



Ceylon Government Gazette

Published by Authority.

No. 5,831—FRIDAY, JANUARY 31, 1902.

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

PART III.—Provincial Administration.
PART IV.—Marine and Mercantile.
PART V.—Municipal and Local.

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

Part V.—Municipal, Local, and Miscellaneous.

	PAGE		PAGE
Proceedings of Municipal Councils	... 108	Notices affecting Small Towns	... —
Local Board Notices	... 113	Notices affecting Village Communities (Gansabhawa)	... —
Road Committee Notices	... 109	Unofficial Announcements	... 79

UNOFFICIAL ANNOUNCEMENTS.

MEMORANDUM OF ASSOCIATION OF THE GLENANORE TEA COMPANY, LIMITED.

1. The name of the Company is "THE GLENANORE TEA COMPANY, LIMITED."
2. The registered office of the Company is to be established in Haputale, Ceylon.
3. The objects for which the Company is established are—
 - (1) To purchase or otherwise acquire the Glenanore estate in the Island of Ceylon, subject to a mortgage to Messrs. M. P. Evans & Co., for securing £2,000 and interest and a mortgage to J. T. Hudson, Esq., for securing £1,000 and interest.
 - (2) To take an assignment of the lease dated June 29, 1899, of Upper Blackwood estate for the remainder of a term of five years from the 1st day of July, 1899, from R. P. Hudson, T. Hudson, and J. T. Hudson at the rent of Rs. 800 per annum, and subject to the terms in the said lease stated with option of purchase and option of renewal of lease for another term of five years.
 - (3) To purchase, lease, take in exchange, hire, or otherwise acquire any other land or lands, or any share or shares thereof, and any buildings, mines, minerals, mining and mineral properties and rights, machinery, implements, tools, live and dead

stock, stores, effects, and other property, real or personal, movable or immovable of any kind, and any rights, easements, patents, licenses, or privileges in Ceylon or elsewhere (including the benefit of any trademark or trade secret which may be thought necessary or convenient for the purpose of the Company's business), and to erect, construct, maintain, or alter any buildings, machinery, plant, roads, ways, or other works or methods of communication.

- (4) To engage, employ, maintain, provide for, and dismiss superintendents, 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.
- (5) To clear, open, plant, cultivate, and improve the said estate or any portions thereof, and any other land or lands that may be purchased, leased, or otherwise acquired by the Company in Ceylon or elsewhere, or portions thereof as a tea estate or tea estates, or with any other products, trees, plants, or crops that may be approved by the Company.

To otherwise improve and develop the same.

- (6) To prepare, manufacture, treat, and make marketable plumbago, minerals, tea, and (or) other crops or produce, and to sell, ship, and dispose of such plumbago, minerals, tea, crops, and produce, either raw or manufactured, at such times and places, and in such manner as shall be deemed expedient.
- (7) To purchase tea leaf and (or) other raw products for manufacture, manipulation, and sale, and to manufacture, manipulate, and sell the same.
- (8) To carry on the business of miners, manufacturers, growers, planters, and exporters of tea and other products in all their branches on behalf of the Company or as agents for others, and on commission or otherwise.
- (9) To establish and carry on a dairy farm, and to buy and sell live stock, and to sell and deal in milk and dairy produce, wholesale or retail.
- (10) To establish and maintain in the United Kingdom, in Ceylon, or elsewhere, stores, shops, places for the sale of tea, coffee, cocoa, and other articles of food, drink, or refreshment, wholesale or retail.
- (11) To establish in any part or parts of the world agencies for carrying on or developing the business of the Company or any branch thereof.
- (12) To let, lease, exchange, or mortgage the Company's lands, buildings, or other property or any part or parts thereof, whether in consideration of rents, money, or securities for money, shares, debentures, or securities in any other Company, or for any other consideration, and otherwise to trade in, dispose of, or deal with the same or any part thereof.
- (13) To borrow or receive on loan money for the purpose of the Company upon the security of cash credit bonds or of hypothecations or mortgages of the Company's property, or any part or parts thereof, or otherwise, as shall be thought most expedient, and in particular by the issue of debentures, debenture stock or bonds to bearer, or otherwise, either charged upon all or any part of the Company's present or future property (including uncalled capital), or not so charged, as shall be thought best.
- (14) 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.
- (15) To draw, make, accept, and endorse bills of exchange, notes, and other negotiable instruments for the purposes of the Company.
- (16) To unite, co-operate, amalgamate, or enter into partnership or any arrangements for sharing profits of union of interests, or any other arrangement with any person or persons, company or companies, 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.
- (17) To amalgamate with any other Company having objects altogether or in part similar to this Company.

