	.. Do.	.. 5.35 "		Alutmawatta.	
3966.79(1)	.. Do.	.. 5.40 "	1309A.85A	.. 1st and 2nd quarters, 1912	.. 7.45 A.M.
				Fransewatta lane.	
			1122.52	.. 1st and 2nd quarters, 1912	.. 7.50 A.M.

Premises No.	Quarter and Year.	Time of Sale.	Premises No.	Quarter and Year.	Time of Sale.
	Kelaniganga Mill road.			Green street.	
1092.11	.. 1st and 2nd quarters, 1912 ..	7.55 A.M.	1129.1130.75.30	1st and 2nd quarters, 1912 ..	9.55 A.M.
	Skinner's road.		1131.30A	.. Do.	..10 ..
2711.3/4	.. 1st quarter, 1909, to 4th quarter, 1910	.. 8 A.M.	Date of Sale : Wednesday, April 30, 1913.		
2715.4A	.. Do.	.. 8.5 ..	St. Sebastian Hill.		
2716.4 (2)	.. Do.	.. 8.10 ..	1132.30	.. 1st and 2nd quarters, 1912 ..	7 A.M.
	Lascreeen street.			New Moor street.	
2711/106 to 2716/1075	.. 1st to 4th quarter, 1911	.. 8.15 A.M.	1282.55	.. 1st and 2nd quarters, 1912 ..	7.5 A.M.
	Layard's Broadway.		1275.61A	.. Do.	.. 7.10 ..
328.10-11	.. 1st and 2nd quarters, 1912 ..	8.20 A.M.	St. John's road.		
329.26	.. Do.	.. 8.25 ..	105/108.35-38..	1st and 2nd quarters, 1912 ..	7.15 A.M.
	Daniel's road.			Wolfendahl.	
1385.176	.. 1st and 2nd quarters, 1912 ..	8.30 A.M.	799.56-57.	.. 1st and 2nd quarters, 1912 ..	7.20 A.M.
	Madampitiya Cemetery.			Mosque lane I.	
1517.76B	.. 3rd quarter, 1911, to 2nd quarter, 1912	.. 8.35 A.M.	1226.26	.. 1st quarter, 1911, to 2nd quarter, 1912	.. 7.25 A.M.
1518.76	.. 1st and 2nd quarters, 1912 ..	8.40 ..		Hulftsdorp.	
1557.53	.. Do.	.. 8.45 ..	45.132	.. 1st and 2nd quarters, 1912 ..	7.30 A.M.
	Alutmawatta.		49.128	.. Do.	.. 7.35 ..
1314.90	.. 1st and 2nd quarters, 1912 ..	8.50 A.M.		Wilson street.	
	Tottawatta.		198.59A	.. 1st and 2nd quarters, 1912 ..	7.40 A.M.
1173.10B	.. 1st and 2nd quarters, 1912 ..	8.55 A.M.		Ferry street.	
	Pickering's road.		257.28	.. 1st and 2nd quarters, 1912 ..	7.45 A.M.
2382.1-2	.. 1st and 2nd quarters, 1912 ..	9 A.M.		Vincent street.	
	Wasala road.		364.365.2	.. 3rd quarter, 1910, to 2nd quarter, 1912	.. 7.50 A.M.
2004.61	.. 2nd quarter, 1912	.. 9.5 A.M.		Messenger street.	
	Kotahena street.		653.84	.. 1st and 2nd quarters, 1912 ..	7.55 A.M.
2099.23A-23D	.. 1st and 2nd quarters, 1912 ..	9.10 A.M.	717.26	.. Do.	.. 8 ..
	Mayfield road.		719.24	.. 3rd quarter, 1911, to 2nd quarter, 1912	.. 8.5 ..
2263.103-2	.. 1st and 2nd quarters, 1912 ..	9.15 A.M.		Grandpass road..	
2293.20D	.. 2nd quarter, 1912	.. 9.20 ..	869.58/59	.. 1st and 2nd quarters, 1912 ..	8.10 A.M.
	St. John's road.		908.22	.. Do.	.. 8.15 ..
104.34	.. 3rd quarter, 1911, to 2nd quarter, 1912	.. 9.25 A.M.	929.4	.. Do.	.. 8.20 ..
	Chekku street.		932/933/812.1.2	.. Do.	.. 8.25 ..
434.100	.. 1st quarter, 1911, to 2nd quarter, 1912	.. 9.30 A.M.		Galkapanawatta.	
	Brassfounder street.		1059.97	.. 1st and 2nd quarters, 1912 ..	8.35 A.M.
481.15	.. 1st and 2nd quarters, 1912 ..	9.35 A.M.	1074.86	.. Do.	.. 8.40 ..
	Hill street.		1079.82	.. Do.	.. 8.45 ..
779.12	.. 1st and 2nd quarters, 1912 ..	9.40 A.M.	1104.59	.. 2nd quarter, 1912	.. 8.50 ..
780.11	.. Do.	.. 9.45 ..	1107.56	.. 1st and 2nd quarters, 1912 ..	8.55 ..
	Jampettah street.		1110.53	.. Do.	.. 9 ..
1128.76	.. 4th quarter, 1911, to 2nd quarter, 1912	.. 9.50 A.M.		Grandpass road.	
			952.187	.. 1st and 2nd quarters, 1912 ..	9.5 A.M.

