

# Ceylon Government Gazette

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

PART II.—Legal and Judicial.

PART III.—Provincial Administration.

PART IV.—Land Settlement.

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

*Separate paging is given to each Part in order that it may be filed separately.*

## Part V.—Mercantile, Marine, Municipal, Local, and Miscellaneous.

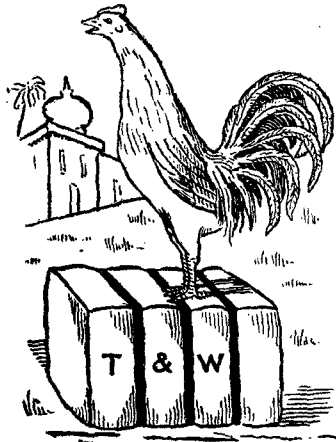
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### TRADE MARKS NOTIFICATIONS.

IN compliance with the provisions of "The Trade Marks Ordinances, 1888 and 1890," and the Regulations made on March 28, 1889, notice is hereby given that Messrs. Van Cuylenburg & De Fry of Colombo have applied on behalf of the Dried Milk Co., Limited, of 18, Leadenhall street, City of London, England, Manufacturers, who claim to be the proprietors thereof, for the registration of the following Trade Mark for Substances used as Food or as Ingredients in Food in Class 42 in the Classification of Goods in the above-mentioned Regulations :—

## GALAK

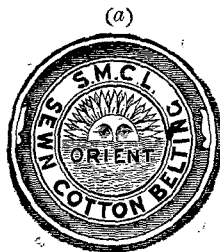
IN compliance with the provisions of "The Trade Marks Ordinances, 1888 and 1890," and the Regulations made on March 28, 1889, notice is hereby given that Messrs. J. C. Hall & Co. have applied on behalf of themselves, who claim to be the proprietors thereof, for the registration of the following Trade Mark for Cotton Piece Goods in Class 24 in the Classification of Goods in the above-mentioned Regulations:—



Colonial Secretary's Office,  
Colombo, May 19, 1904.

EVERARD IM THURN,  
Colonial Secretary.

IN compliance with the provisions of "The Trade Marks Ordinances, 1888 and 1890," and the Regulations made on March 28, 1889, notice is hereby given that Messrs. Julius & Creasy of Colombo have applied on behalf of the Southwark Manufacturing Company, Limited, of 28, Southwark Bridge road, London, S.E., who claim to be the proprietors thereof, for the registration of the following Trade Marks for (a) Cotton Belting for driving Machinery, (b) Composite Belting for driving Machinery, in which cotton is the predominating material, in Class 25 in the Classification of Goods in the above-mentioned Regulations.



(b)

**MARS**

Colonial Secretary's Office,  
Colombo, May 26, 1904.

EVERARD IM THURN,  
Colonial Secretary.

## ROAD COMMITTEE NOTICES.

## Pupuressa 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 Pooprassie factory on Friday, June 17, 1904, at 9.30 A.M., to consider and report to the Provincial Committee with regard to—

- (1) The acreage of the land belonging to each estate ;
- (2) The sections used by each estate ;
- (3) The names of the proprietors, resident managers or superintendents, and of the agents of each estate—

for an assessment on the private contribution on the maintenance estimate for 1904 amounting to Rs. 6,468, and to transact such other business as may come before it.

This meeting will be followed by a general meeting of the proprietors or resident managers of the estates interested in the above road to elect a Local Committee to serve for two years commencing from June 19, 1904.

ALEX. WARDROP,  
Chairman, Local Committee.  
New Forest,  
Deltota, May 18, 1904.

## Gampola-Dolosbage Road.

NOTICE is hereby given that in terms of section 11 of the Estates Roads Ordinance, No. 12 of 1902, a general meeting of the proprietors or resident managers of the estates interested in the construction of the Gampola-Dolosbage road, for which a vote of Rs. 1,750 has been passed by the Legislative Council, will be held at Somerset factory on Saturday, June 4, 1904, at 8.30 A.M., for the purpose of electing a Local Committee to perform the duties imposed upon the said Committee by the Ordinance.