- (18) 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 persons, Company or Companies, carrying on any business in Ceylon or elsewhere, which this Company is authorized to carry on, or possessed of property suitable for the purposes of this Company.
- (19) To sell the property, business, or undertaking of the Company or any parts or part thereof for such consideration as the Company shall think fit, and in particular for shares, stocks, debentures, or securities of any other Company.
- (20) To procure the Company to be registered or incorporated in Ceylon, and if and when necessary elsewhere.
- (21) To do all such other 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 One hundred thousand Rupees, divided into Ten hundred shares of One hundred Rupees each, with power to increase or reduce the capital.

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

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

Names and Addresses of Subscribers.	Number of Shares taken by each Subscriber.
R. P. HUDSON, Haputale	One
JOHN T. HUDSON, Dungarvan, Ireland, by his attorney R. P. Hudson	One
E. P. HUDSON, Haputale	One

Witness to the signatures of R. P. Hudson, John T. Hudson, by his attorney R. P. Hudson, and E. P. Hudson, this 14th day of December, 1901 :

W. BARTELS, Colombo, Piano Tuner.

THOMAS HUDSON, Bogawantalawa	One
-------------------------------------	-----

Witness to the signature of Thomas Hudson, this 28th day of December, 1901 :

WILLIAM SEWELL, Engineer, Talawakele.

V. A. JULIUS, Colombo	One
F. LIESCHING, Colombo	One
E. R. WILLIAMS, Colombo	One

Witness to the signatures of V. A. Julius, F. Liesching, and E. R. Williams, this 11th day of January, 1902 :

SYDNEY JULIUS, Colombo, Law Student.

ARTICLES OF ASSOCIATION OF THE GLENANORE TEA COMPANY, LIMITED.

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

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

INTERPRETATION CLAUSE.

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

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

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

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

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

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

"Shareholder" means a Shareholder of the Company.

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

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

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

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

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

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

"Month" means a calendar month.

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

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

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

BUSINESS.

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

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

CAPITAL.

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

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

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

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

SHARES.

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

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

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

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

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

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

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

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

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

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

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

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

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

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

CALLS.

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

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

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

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

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

TRANSFER OF SHARES.

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

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

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

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

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

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

32. In no case shall the Directors be bound to inquire into the validity, legal effect, or genuineness of any instrument 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 transferrer shall have no claim whatsoever upon the Company in respect of the share, except for the dividends previously declared in respect thereof, but only, if at all, upon the transferee.

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

TRANSMISSION OF SHARES.

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

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

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

SURRENDER AND FORFEITURE OF SHARES.

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

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

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

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

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

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

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

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

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

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

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

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

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

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

BORROWING POWERS.

48. The Directors shall have power to procure from time to time, in the usual course of business, such temporary advances on the produce in hand, or in the future to be obtained, from the Company's estates as they may find necessary or expedient for the purpose of defraying the expenses of working the Company's estates, or of erecting, maintaining, improving, or extending buildings, machinery, or plantations, or otherwise. Also from time to time at their discretion to borrow or raise from the Directors or other persons any sum or sums of money for the purposes of the Company, provided that the money so borrowed or raised and owing at any one time shall not, without the sanction of a General Meeting, exceed Ten thousand Rupees (10,000), in addition to the amount borrowed and raised on the mortgages specified in clause 3, sub-section (1), of the Articles of Association of the Company, or of any new mortgages granted to replace the said mortgages or either of them.

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

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

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

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

GENERAL MEETINGS.

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

VOTING AT MEETINGS.

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

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

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

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

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

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

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

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

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

78. No person shall be entitled to hold a proxy who is not a Shareholder of the Company.

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

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

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

The Glenanore Tea Company, Limited.