MUNICIPALITY OF KANDY.

LIST of persons licensed under Ordinance No. 15 of 1889 to carry on business as Auctioneers within Kandy Municipality during 1913 :—

- (1) M. Ahamadu Lebbe of Kandy
- (2) Charles Saul of Kandy
- (3) C. E. Karunaratne of Colombo

P. U. de La Motte of Kandy
H. C. Jayasingha of Kandy as Broker only

Municipal Office,
Kandy, March 18, 1913.

JAS. JAYATILLEKE,
Secretary.

Importation of Rice from Indian Ports during the Week ended March 22, 1913.

TO COLOMBO	}	From Ammapatam ..	125	TO GALLE	}	From Bombay ..	20
		Calcutta ..	18,373			Calcutta ..	1,421
		China ..	3,391			Gopalpur ..	2,150
		Coconada ..	1,721				
		False Point ..	4,981			Total ..	3,591
		Karikal ..	799				
		Kotapatam ..	134				
		Negapatam ..	1,120				
		Tuticorin ..	11,878				
		Total ..	42,522				

H. M. Customs,
Colombo, March 25, 1913.

F. G. TYRRELL,
for Principal Collector.

ROAD COMMITTEE NOTICES.

Branch Road from Maskeliya to Cruden.

NOTICE is hereby given that the Governor, with the advice and consent of the Legislative Council, having agreed to grant the under-mentioned sum for the maintenance of the above road for the year ending June 30, 1913, the Provincial Road Committee, acting under the provisions of "The Branch Roads Ordinance, 1896," have assessed the proportion due by each estate in the district interested in the repair of the said road, as follows:—

(Estimate No. 565 of 1912-13.)

Government moiety ..	Rs. 1,000.
Private contribution ..	Rs. 1,010.

1st section, 27·68 lines.

Total acreage, 4,877—Moiety of cost, Rs. 147·08—Sectional rate, ·0301c.—Total rate, ·0301c.

Proprietors or Agents.	Estates.	Acreage.	Amount.	Deduct,		Balance due on Account
				Rs. c.	Rs. c.	
J. M. Robertson & Co.	.. Glentilt ..	467	14 8	1 10	12 98	
Sir Thomas Lipton	.. Bunyan ..	308	9 29	1 7	8 22	
Do.	.. Ovaca ..	255	7 69	0 85	6 84	
J. M. Robertson & Co.	.. Mocha ..	588	17 73	2 1	15 72	
G. B. de Mowbray	.. Dotale ..	108	3 26	0 36	2 90	

1st to 2nd section, 80·48 lines.

Total acreage, 3,153—Moiety of cost, Rs. 280·56—Sectional rate, ·0889c.—Total rate, ·1190c.

R. A. Galton Queensland ..	281	33 46	3 81	29 65
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1st to 4th section, 159·70 lines.

Total acreage, 2,872—Moiety of cost, Rs. 420·94—Sectional rate, ·1465c.—Total rate, ·2655c.