Notice is also given that the Local Committee will, as soon as elected, in terms of section 18 of the Ordinance, after receiving objections, if any, and taking evidence, if necessary, determine and make report to the Provincial Committee on—

- (1) The sections into which the road is to be divided for construction assessments ;
- (2) The sections into which the road is to be divided for upkeep assessments ;
- (3) The estates which, in their opinion, are interested in and will use each section of the road or of any part thereof ;
- (4) The acreage or reputed acreage of the land belonging to each estate ;
- (5) The names of the proprietors, resident managers, or superintendents, and of the agents.

The general meeting for the election of the Local Committee must consist of such number of proprietors or resident managers within the district as shall represent not less than one-third of the acreage.

H. WACE,  
Chairman, Provincial Road Committee.  
Provincial Road Committee's Office,  
Kandy, May 24, 1904.

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 1903, 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 said road, as follows :—

KNUCKLES ROAD (MADULKELE TO BAMBARA-ELA).

## Maintenance.

Government moiety	...	Rs. 1,900
Private contributions	...	Rs. 1,900

1st and 2nd section, 1½ mile.

Total acreage, 8,944—Moiety of cost, Rs. 367.75—  
Sectional rate, '0411c.—Total rate, '0411c.

Proprietors or Agents.	Estates.	Acreage.	Amount.
			Rs. c.
J. & C. S. Sealy ...	Arratenna ...	600 ...	24 69
J. B. Adkins ...	Warakalanda ...	185 ...	7 63
V. Cathegesupulley	John's Hill ...	71 ...	2 94

1st to 3rd section, 2½ miles.

Total acreage, 8,088—Moiety of cost, Rs. 245.16—  
Sectional rate, '0303c.—Total rate, '0714c.

C. E. & A. C.			
Bonner ...	Baddegama ...	462 ...	33 2

1st to 4th section, 3½ miles.

Total acreage, 7,626—Moiety of cost, Rs. 245.16—  
Sectional rate, '0321c.—Total rate, '1035c.

J. C. de Silva ...	Hoolagangawatta	60 ...	6 25
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1st to 5th section, 4½ miles.

Total acreage, 7,566—Moiety of cost, Rs. 245.16—  
Sectional rate '0324c.—Total rate, '1359c.—

Finlay, Muir & Co.	Mahousa ...	614 ...	83 48
J. L. Dewar ...	Allacolla and Overdale ...	648 ...	88 10
E. G. Reeves ...	Rainatenna ...	456 ...	62 91

1st to 7th section, 6½ miles.

Total acreage, 5,848—Moiety of cost, Rs. 490.32—  
Sectional rate, '0838c.—Total rate, '2197c.

M. A. P. L. Peria-			
nen Chetty ...	Galgodawatta ...	22 ...	4 87
G. Punchihamine	Wawakanattawatta	22 ...	4 87
Mackwood & Co.	Hagalla ...	159 ...	34 97
Do.	Maddakele ...	493 ...	108 35
Marie Cangany ...	Marie's Land and Florence ...	387 ...	85 6
C. J. Owen ...	Goomera and New Goomera ...	844 ...	185 46
C. J. Pattenson ...	New Tunisgalla ...	211 ...	46 39
J. H. Brown ...	Old Tunisgalla ...	376 ...	82 64
Pana Sithamparam	Cangany Moha-		
	madu Mydeen's Land ...	40 ...	8 82

1st to 8th section, 7 miles.

Total acreage, 3,294—Moiety of cost, Rs. 122.58—  
Sectional rate, '0372c.—Total rate, '2569c.

J. P. Hortin ...	Middleton ...	115 ...	29 58
Do.	Lebanon ...	674 ...	173 19
Do.	Leangalla ...	225 ...	57 84
Do.	Fettes ...	84 ...	21 61

1st to 9th section, 7¾ miles.

Total acreage, 2,196—Moiety of cost, Rs. 183.87—  
Sectional rate, '0837c.—Total rate, '3406c.