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

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

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

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

DIRECTORS.

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

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

As a remuneration for their services, the Directors shall be entitled to appropriate a sum not exceeding one thousand rupees annually, to be divided between them in such manner as they may determine, but the Company in General Meeting may at any time alter the amount of such remuneration for the future, and such remuneration shall not be considered as including any remuneration granted for special or extra services hereinafter referred to, nor any extra remuneration to the Managing Directors of the Company.

84. The first Directors shall be Richard Phenias Hudson and Thomas Hudson, who shall hold office till the first Ordinary General Meeting of the Company, when they shall all retire, but shall be eligible for re-election.

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

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

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

ROTATION OF DIRECTORS.

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

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

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

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

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

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

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

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

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

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

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

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

DISQUALIFICATION OF DIRECTORS.

98. The office of the Director shall be vacated—

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

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

POWERS OF DIRECTORS.

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

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

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

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

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

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

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

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

106. It shall be lawful for the Directors, if authorized so to do by the Shareholders in General Meeting, to arrange terms for the amalgamation of the Company with any other company or companies, or individual or individuals, or for the sale or disposal of the business, estates, and effects of

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

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

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

PROCEEDINGS OF DIRECTORS.

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

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

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

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

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

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

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

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

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

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

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

ACCOUNTS.

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

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

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

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

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

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

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

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

AUDIT.

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

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

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

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

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

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

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

DIVIDENDS, BONUS, AND RESERVE FUND.

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

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

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

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

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

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

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

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

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

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

NOTICES.

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

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

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

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

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

148. Every Shareholders residing out of Ceylon shall name and register in the books of the Company an address within Ceylon at which all notices shall be served upon him, and all notices

served at such address shall be deemed to be well served. If he shall not have named and registered such an address, he shall not be entitled to any notices.

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

ARBITRATION.

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

EVIDENCE.

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

PROVISION RELATIVE TO WINDING UP OR DISSOLUTION OF THE COMPANY.

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

In witness whereof the subscribers to the Memorandum of Association have hereto set and subscribed their names at Haputale this 14th day of December, 1901.

R. P. HUDSON.

JOHN T. HUDSON, by his attorney R. P. Hudson

E. P. HUDSON.

Witness : W. BARTELS.

THOMAS HUDSON.

Witness : WILLIAM SEWELL.

V. A. JULIUS.

F. LIESCHING.

E. R. WILLIAMS.

Witness : SYDNEY JULIUS.

MEMORANDUM OF ASSOCIATION OF THE CEYLON ICE AND COLD STORAGE COMPANY, LIMITED.

1. The name of the Company is "The Ceylon Ice and Cold Storage Company, Limited."
2. The registered office of the Company is to be established in Colombo.
3. The objects for which the Company is established are—
 - (a) To carry on the business of importers of live stock, frozen meat, game, and poultry, into, and of exporters of live stock, frozen meat, game, and poultry from, Ceylon, and of supplying live stock, frozen meat, game, and poultry in Ceylon and elsewhere, and of providing there and working and maintaining killing, freezing, and chilling establishments, and generally to buy, sell, import, export, and deal in live stock, frozen meat, game, and poultry, and in merchandise of all kinds.
 - (b) To carry on the business of hotel and restaurant keepers, and of wine and spirit merchants, or any of them, and to import, purchase, sell, and retail wines, spirits, provisions, stores, goods, tobacco, and other articles.