Whittall & Co.	.. Bloomfield ..	262	69 50	7 99	61 51
Do.	.. Mottingham ..	258	68 56	7 88	60 68
E. H. Bent	.. Dunottar ..	187	49 70	5 77	43 93
Colombo Commercial Co., Ltd.	.. Emelina ..	205	54 48	6 29	48 19
Whittall & Co.	.. Brunswick ..	256	68 3	7 32	60 71
Do.	.. Caskieben ..	206	54 75	6 31	48 44
Do.	.. Midlothian ..	244	64 84	7 47	57 37

1st to 6th section, 190·08 lines.

Total acreage, 1,254—Moiety of cost, Rs. 161·42—Sectional rate, ·1287c.—Total rate, ·3942c.

J. M. Robertson & Co.	.. Deeside ..	441	173 94	19 99	153 95
Geo. Stuart & Co.	.. Glenugie ..	377	148 70	17 12	131 58
Do.	.. Bargrove ..	205	80 87	9 28	71 59
Chas. B. Prettijohn	.. Strathspey ..	231	91 12	10 51	80 61
Total ..	Rs.		1,010 0	115 13	894 87

Which sums the proprietors, managers, or agents of the several estates are hereby required to pay into the Colonial Treasury, Colombo, on or before March 30, 1913.

Provincial Road Committee's Office,
Kandy, March 11, 1913.

G. S. SAXTON,
Chairman.

Brownlow-Luccombe Branch 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 the maintenance of the above road for the year ending June 30, 1913, the Provincial Road Committee, acting under the provisions of "The Branch Roads Ordinance, 1896," have assessed the proportion due by each estate in the district interested in the repair of the said road, as follows:—

(Estimate No. 566 of 1912-13.)

Government moiety	..	..	Rs. 800
Private contributions	..	..	Rs. 808

1st section, 35·20 lines.

Total acreage, 2,978—Moiety of cost, Rs. 139·20—Sectional rate, ·0467c.—Total rate, ·0467c.

Proprietors or Agents.	Estates.	Acreage.	Amount.	Deduct		Balance due on Account 1912-1913.
				Rs. c.	Rs. c.	
				Rs. 22·76,		
				Unexpended		
				Balance,		
				1911-1912.		
George Steuart & Co.	.. Kintyre	.. 288	.. 13 49..	0 37..		13 12
1st to 2nd section, 66·00 lines.						
Total acreage, 2,690—Moiety of cost, Rs. 121·79—Sectional rate, ·0452c.—Total rate, ·0919c.						
George Steuart & Co.	.. Bitterne	.. 169	.. 15 57..	0 42..		15 15
1st to 3rd section, 86·40 lines.						
Total acreage, 2,521—Moiety of cost, Rs. 80·67—Sectional rate, ·0319c.—Total rate, ·1238c.						
H. Williams	.. Ricarton and Leaston	596	.. 73 93..	2 8..		71 85
George Steuart & Co.	.. Gangawatta	.. 186	.. 23 9..	0 63..		22 46
1st to 4th section, 127·60 lines.						
Total acreage, 1,739—Moiety of cost, Rs. 162·95—Sectional rate, ·0936c.—Total rate, ·2174c.						
E. & H. A. Webb	.. Mousakele	.. 278	.. 60 55..	1 71..		58 84
1st to 5th section, 158·40 lines.						
Total acreage, 1,461—Moiety of cost, Rs. 121·78—Sectional rate, ·0833c.—Total rate, ·3007c.						
C. H. Hood	.. Ekolsund	.. 310	.. 93 35..	2 64..		90 71
1st to 6th section, 184·80 lines.						
Total acreage, 1,151—Moiety of cost, Rs. 104·39—Sectional rate, ·0906c.—Total rate, ·3913c.						
F. R. Chapman	.. Nyanza	.. 397	.. 155 55..	4 38..		151 17
1st to 7th section, 204·34 lines.						
Total acreage, 756—Moiety of cost, Rs. 77·26—Sectional rate, ·1021c.—Total rate, ·4934c.						
Whittall & Co.	.. Rutherford	.. 276	.. 136 35..	3 85..		132 50
Do.	.. Luccombe and Heathfield	.. 478	.. 236 12..	6 68..		229 44
			Total ..	808 0	22 76	785 24

Which sums the proprietors, managers, or agents of the several estates are hereby required to pay into the Colonial Treasury, Colombo, on or before March 30, 1913.

Provincial Road Committee's Office,
Kandy, March 11, 1913.