A. D. Donald ...	Ballagalla ...	402 ...	136 97
Galaha Ceylon Tea Estates and Agency Company, Limited ...	Katoooloya ...	584 ...	198 96
Do.	Gangamulla ...	263 ...	89 62
A. D. Donald ...	Bambraella ...	306 ...	104 27
Do.	Moragahagalla ...	416 ...	141 73
Do.	Dawatakele ...	225 ...	76 68

1,900 0

Which sums the proprietors, managers, or agents of the several estates are hereby required to pay on or before June 15, 1904, into the Colonial Treasury, Colombo.

H. WACE,  
Provincial Road Committee's Office, Chairman,  
Kandy, May 26, 1904.

## UNOFFICIAL ANNOUNCEMENTS.

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

1. THE name of the Company is "THE KALUTARA RUBBER COMPANY OF CEYLON, LIMITED."
2. The registered office of the Company is to be established in Ceylon.
3. The objects for which the Company is established are—
  - (a) To purchase or otherwise acquire the Yatadola estate and premises situated in the District of Kalutara.
  - (b) To purchase or lease or otherwise acquire any other estate or estates, land or lands, machinery, implements, tools, live and dead stock, stores, effects, and other property, real or personal, movable or immovable, of any kind.
  - (c) To improve, plant, clear, cultivate, and develop the said Yatadola estate, and any other estates or lands that may be purchased, leased or otherwise acquired as rubber estates or with any other products or in any other ways, and to let, lease, and exchange or mortgage the same or any part thereof whether in consideration of money or securities for money, or shares, debentures, or securities in any other Company, or for any other consideration or otherwise to trade in, dispose of, or deal with the same or any part thereof.
  - (d) To purchase rubber and (or) other raw products for manufacture, manipulation, or sale.
  - (e) To manufacture rubber and (or) other raw products.
  - (f) To carry on the business of manufacturers, growers, planters, and exporters of rubber and other products in all their branches on behalf of the Company, or as agents for others, and on commission or otherwise.
  - (g) To plant, grow and produce, buy, sell, trade, and deal in rubber and other plants, trees, and natural products of any kind or any of them.
  - (h) To borrow or receive on loan money for the above purposes or any of them, and for repayment of all or any of the money so borrowed, and the security thereof upon mortgage, debenture bonds, bills, bonds for cash credit, interest warrants, letters of credit, trust deeds or other deeds of security, promissory notes, bills of lading, or other negotiable instruments over all or any of the Company's property or assets, movable or immovable, real or personal, or on security of the subscribed capital of the Company called or not called or otherwise.
  - (i) To establish in any part or parts of the world agencies for carrying on or developing the business of the Company or any part thereof.
  - (j) To acquire by purchase in money or in shares or 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.
  - (k) To unite, co-operate, amalgamate, or enter into partnership or any arrangements for sharing profits or 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 any of them, 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.
  - (l) To do all such other acts or things as are incidental or conducive to the attainment of the above objects or any of them.
4. The liability of the Shareholders is limited.
5. The nominal capital of the Company is Rupees Two hundred and Fifty thousand (Rs. 250,000), divided into Two thousand five hundred (2,500) shares of Rupees One hundred (Rs. 100) each, with power to increase the capital.

In case the Company shall increase its capital by the issue of new shares, such shares may be issued upon the terms specified in the Articles of Association for the time being of the Company.

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

Names and Addresses of Subscribers.	Number of Shares taken by each Subscriber.
F. L. CLEMENTS, Colombo ... ..	One
T. B. CAMPBELL, Colombo ... ..	One
J. A. MCGILLIVRAY, Colombo ... ..	One
D. R. MARSHALL, Colombo ... ..	One
GORDON FRASER, Colombo ... ..	One
A. ELIOT, Colombo ... ..	One
F. JAS. HAWKES, Colombo ... ..	One

Witness to the above signatures :

JNO. JAMES DE FRY, Notary Public, Colombo.

**ARTICLES OF ASSOCIATION OF THE KALUTARA RUBBER COMPANY OF CEYLON,  
LIMITED.**

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

2. The Company shall forthwith after its incorporation purchase all that and those the estate and premises called Yatadola, situated in the District of Kalutara, for the sum of Rupees Seventy thousand (Rs. 70,000), the vendor paying all expenditure on the estate.

**SHARES.**

3. 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.