- (c) To carry on business as warehousemen, merchants, ship and insurance brokers, carriers, forwarding agents, proprietors of docks, wharves, jetties, piers, warehouses, and of tug owners, barge owners, sheep farmers, stock owners and breeders, pasturers, graziers, manufacturers of ice, aerated waters, extract of meat, preservers and packers of provisions and fruit of all kinds, brewers, metallurgists, quarry owners, brick-makers, woolwashers, tallow melters, tanners, artificial manure makers, coopers, carpenters, and electrical and mechanical engineers.
- (d) To carry on business as shipowners, and to construct, purchase, take in exchange, charter, or otherwise acquire and hold boats, barges, tugs, lighters, launches, and vessels of any description, whether fitted with freezing apparatus or not so fitted; and purchase, take in exchange, hire, or otherwise acquire and hold vans, omnibuses, carriages, carts, and other vehicles of any description whatsoever, and all live and dead stock, chattels, and effects which the Company may think necessary or convenient for the purpose of the above businesses, or any other business which can or may be conveniently carried on in connection with the above respectively.
- (e) To purchase, lease, or otherwise acquire any landed property in Ceylon, and to develop the resources of and to turn to account the lands, buildings, and rights for the time being of the Company, in such manner as the Company may think fit, and in particular by clearing, draining, fencing, planting, building, improving, farming, grazing, and mining.
- (f) To construct, improve, maintain, work, manage, carry out or control any roadways, tramways, railway branches or sidings, bridges, reservoirs, canals, hydraulic works, gas works, electric works, freezing works, killing works, preserving works, warehouses, water-courses, docks, wharves, jetties, buildings, and other works and conveniences which may be necessary or convenient for the purposes of the Company, or may seem calculated directly or indirectly to advance the Company's interests; and contribute to, subsidize, or otherwise assist or take part in the construction, improvement, maintenance, working, management, carrying out or control thereof.
- (g) To carry on and transact any other businesses or operations, manufacturing, commercial or otherwise, which the Company may think directly or indirectly conducive to any of its objects, or capable of being conveniently carried on in connection therewith.
- (h) To apply for, purchase, or otherwise acquire any patents, *brevets d'invention*, concessions and the like conferring an exclusive or non-exclusive or limited right to use, or any information as to, any invention which may seem capable of being used for any of the purposes of the Company, or the acquisition of which may seem calculated directly or indirectly to benefit this Company, and to use, exercise, develop, grant licenses in respect of, or otherwise turn to account the property, rights, and information so acquired.
- (i) To purchase or otherwise acquire and undertake all or any part of the business, property, and liabilities of any person or company carrying on any business which this Company is authorized to carry on, or possessed of property suitable for the purposes of the Company.
- (j) To enter into any arrangement with any Government or authorities, supreme, local, Municipal, or otherwise, and to obtain from any such Government or authority all rights, concessions, and privileges which may seem conducive to the Company's objects or any of them.
- (k) To enter into partnership or into any arrangement for sharing profits, union of interests, reciprocal concession or co-operation with any person or persons, corporation, or company carrying on or about to carry on or engage in any business or transaction which this Company is authorized to carry on or engage in, or any business or transaction capable of being conducted, so as directly or indirectly to benefit this Company, and to take or otherwise acquire and hold shares or stock in or securities of and to subsidize or otherwise assist any such Company, and to sell hold, re-issue with or without guarantee, or otherwise deal with such shares or securities.
- (l) Generally to purchase, take on lease or in exchange, hire or otherwise acquire any real or personal property, and any rights, privileges, licenses, or easements which the Company may think necessary or convenient with reference to any of these objects, and capable of being profitably dealt with in connection with any of the Company's property or rights for the time being.
- (m) To establish and support or to aid in the establishment and support of associations, institutions, or conveniences calculated to benefit persons employed by the Company or having dealings with the Company, and to subscribe or guarantee money for charitable or benevolent objects, or for any exhibition, or for any public, general, or useful object.

- (n) To sell the undertaking of the Company or any part thereof for such consideration as the Company may think fit, and in particular shares, debentures, or securities of any other company having objects altogether or in part similar to those of this Company.
- (o) To form, constitute, or promote any other company or companies for the purpose of acquiring all or any of the property, rights, and liabilities of this Company, or for any other purpose which may seem directly or indirectly calculated to benefit this Company.
- (p) 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.
- (q) To lend money to such parties and upon such terms as may seem expedient, and in particular to customers of and persons having dealings with the Company, and to guarantee the performance of contracts by members of or persons having dealings with the Company.
- (r) 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.
- (s) To take or otherwise acquire and hold or sell and dispose of stocks, shares, or debentures in any other company having objects within the scope of, or similar and analogous to, any of the objects of this Company.
- (t) To make, accept, endorse, and execute promissory notes, bills of exchange, and other negotiable instruments.
- (u) To remunerate any parties for services rendered or to be rendered in placing or assisting to place any shares in the Company's capital, or any debentures, debenture stock, or other securities of the Company, or in or about the formation or promotion of the Company or the conduct of its business.
- (v) To do all or any of the above things, and either as principals, agents, contractors, or otherwise, and either alone or in conjunction with others, and either by or through agents, sub-contractors, trustees, or otherwise, and generally to carry on any business or effectuate any object of the Company.
- (w) To sell, improve, manage, develop, lease, underlease, exchange, surrender, mortgage, dispose of, turn to account, or otherwise deal with all or any part of the property and rights of the Company.
- (x) To do all such other things as may be necessary, incidental, conducive, or convenient to the attainment of the above objects or any of them.