G. S. SAXTON,
Chairman.

Branch Road from Norwood Bridge to Maskeliya and Moray.

NOTICE is hereby given that the Governor, with the advice and consent of the Legislative Council, having agreed to grant the under-mentioned sum for the maintenance of the above road for the year ending June 30, 1913, the Provincial Road Committee, acting under the provisions of "The Branch Roads Ordinance, 1896," have assessed the proportion due by each estate in the district interested in the repair of the said road, as follows:—

Government moiety	..	..	Rs. 4,900
Private contributions	..	..	Rs. 4,949

1st section, 23·11 lines.

Total acreage, 16,739—Moiety of cost, Rs. 222·60—Sectional rate, ·0132c.—Total rate, ·0132c.

Proprietors or Agents.	Estates.	Acreage.	Amount.	Deduct		Balance due on account 1912-1913.
				Rs. c.	Rs. c.	
				Rs. 26·49, on		
				Estimate of		
				1911-1912.		
The Eastern Produce and Estates Company, Ltd.	.. Norwood	.. 882	.. 11 73	0 5		11 68
1st to 3rd section, 99·14 lines.						
Total acreage, 15,857—Moiety of cost, Rs. 732·33—Sectional rate, ·0461c.—Total rate, ·0593c.						
Mackwood & Co.	.. New Valley	.. 457	.. 27 18	0 14		27 4
M. Elton Lane	.. Haloowella	.. 239½	.. 14 22	0 7		14 15
1st to 5th section, 190·83 lines.						
Total rate, 15,160½—Moiety of cost, Rs. 883·16—Sectional rate, ·0582c.—Total rate, ·1175c.						
M. Elton Lane	.. Rockwood	.. 153½	.. 18 8	0 9		17 99