4. The Directors may from time to time make such calls upon the Shareholders in respect of all moneys unpaid on their shares as the Directors may think fit, and each Shareholder shall be liable to pay the amount of calls so made to the persons and at the time and place appointed by the Directors. A call shall be deemed to have been made at the time when the resolution of the Directors authorizing such call was passed.

5. If before or on the day appointed for payment any Shareholder does not pay the amount of any call to which he is liable, then such Shareholder shall be liable to pay interest for the same at the rate of 9 per cent. per annum from the day appointed for the payment thereof to the time of actual payment.

6. The Directors may, if they think fit, receive from any of the Shareholders willing to advance the same all or any part of the moneys due upon their respective shares beyond the sums actually called up, and upon the moneys so paid in advance or so much thereof as from time to time exceeds the amount of the calls then made upon the shares in respect of which such advance has been made, the Company shall pay interest at such rate as the Shareholders paying such sum in advance and the Directors agree upon. 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 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.

7. If several persons are joint holders of any shares, any one of such persons may give effectual receipts for the dividend payable in respect of such shares.

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

9. If such certificate is used up, worn out, or lost, it may be renewed on payment of Fifty cents (Re. 0.50).

**TRANSFER OF SHARES.**

10. The Company may decline to register any transfer of shares made by a Shareholder who is indebted to them.

11. The fee payable to the Company for the registration of a transfer shall be Rupees Two and cents Fifty (Rs. 2.50).

12. The register of transfers shall be closed during the fourteen days immediately preceding every Ordinary General Meeting of the Company, and at such other times (if any) and for such period as the Directors may from time to time determine. Provided, however, that it shall not be closed for more than thirty days in any year.

13. Subject to the restriction of these Articles, any Shareholder may transfer all or any of his shares by instrument in writing. The Directors may decline to register any transfer whatever, and shall not be required to assign any reason for so declining.

**TRANSMISSION OF SHARES.**

14. The executors or administrators or heirs of a deceased Shareholder shall be the only persons recognized by the Company as leaving any title to his share.

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

16. Any person who has become entitled to a share in any way other than by transfer may, instead of being registered himself, elect to have some person to be named by him registered as a holder of such share.

17. The person so becoming entitled shall testify such election by executing to his nominee a transfer of such share.

18. The instrument of transfer shall be presented to the Company accompanied with such evidence as the Directors may require to prove the title of the transferor, and thereupon the Company shall register the transferee as a Shareholder. Provided always that the Directors shall have the right at all times to decline to register such person as aforesaid, and shall not be required to assign any reason for so declining.

## FORFEITURE OF SHARES.

19. If any Shareholder fails to pay any call on the appointed day, the Company may, at any time thereafter, during such time as the call remains unpaid, serve a notice on him, requiring him to pay such call, together with any interest that may have accrued, by reason of such non-payment.

20. The notice shall name a further day, and a place or places (being a place or places at which calls of the Company are usually made payable) on and at which such call is to be paid. It shall also state that in the event of non-payment at the time and place appointed, the shares in respect of which such call was made will be liable to be forfeited.

21. If the requisitions of any such notice as aforesaid are not complied with, any share in respect of which such notice has been given may be forfeited by a resolution of the Directors to that effect.

22. Any share so forfeited shall be deemed to be the property of the Company, and may be disposed of in such manner as the Directors think fit.

23. Any Shareholder whose shares have been forfeited shall, notwithstanding, be liable to pay to the Company all calls owing upon such shares at the time of the forfeiture.

## INCREASE OF CAPITAL.

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

25. Any capital raised by the creation of new shares shall be considered as part of the original capital, and shall be subject to the same provisions in all respects, whether with reference to the payment of calls or the forfeiture of shares on non-payment of calls or otherwise, as if it had been part of the original capital.

## BORROWING.

26. The Directors shall have power from time to time, at their discretion, to borrow money for the purpose of the Company, to such extent, in such manner, and upon such terms and condition as they may think fit, and for such purpose to grant bonds, promissory notes, bills, debentures, interest warrants, bonds for cash credit, trust deeds, or other documents, to issue letters of credit, and to grant mortgages or other deeds or instruments of security over all or any of the Company's lands, property, estate, and assets.

## GENERAL MEETING.

27. 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.