4. The liability of the members is limited.

5. The nominal capital of the Company is Rs. 1,000,000, divided into 10,000 shares of Rs. 100 each, with power to increase or reduce the capital. In case the Company shall increase its capital by the issue of new shares, such shares may be issued upon the terms specified in the Articles of Association for the time being of the Company.

We, the several persons whose names and addresses are subscribed, are desirous of being formed into a Company in 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. DOUGLAS BROWN, Colombo ...	One
W. SHAKSPEARE, Colombo ...	One
GEORGE J. JAMESON, Colombo ...	One
W. HENRY FIGG, Colombo ...	One
G. H. ALSTON, Colombo ...	One
DAVID SCOTT, Colombo ...	One
F. J. DE SARAM, Jr., Colombo ...	One

Witness to the above signatures :

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

Dated at Colombo, this Twenty-seventh day of January, One thousand Nine hundred and Two.

ARTICLES OF ASSOCIATION OF THE CEYLON ICE AND COLD STORAGE 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, viz. :—

Company.—The word “Company” means “The Ceylon Ice and Cold Storage 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, 1888, and 1893,” and every other Ordinance from time to time in force concerning Joint Stock Companies which may apply to the Company.

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

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

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

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

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

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

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

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

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

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

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

Month.—“Month” means a calendar month.

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

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

Masculine and Feminine Gender.—Words importing the masculine gender only include the feminine, and *vice versâ*.

PRELIMINARY.

5. The Company shall forthwith purchase and acquire as a going concern from 1st January, 1902, the business known as “The Ceylon Ice and Cold Storage Company,” with the goodwill thereof, and all the land, buildings, machinery, plant, vans, carts, and live stock, situated in Kollupitiya, Colombo, for the sum of Rs. 390,000, together with interest at the rate of 6 per cent. per annum from the 1st January, 1902, till date of payment.

6. *Commencement of Business.*—The Company may proceed to carry on business and to employ and apply its capital as soon after the registration of the Company as the Directors in their discretion shall think fit, and notwithstanding that the whole of the shares shall not have been subscribed or applied for, or allotted, they shall do so as soon as in the judgment of the Directors a sufficient number of shares shall have been subscribed or applied for.

7. *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.

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.

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 to 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, and such offer shall be made by notice specifying the number of shares to which the Shareholder is entitled, and limiting a time within which the offer, if not accepted, will be deemed to be declined, and after the expiration of such time, or on the receipt of an intimation from the Shareholder to whom such notice is given that he declines to accept the shares offered, the same shall be disposed of in such manner as the Directors may determine.

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

SHARES.

14. *Control.*—The shares shall be under the control of the Directors, who may allot or otherwise dispose of the same to such persons on such terms and conditions and at such times as the Directors think fit.

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.*—Of the full amount of one hundred rupees per share, twenty-five rupees shall be paid on application, and the balance seventy-five rupees shall be paid on allotment of each share or in such other 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. *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 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.

19. *Survivor of Joint-holder, other than a Firm, only recognized.*—In case of the death of any one or more of the joint-holders of any shares, the survivor or survivors shall be the only person or persons recognized by the Company as having any title to, or interest in, such shares.

20. *Company not bound to recognize any interest in Share other than that of registered Holder or of any Person under Clause 34.*—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 34 to become a Shareholder in respect of any share.

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

22. *How issued.*—Every Shareholder shall be entitled to one certificate for each share. Every certificate shall specify the number of the share in respect of which it is issued.