Proprietors or Agents.	Estates.	Acreage.	Amount.	Deduct Unexpended Balance, Rs. 26·49, on Estimate of 1911-1912.	Balance due on account 1912-1913.	
			Rs. c.	Rs. c.	Rs. c.	
1st to 7th section, 270·86 lines.						
Total acreage, 15,007—Moiety of cost, Rs. 770·86—Sectional rate, ·0513c.—Total rate, ·1688c.						
F. H. Gossage	Maskeliya	372	62 90	0 33	62 57	
1st to 8th section, 323·66 lines.						
Total acreage, 14,635—Moiety of cost, Rs. 508·57—Sectional rate, ·0347c.—Total rate, ·2035c.						
J. M. Robertson & Co.	Glentilt	467	95 19	0 51	94 68	
Sir Thomas Lipton	Bunyan	308	62 78	0 33	62 45	
Do.	Ovoca	255	51 98	0 28	51 70	
J. M. Robertson & Co.	Mocha	588	119 86	0 64	119 22	
R. A. Galton	Queensland	281	57 28	0 31	56 97	
J. M. Robertson & Co.	Craighill and Lanka	204	41 59	0 22	41 37	
Whittall & Co.	Bloomfield	262	53 41	0 29	53 12	
Do.	Mottingham	258	52 59	0 28	52 31	
E. H. Bent	Dunottar	187	38 12	0 20	37 92	
Colombo Commercial Company, Limited.	Emelina	205	41 79	0 22	41 57	
Whittall & Co.	Brunswick	256	52 19	0 28	51 91	
Do.	Caskieben	206	41 99	0 22	41 77	
Do.	Midlothian	244	49 74	0 27	49 47	
J. M. Robertson & Co.	Deeside	441	89 89	0 48	89 41	
William Rollo (George Steuart & Co.)	Glenugie	377	76 85	0 41	76 44	
Do.	Bargrove	205	41 79	0 22	41 57	
C. B. Prettijohn	Strathspey	231	47 9	0 25	46 84	
G. B. de Mowbray	Dotale	108	22 3	0 13	21 90	
W. W. Hood (C. H. Hood)	Braemer	151	30 79	0 17	30 62	
C. H. Hood	Kelaniya	191	38 95	0 21	38 74	
1st to 9th section, 363·26 lines.						
Total acreage, 9,210—Moiety of cost, Rs. 381·43—Sectional rate, ·0414c.—Total rate, ·2449c.						
Geo. Steuart & Co.	Brownlow and Tarf	583	142 99	0 76	142 23	
Do.	Gangawatta	186	45 63	0 24	45 39	
E. & H. A. Webb	Mousakele	278	68 19	0 37	67 82	
C. H. Hood	Ekolsund	310	76 4	0 41	75 63	
F. R. Chapman	Nyanza	397	97 38	0 54	96 84	
Whittall & Co.	Lucecombe and Heathfield	478	117 24	0 63	116 61	
Do.	Rutherford	276	67 70	0 36	67 34	
Lambert L. Pieris	Hapugastenne	601	147 40	0 79	146 61	
1st to 11th section, 402·86 lines.						
Total acreage, 6,101—Moiety of cost, Rs. 381·44—Sectional rate, ·0625c.—Total rate, ·3074c.						
Geo. Steuart & Co.	Kintyre	288	88 65	0 47	88 18	
Do.	Bitterne	169	52 3	0 28	51 75	
H. Williams	Rikarton and Leaston	596	183 44	0 99	182 45	
1st to 12th section, 420·28 lines.						
Total acreage, 5,048—Moiety of cost, Rs. 167·82—Sectional rate, ·0332c.—Total rate, ·3406c.						
A. N. Greig	Laxapana, York, and John's Land	866	295 32	1 59	293 73	
F. J. Reiss	Blantyre	239	81 51	0 44	81 7	
Do.	St. Andrew's	321	109 48	0 59	108 89	
C. Johnson	Dalhousie	289	98 56	0 53	98 3	
Do.	Situlaganga	143	48 78	0 26	48 52	
A. N. Greig	Suluganga	155	52 87	0 28	52 59	
1st to 13th section, 473·08 lines.						
Total acreage, 3,035—Moiety of cost, Rs. 508·57—Sectional rate, ·1675c.—Total rate, ·5081c.						
E. H. Etches	Forres	387	196 83	1 4	195 79	
1st to 14th section, 513·80 lines.						
Total acreage, 2,648—Moiety of cost, Rs. 392·22—Sectional rate, ·1481c.—Total rate, ·6562c.						
Uplands Tea Estates Co.	Moray and Valladolid	461	302 74	1 62	301 12	
Do.	Geddes	198	130 4	0 70	129 34	
Do.	Corfu	187	122 81	0 64	122 17	
Do.	Rajamalle	212	139 23	0 75	138 48	
R. MacLure	Gartmore Group, Larchfield, Gartmore, Bevys, and Frogmore	848	556 87	2 99	553 88	
S. B. Bell	Adam's Peak	742	487 26	2 62	484 64	
			Total	4,949 0	26 49	4,922 51

Which sums the proprietors, managers, or agents of the several estates are hereby required to pay into the Colonial Treasury, Colombo, on or before March 30, 1913.

Provincial Road Committee's Office,
Kandy, March 11, 1913.

G. S. SAXTON,
Chairman.

Norwood-Campion Branch 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 the maintenance of the under-mentioned road for the year ending June 30, 1913, the Provincial Road Committee, acting under the provisions of "The Branch Roads Ordinance, 1896," will on Saturday, April 12, 1913, at 11.30 A.M., at their office in Kandy, proceed to assess the under-mentioned estates to make up the private contributions:—