28. Subsequent General Meetings may be held at such time and place as may be prescribed by the Company in General Meeting, and if not so prescribed, then at such place and at such time as soon after twelve months.

29. The above-named General Meetings shall be called Ordinary Meetings; and other General Meetings shall be called Extraordinary.

30. The Directors may whenever they think fit, and they shall upon a requisition made in writing by not less than one-fifth in number of the Shareholders of the Company for the time being, convene an Extraordinary General Meeting.

31. Any requisition so made by the Shareholder or Shareholders shall express the object of the meeting proposed to be called, and shall be left at the registered office of the Company.

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

33. Seven days' notice at least, specifying the place and hour of meeting and the purpose for which any meeting is to be held, shall be given by advertisement in the *Ceylon Government Gazette* or in such other manner (if any) as may be prescribed by the Company.

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

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

36. In order to constitute a meeting, whether Ordinary or Extraordinary, there shall be present either personally or by proxy three or more Shareholders, and no business shall be transacted at any General Meeting unless the requisite quorum be present at the commencement of the business.

37. If within one hour from the time appointed for the meeting the required number of Shareholders is not present, the meeting, if convened upon the requisition of a Shareholder or Shareholders, shall be dissolved. In any other case it shall stand adjourned to the same day in the next week at the said time and place, and if at such adjourned meeting the required number of Shareholders is not present, those members who are present shall be a quorum, and may transact the business for which the meeting was called.

38. The Chairman (if any) of the Board of Directors shall preside as Chairman at every meeting of the Company.

39. If there be no such Chairman, or if at any meeting he is not present at the time of holding the same, the Shareholders present shall choose one of their number to be the Chairman of such meeting.

40. 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.

41. At any General Meeting, unless a poll is demanded by at least two Shareholders, a declaration by the Chairman that a resolution has been carried, and an entry to that effect in the book of proceedings of the Company shall be sufficient evidence of the fact, without proof of the number or proportion of the votes recorded in favour of or against such resolution.

42. If a poll is demanded in manner aforesaid, the same shall be taken in such manner as the Chairman directs, and the result of such poll shall be deemed to be the resolution of the Company in General Meeting.

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

44. Every Shareholder shall have one vote for every share held by him.

45. If any Shareholder is a lunatic or idiot or prodigal he may vote by his curator, and if any Shareholder is a minor he may vote by his guardian or any of his guardians if more than one.

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

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

48. Votes may be given either personally or by proxies. A proxy shall be appointed in writing under the hand of the appointor or, if such appointor is a corporation, under their Common Seal.

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

#### DIRECTORS.

50. The qualification of a Director shall be holding not less than ten shares of the Company upon which all calls for the time being shall have been paid.

51. The number of Directors shall not be less than three 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.

52. The first Directors shall be Messrs. C. M. Buckworth, F. L. Clements, and T. B. Campbell; they shall hold office, except in the event of their becoming respectively disqualified, until the First Ordinary General Meeting of the Company to be held in the year. The first named will join the Board after allotment.

53. As a remuneration for their services the Directors shall be paid out of the funds of the Company such sums as the Company in General Meeting shall from time to time determine, and such remuneration shall be divided between them in such manner as they may determine.

54. One of the Directors may be appointed by the Board to act as Managing Director and (or) Visiting Agent of the Company for such time and on such terms as the Board may determine or fix by agreement with the person appointed to the office.

#### POWERS OF DIRECTORS.

55. The Directors shall have power to carry into effect the purchase of the said Yatadola estate and the lease and (or) purchase of any other estates or lands upon such terms and conditions as they may think fit in the interests of the Company.

56. The business of the Company shall be managed by the Directors either by themselves or with the assistance of a secretary or secretaries, agent or agents to be appointed by them for such period and of such terms as the Directors shall think fit, 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 registration of the Company, the purchase of the said estates and lands, and the cultivation thereof, and otherwise in or about the working and business of the Company; and the Directors may proceed to carry on the business of the Company and to employ and apply its capital as soon after the registration of the Company as they in their discretion shall think fit, and notwithstanding that the whole of the shares shall not have been subscribed or applied for or allotted, and they shall do so as soon as in the judgment of the Directors at the time a sufficient number of the shares have been subscribed to render it desirable for them to do so.