23. *Renewal of Certificate.*—If any certificate be worn out or lost, it may be renewed or replaced after due advertisement by the owner in the *Gazette* and local papers, and on proof of the fact to the satisfaction of the Directors, and on such indemnity as they shall require being given, and on payment of Rs. 2-50 for every new certificate in addition to the necessary stamp duty.

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

TRANSFER OF SHARES.

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

26. *No transfer to Infant or Person of Unsound Mind.*—No transfer of shares shall be made to an infant or person of unsound mind.

27. *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.

28. *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.

29. *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.

30. *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 rupees two and cents fifty, or such other sum as the Director shall from time to time determine, must be paid; and thereupon the Directors, subject to the powers vested in them by Articles 28, 29, and 31, shall register the transferee as a Shareholder and retain the instrument of transfer.

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

32. *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.

33. *Transfer Books when to be closed.*—The transfer books shall 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 further ten days in any one year.

TRANSMISSION OF SHARES.

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

35. *Registration of Persons entitled to Shares otherwise than by Transfer.*—Any guardian of any infant Shareholder, or any committee of a lunatic Shareholder, or any person becoming entitled to shares in consequence of the death, bankruptcy, 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 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 rupees two and cents fifty; or may, subject to the regulations as to transfers hereinbefore contained, transfer the same to some other person.

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

SHARES (SURRENDER AND FORFEITURE).

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

38. *If Call or Instalment be not paid, notice to be given to Shareholder.*—If any Shareholder fail to pay any call or instalment on or before the day appointed for the payment 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.

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

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

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

39. *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.

40. *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.

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

Forfeiture may be remitted.—The Directors may in their discretion remit or annul the forfeiture of any share within six months from the date thereof upon the payment of all moneys due to the Company from the late holder or holders of such share or shares, and all expenses incurred in relation to such forfeiture, together with such further sum of money by way of redemption money for the deficit, as they shall think fit, not being less than nine per cent. on the amount of the sums wherein default in payment had been made, but no share, *bonâ fide* sold or re-allotted, or otherwise disposed of under Article 39 hereof, shall be redeemable after sale or disposal.

42. *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. And the Directors may decline to register any transfer of shares subject to such charge or lien.

43. *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.

44. *Proceeds how applied.*—The net 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.

45. *Certificate of Sale.*—A certificate in writing under the hands of two of the Directors and of the Secretary or Secretaries, that the power of the sale given by clause 43 has arisen, and is exercisable by the Company under these presents, shall be conclusive evidence for the facts therein stated.

46. *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.

CALLS.

47. *Directors may make Calls.*—The Directors may from time to time make such calls as they think fit upon the holders of registered shares in respect of moneys unpaid thereon, and not by the conditions of allotment made payable at fixed times; and each Shareholder shall pay the amount of every call so made on him to the persons and at the times and places appointed by the Directors, provided that two months' notice at least shall be given to the Shareholder of the time and place appointed for payment of each call. If any Shareholder fail to pay any call due from him on the day appointed for payment thereof, he shall be liable to pay interest for the same at the rate of nine per cent. per annum from the day appointed for the payment thereof to the time of actual payment.

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

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

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

BORROWING POWERS.

49. *Power to Borrow.*—The Directors shall have power from time to time, at their discretion, to borrow any sum or sums of money for the purposes of the Company, at such rate of interest and upon such terms and conditions in all respects as they think fit, but so that the sum or sums so to be borrowed shall not at any one time exceed half the paid up capital of the Company for the time being. But with the sanction of a General Meeting the Directors shall be entitled to borrow any sum or sums in excess of half the paid up capital for the time being of the Company, at such rates of interest and upon such terms 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 bonds, mortgages, debentures, debenture stock bonds or obligations of the Company charged upon all or any part of the undertaking, revenue, property, and rights of the Company (both present and future), including uncalled capital or unpaid calls, or by giving, accepting, or endorsing on behalf of the Company any promissory notes or bills of exchange. Any such securities may be issued either at par or at a premium or discount, and may from time to time be varied or exchanged as the Directors may think fit, and may contain any special privileges as to redemption, surrender, drawings, allotment of shares, or otherwise. 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.