ROAD FROM NORWOOD TO CAMPION.			
Government moiety	..	Rs. 3,700.00	
Private contributions	..	Rs. 3,737.00	
1st section, 52.80 lines.			
Proprietors or Agents.	Estates.		Acreage.
The Eastern Produce Company, Limited	.. Norwood	..	882
Geo. Steuart & Co.	.. Portree	..	275
1st to 3rd section, 94.21 lines.			
Bogawantalawa Tea Co., Ltd. (G. H. Sparkes)	.. Elbedde	..	747
H. F. Laycock	.. Lawrence	..	565
1st to 4th section, 118.21 lines.			
H. F. Laycock	.. Venture	..	405
D. G. Brebner	.. Kew	..	526
1st to 6th section, 214.66 lines.			
J. M. Robertson & Co. (Capt. Guy Walker)	.. St. John Del Rey	..	725
1st to 7th section, 245.43 lines.			
Bogawantalawa Tea Company, Limited (G. H. Sparkes)	.. Kirkoswald	..	877
A. C. T. Meyer	.. Tientsin	..	385
George Steuart & Co.	.. Morar	..	497
H. A. Oliverson (L. E. Thomas)	.. Singarawatta	..	143
A. C. Smail and T. Gidden (J. W. Baillie)	.. Robgill	..	433
1st to 10th section, 334.60 lines.			
Colombo Commercial Company, Limited	.. Bogawantalawa	..	615
1st to 12th section, 387.40 lines.			
K. Rollo	.. Chapelton	..	685
Heirs of G. K. Maitland	.. Theresia	..	340
1st to 14th section, 435.58 lines.			
D. E. Kelly	.. Killarney	..	355
Bogawantalawa Tea Co., Ltd. Do. (G. H. Sparkes)	.. Bridwell	..	473
Finlay, Muir & Co.	.. Bogawana	..	436
	.. Lynsted	..	405
1st to 15th section, 476.76 lines.			
Imperial Estates Co., Ltd.	.. Friedland	..	165
Major-General Sir C. F. Hadden, K.C.B., and Fred. Hadden	.. Kotiyagala	..	1,089
Kandapola Estates Co., Ltd.	.. Devonford	..	287
Ceylon Land and Produce Company	.. Fetteresso	..	438
1st to 16th section, 529.56 lines.			
Kintyre Estates Company (Geo. Steuart & Co.)	.. Eltofts	..	290
1st to 17th section, 530.64 lines.			
R. H. Cooper	.. Lynford	..	293
Chas. Strachan & Co. (T. Gidden)	.. Campion and Kohinoor	..	724
Ceylon Provincial Estates	.. Loinorn	..	239
Imperial Estates Co., Ltd.	.. St. Vigean's	..	185
T. Farr & A. VanCitters	.. Northcove	..	265
J. Sheriff	.. Dunlow & Aldie	..	477

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

Provincial Road Committee's Office, G. S. SAXTON,
Kandy, March 19, 1913. Chairman.

Wanarajah Branch Road (between Wanarajah Bridge and Claverton Store).

NOTICE is hereby given that the Governor, with the advice and consent of the Legislative Council, having agreed to grant the under-mentioned sum for the maintenance of the above road for the year ending June 30, 1913, the Provincial Road Committee, acting under the provisions of "The Branch Roads Ordinance, 1896," will on Tuesday, April 8, 1913, at 11.30 A.M., at their office in Kandy, proceed to assess the under-mentioned estates to make up the private contributions:—

Government moiety	..	Rs. 950.00	
Private contributions	..	Rs. 959.50	
1st section, 1 mile.			
Proprietors or Agents.	Estates.		Acreage.
Wanarajah Tea Company of Ceylon, Limited	.. Wanarajah	..	345
1st and 2nd section, 2 miles.			
South Wanarajah Tea Estates Company	.. South Wanarajah	..	250
1st to 4th section, 4 miles.			
Ceylon Proprietary Company	.. Summerville	..	239
K. D. Kershaw	.. Blair Athol	..	306
A. Anson	.. Carfax	..	298
K. Rollo and Mrs. Mercer	.. Gorthie	..	308
Whittall & Co.	.. Dunkeld	..	237
Castlereagh Estate Company	.. Castlereagh	..	511
Whittall & Co.	.. Banff	..	211
Do.	.. Elstree	..	167
Lethenty Tea Estates Company (H. G. Eccles)	.. Lethenty and Essex	..	320
Do.	.. Marlborough	..	258
Do.	.. Blairgowrie	..	114
1st to 6th section, 4.50 miles.			
Lethenty Tea Estates Co. (H. G. Eccles)	.. Claverton	..	198
Uplands Tea Estates of Ceylon Osborne	..	..	441
Lethenty Tea Estates Company (H. G. Eccles)	.. Broad Oak	..	306

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

Provincial Road Committee's Office, G. S. SAXTON,
Kandy, March 19, 1913. Chairman.