57. The Directors shall have power to make and may make rules or regulations for the management of the property of the Company, and for that purpose may appoint managers, agents, superintendents, officers, clerks, and servants with such remuneration and at such salaries 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, superintendents, clerks, or servants for such reasons as they may think proper and advisable and without assigning any cause.

58. The Directors shall also 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 shall appoint to draw, accept, make, endorse, sign, and enter into cheques, bills of exchange, promissory notes, bonds, mortgages, proxies to any proctor or proctors, contracts, or agreements on behalf and for the purpose of the Company.

59. The Seal of the Company shall not be affixed to any instrument except in the presence of two or more of the Directors, who shall attest the sealing thereof.

60. 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.

61. 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 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 by or against the Company.
- (b) To refer any claims or demands by or against the Company to arbitration and observe and perform the awards.
- (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, inspector, or any similar office.
- (e) To invest any of the moneys of the Company which the Directors may consider not to be immediately required for the purposes thereof upon such securities and in such manner as they may think fit, and so that they shall not be restricted to such securities as are permissible to trustees without special power, and from time to time to vary or release such investments.
- (f) To delegate to any one or more of the Directors of the Company for the time being, or any other person or Company for the time being residing or carrying on business in Ceylon or elsewhere, all or any of the powers or functions given to or exercisable by the Directors, and to confer such powers for such time, and to be exercised for such objects and purposes, and upon such terms and conditions, and with such restrictions as the Directors may think expedient, and to confer such powers either collaterally with or to the exclusion of and in 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.

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

#### DISQUALIFICATION OF DIRECTORS.

63. The office of Director shall be vacated—

- (1) If he ceases to hold the due qualification in shares.
- (2) If he becomes of unsound mind or bankrupt, or take proceedings under the Bankruptcy Law for liquidation of his affairs by arrangement of or composition with his creditors.

64. No contract, arrangement, or transaction entered into by or on behalf of the Company with any Director or with any Company or co-partnership of which a Director is a partner, or of which he is a Director, Managing Director, or Manager, shall be void or voidable, nor shall such Director be liable to account to the Company for any profit realized by such contract, arrangement or transaction by reason only of such Director holding that office or of the fiduciary relations thereby established, provided that the fact of his interest or connection therewith be fully disclosed to the Company or its Directors, but no Director shall vote in respect of any contract, arrangement, or transaction in which he is directly or indirectly interested.

#### ROTATION OF DIRECTORS.

65. At the first Ordinary Meeting of the Company to be held in the year One thousand Nine hundred and Five all the Directors shall retire, and at the first Ordinary Meeting in every subsequent year one-third of the Directors for the time being or the number next below one-third shall retire from office.

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

67. A retiring Director if qualified shall be re-eligible. The Company at the General Meeting shall fill up the offices vacated by the retiring Directors by electing a like number of persons.

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

69. The Company may from time to time by special resolution in General Meeting increase or reduce the number of Directors and may also determine in what rotation they are to go out of office.

70. Any casual vacancy in the Board of Directors 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.

#### PROCEEDINGS OF DIRECTORS.

71. The Directors may meet together for the despatch of business, adjourn and otherwise regulate their meetings as they think fit and determine the quorum necessary for the transaction of business. Questions arising at any meeting shall be decided by a majority of votes. In case of an equality of votes the Chairman, in addition to his original vote, shall have a casting vote. A Director may at any time summon a meeting of the Directors.



72. The Directors may elect a Chairman of their meetings and determine the period for which he is to hold office, but if no such Chairman is elected, or if at any meeting the Chairman is not present at the time appointed for holding the same, the Directors present shall choose some one of their number to be the Chairman of such meeting.

73. All acts done by any meeting of the Directors or by any person acting as a Director shall, notwithstanding that it be afterwards discovered that there was some defect in the appointment of any such Director or person acting as aforesaid on that day or that they or any of them were disqualified, be as valid as if every such person had been duly appointed and was qualified to be a Director.

74. The Directors shall cause minutes to be made in a book or books provided for and used solely for that purpose.

- (1) Of all appointments of officers made by the Directors ;
- (2) Of the names of Directors present at each meeting of Directors ;
- (3) Of all orders made by the Directors ; and
- (4) Of all resolutions and proceedings of meetings of the Company and of the Directors.

75. And any such minute as aforesaid, if signed by any person purporting to be the Chairman of any meeting of Directors, shall be receivable in evidence without any further proof.]

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

#### DIVIDENDS.

77. The Directors may, with the sanction of the Company in General Meeting, declare a yearly dividend to be paid to the Shareholders in proportion to their shares and the amount paid up thereon ; and they may at their discretion and without such sanction from time to time pay to the Members, on account of the next forthcoming dividend, such interim dividend as in their judgment the position of the Company justifies.

78. No dividends shall be payable except out of the profits arising from the business of the Company and with the sanction of the Directors.

79. The Directors may before recommending any dividend set aside out of the profits of the Company such sum as they think proper as a reserve fund to meet contingencies or for equalizing dividends, or for repairing, improving, or maintaining any of the property of the Company or any part thereof, or for such other purposes as the Directors shall in their absolute discretion think conducive to the interests of the Company, and the Directors may invest the sum or sums so set apart upon such securities or investments as they think fit.

80. When any Shareholder is indebted to the Company for calls or otherwise, all dividends payable to him or a sufficient part thereof may be applied by the Board in or towards satisfaction of the debt.

81. Notice of any dividend that may have been declared shall be given to each Shareholder or sent by post or otherwise to his registered place of abode, and all dividends unclaimed for three years after having been declared may be forfeited by the Directors for the credit of the Company's profit and loss account, but the Board may remit the forfeiture whenever they may think proper.

82. No dividend shall bear interest as against the Company.

#### ACCOUNTS.

83. Once at the least in every year the Directors shall lay before the Company in General Meeting a statement of the income and expenditure of the last year made up to a date not more than three months before such meeting.

84. The statement so made shall show, arranged under the most convenient heads, the amount of gross income and the amount of gross 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 cases 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 additions of the reasons why only a portion of such expenditure is charged against the income of the year.

85. A balance sheet shall be made out in every year and laid before the General Meeting of the Company, and such balance sheet shall contain a summary of the property and liabilities of the Company arranged under the heads appearing in the form annexed to the table referred to in the Schedule C to "The Joint Stock Companies' Ordinance, 1861," or as near thereto as circumstances admit.

86. A written or printed copy of such balance sheet shall be delivered at or sent by post to the registered address of every Shareholder.

#### AUDIT.

87. The first Auditor or Auditors of the Company shall be appointed by the Directors and shall hold office until the Second General Meeting, and afterwards the Auditor or Auditors shall be from time to time appointed by the Company in General Meeting.

88. The accounts of the Company for each year shall be examined, and the correctness of the balance sheet and profit and loss account ascertained by one or more Auditors to be elected by the Company in General Meeting.

89. If not more than one Auditor is appointed, all the provisions herein contained relating to Auditors shall apply to him.

90. The Auditors need not, but may, be Shareholders in the Company. No person is eligible as an Auditor who is interested otherwise than as a Shareholder in any transaction of the Company, and no Director or other officer of the Company is eligible during his continuance in office.

91. The remuneration of the Auditor or Auditors shall be fixed by the Company at the time of their election, save that in case of the first Auditor or Auditors it shall be fixed by the Directors.

92. Any Auditor shall be re-eligible for election on his quitting office.

93. If any casual vacancy occurs in the office of Auditor, the Directors may appoint another Auditor, who shall hold office until the next Ordinary General Meeting.

94. If no election of Auditors is made in manner aforesaid, the Directors may appoint an Auditor or Auditors for the year then current and fix the remuneration to be paid to him or them by the Company for his or their services.

95. Every Auditor shall have access to all books of account kept by the Company, and shall be supplied with a copy of the balance sheet, and it shall be his duty to examine the same with the accounts and vouchers relating thereto.

96. The Auditors may make a report to the Shareholders upon the balance sheet and accounts, and in every such report they shall state whether in their opinion the balance sheet is a full and fair balance sheet containing the particulars required by these regulations, and properly drawn up so as to exhibit a true and correct view of the state of the Company's affairs, and such report shall be read together with a report of the Directors at the Ordinary Meeting.