Duckwari-Cottaganga Branch 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 the maintenance of the under-mentioned road for the year ending June 30, 1913, the Provincial Road Committee, acting under the provisions of "The Branch Roads Ordinance, 1896," will on Saturday, April 12, 1913, at 11.30 A.M., at their office in Kandy, proceed to assess the under-mentioned estates to make up the private contributions:—

DUCKWARI-COTTAGANGA ROAD.			
Government moiety	..	Rs. 420.00	
Private contributions	..	Rs. 424.20	
1st section, ½ mile.			
Proprietors or Agents.	Estates.		Acreage.
Rangala Tea Co. (W. Sinclair)	.. Ranwella	..	200
1st to 4th section, 1½ mile.			
Galaha Ceylon Tea Estates and Agency Co., Ltd.	.. Cottaganga	..	590
M. L. Wilkins	.. Gonawela	..	560
C. J. Pattenson	.. New Tunisgala and Girindiella	..	734

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

Provincial Road Committee's Office, G. S. SAXTON,
Kandy, March 20, 1913. Chairman.

Nugatenna-Deanstone Branch Road.
(Flood Damages.)

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 damages caused by floods on the above road, the Provincial Road Committee, acting under the provisions of "The Branch Roads Ordinance, 1896," will on Saturday, April 12, 1913, at 11.30 A.M., at their office in Kandy, proceed to assess the under-mentioned estates to make up the private contributions:—

Government moiety .. Rs. 175.00
Private contributions .. Rs. 179.38

Proprietors or Agents.	Estates.	Acreage.
Burke Estate Co., Ltd. (G. Johnstone)	Nugagalla	.. 222
M. E. Waddilove (C. B. Clay)	Nowanagalla	.. 295
Whittall & Co. (C. B. Clay)	Meemunagala	.. 535
Do.	Deanstone	.. 576
Burke Estate Co., Ltd. (G. Johnstone)	Hare Park	.. 454
Whittall & Co. (W. Sinclair)	Kobonella	.. 718
Kana Luna Meeya Pulle	Fincham's land No. 1.	.. 96
Puncha Vidane Duraya	Fincham's land No. 2.	.. 31½
Whittall & Co. (W. Sinclair)	Ensalwatta	.. 264
Burke Estate Co., Ltd. (G. Johnstone)	Dehigolla	.. 475
Do.	Loolowatta	.. 309

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

Provincial Road Committee's Office, G. S. SAXTON,
Kandy, March 20, 1913. Chairman.

Pupuressa Branch Road.

NOTICE is hereby given that, in terms of the Branch Roads Ordinance, No. 14 of 1896, a meeting of the Local Committee for the above road will be held at Le Vallon Bungalow on Tuesday, April 8, 1913, at 9.30 A.M., to consider and report to the Provincial Road Committee with regard to—

- (1) The estates which use the road (with their acreages) and are to be assessed for the private contribution of Rs. 3,535 for the year ending June 30, 1913;

- (2) The sections used by each of those estates;
(3) The names of the proprietors, resident managers, or superintendents, and of the agents of each estate.

Stellenberg estate, H. NELSON BROWN,
Pussellawa, March 19, 1913. Chairman.

Darawela-Annfield Branch Road.

NOTICE is hereby given that, in terms of the Branch Roads Ordinance, No. 14 of 1896, the following gentlemen have been elected members of the Local Committee for the above road to perform the duties imposed by the said Ordinance in respect of the above road, for the term ending February 23, 1915:—

Messrs. H. B. Daniell (Chairman), M. L. Wilkins, A. Craib, G. O. Le Mottee, and A. W. Norfolk.

Provincial Road Committee's Office, G. S. SAXTON,
Kandy, March 20, 1913. Chairman.

Dotale Branch Road.

NOTICE is hereby given that, in terms of the Branch Roads Ordinance, No. 14 of 1896, a General Meeting of the proprietors or resident managers of the estates interested in the above road will be held at Elkaduwa Bungalow on Tuesday, April 8, 1913, at 9 A.M.

Business.

- To elect a new Local Committee to perform the duties imposed by the Ordinance for two years.
- The Local Committee to consider and report to the Provincial Road Committee—

- (a) The names of the estates (with their acreages) to be assessed for the private contribution of Rs. 1,515 on the maintenance estimate for the year ending June 30, 1913.
(b) The sections used by these estates.
(c) The names and proprietors, resident managers, or superintendents, and of the agents of these estates.

N.B.—The General Meeting is required to be attended by proprietors or resident managers representing not less than one-third of the acreage.

Provincial Road Committee's Office, G. S. SAXTON,
Kandy, March 19, 1913. Chairman.