#### NOTICES.

97. Notices by the Company may be authenticated by the signature (printed or written) of the Secretary or other person appointed by the Directors to do so.

98. 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.

99. Notices requiring to be served by the Company upon the Shareholders may be served either personally or by leaving the same or sending them through the post in a letter addressed to the Shareholders at their registered places of abode, and any notices so served shall be deemed to be well served for all purposes, notwithstanding that the Shareholder to whom such notice is addressed may be dead, unless and until his executors or administrators shall have given notice to the Managing Director or Secretary of the Company of some address in Ceylon.

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

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

102. Every Shareholder residing out of Ceylon shall name an address in Ceylon at which all notice shall be served upon him, and all notices served at such address shall be deemed to be well served. If he shall have not named such an address, he shall be not entitled to any notices.

F. L. CLEMENTS.  
T. B. CAMPBELL.  
J. A. MCGILLIVRAY.  
D. R. MARSHAL.  
GORDON FRAZER.  
A. ELIOT.  
F. JAS. HAWKES.

Dated this 14th day of May, 1904.

#### The Glenanore Tea Company, Limited.

NOTICE is hereby given that the Second Annual General Meeting of Shareholders will be held at the registered office of the Company, No. 14, Queen street, Colombo, on Saturday, the 11th June, 1904, at noon.

##### *Business.*

To receive the report of the Directors and accounts of the working for 1903.

To elect a Director.

To appoint an Auditor.

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

By order of the Directors,  
GEORGE STEUART & Co.,  
Agents and Secretaries.

Colombo, June 1, 1904.

#### The Native Traders' Union, Limited.

NOTICE is hereby given that the Ordinary General Meeting of the Shareholders will be held within the registered office of the Company, Divulapitiya, at 1 P.M. on Tuesday, 31st May, 1904.

##### *Business.*

To receive the report of the Directors and accounts to 30th April, 1904.

To appoint an Auditor and transact any other business that may be duly brought before the meeting.

By order of the Directors,  
N. H. JINADASA,  
Secretary.

Divulapitiya,  
Veyangoda, May 12, 1904.

I WEERASINHA MUDIYANSELAGE KIRI-WANTE of Nildandahinna in Walapane, do hereby give notice that it is my intention to apply to His Excellency the Governor to be admitted and enrolled a Sinhalese Notary Public for the District of Kandy, Central Province, in terms of section 7 of the Ordinance No. 2 of 1877.

W. M. KIRIWANTE.

May 19, 1904.

වපනේ නිල්දණ්ඩාකීන්ගේ පදිංචි විරසින්හ මුද්දන්සේලාගේ කිරිවන්තේ වන මම වසී 1877කේ 2 වෙනි ආඥපණතේ 7 වෙනි වගන්තියේ ප්‍රකාර මව්වම දිසාවේ මහනුවර දිස්ත්‍රික්කයේ සිංහල නොහාරිස් කෙනෙක් මෙන් පත්කරණ පිණිස ලබනුයේ වෛ උතුමානන්වහන්සේගෙන්

ඉල්ලීමකරණව අදහස්කරගණ සිව්න බව මෙයින් දන්වමි.

බඩලිවි. ඇම. කිරිවන්තේ.

වසී 1904ක්වූ මැයි මස 19 වෙනි දින දිස.

1877 ම් ඉන්ද්‍ර 2 ම් නම්පර් කද්දනායින් 7 ම් පිච්චිල් කාණ්ඩපදි. වග්ද්දනායින් තිල්තණ්ඩාකීන්ගේ මුරුක්රුම් වීරසින්හ මුද්දන්සේලාගේ කිරිවන්තේ ගණ්ඩිත නාණ් කණ්ඩ ඉ. ඉ. කිරිවන්තේ සිංහල නොහාරිසාක ඉර්පට් නම්පදි. මුලස්කෙ තේසාතිපතිවරුන්ගේ කෙට්ක ඉණ්ණාන්කොණ්ඩරුප්පතේ මුත්තාල් අභිවික්තිරේගේ.

උප්භිච්. ඉ. කිරිවන්තේ.

1904 ම් මැයි මස 19 දි.