50. *Ordinary General Meeting.*—An Ordinary General Meeting of the Company shall be held at least once a year after the incorporation of the Company, and oftener whenever the Directors shall so determine. The General Meeting shall take place at such time and place as the Directors shall appoint; provided, nevertheless, that a General Meeting of the Company shall be held within one year after the date of the registration of the Company.

51. *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-eighth of the number of Shareholders holding not less than one-eighth of the issued capital, and entitled to vote.

52. *Requisition of Shareholders to state object of Meeting; on receipt of Requisition Directors to call Meeting, and in default Shareholders may do so.*—Any requisition so made shall express the object of the meeting proposed to be called, shall be addressed to the Directors, and shall be sent to the registered office of the Company. Upon the receipt of such requisition the Directors shall forthwith proceed to convene an Extraordinary General Meeting to be held at such time and place as they shall determine. If they do not proceed to convene the same within seven days from the delivery of the requisition, the requisitionists may themselves convene an Extraordinary General Meeting to be held at such place and at such time as the Shareholders convening the meeting may themselves fix.

53. *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, day, hour of meeting, and the objects and business of the meeting, shall be given to the Shareholders entitled to be present at such meeting in manner hereinafter mentioned, but an accidental omission to give such notice to any Shareholder shall not invalidate the proceedings at any General Meeting.

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

55. *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.

56. *Quorum to be present.*—No business shall be transacted at a General Meeting unless there shall be present in person at the commencement of the business five or more Shareholders entitled to vote; provided, however, that the declaration of a dividend recommended by a report of the Directors or election of a Chairman may be decided at a meeting at which at least three Shareholders in person are present.

57. *If 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.

58. *Chairman of Directors or a Director to be Chairman of General Meeting; in case of their absence or refusal a Shareholder may act.*—The Chairman (if any) of the Directors shall be entitled to take the chair at every General Meeting, whether Ordinary or Extraordinary; or if there be no Chairman, or if at any meeting he shall not be present within fifteen minutes after the time appointed for holding such meeting, or if he shall refuse to take the chair, the Shareholders shall choose another Director as Chairman; and if no Directors be present, or if all the Directors present decline to take the chair, then the Shareholders present shall choose one of their number to be Chairman.

59. *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.

60. *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.

61. *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.

62. *Votes.*—At any meeting every resolution shall be decided by the votes of the Shareholders present in person or by proxy, 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 in writing by at least five members present in person and not by proxy 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.

63. *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.

64. *Poll how taken.*—If at any meeting a poll be demanded by notice in writing, signed by five Shareholders present in person and not by proxy 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 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.

65. *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.

66. *Number of Votes to which Shareholder entitled.*—Every Shareholder shall (except as provided for in the Article immediately following) have one vote for every one share held by him up to ten. He shall have an additional vote for every five shares beyond the first ten up to thirty, and an additional vote for every ten shares held by him beyond the first thirty up to one hundred, and an additional vote for every twenty shares beyond the first hundred up to five hundred, and an additional vote for every thirty shares beyond the first five hundred.

When voting on a resolution involving the winding up of the Company, every Shareholder shall have one vote for every share held by him.

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

68. *Voting in Person or by Proxy.*—Votes may be given either personally or by proxy.

69. *Non-shareholder not to be appointed Proxy.*—No person shall be appointed a proxy or attorney who is not a Shareholder of the Company.

70. *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 any General Meeting unless all calls due from him on his shares, or any of them, shall have been paid; and no Shareholder other than the trustee or assignee of a bankrupt or 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.

71. *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 by the common seal of such corporation.

72. *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.

73. *Form of Proxy.*—Any instrument appointing a proxy may be in the following form:—

The Ceylon Ice and Cold Storage 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 _____.

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

75. *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.

76. *Number of Directors.*—The number of Directors shall never be less than three nor more than six.

77. *Their Qualification and Remuneration.*—The qualification of a Director shall be his holding in his own right at least thirty fully paid shares in the Company of Rs. 100 each, and this qualification shall apply as well to the first Directors as to all future Directors. As a remuneration for their services, the Directors shall be entitled to appropriate a sum not exceeding rupees two thousand five hundred (Rs. 2,500) annually, to be divided between them in such manner as they may determine, but the Company in General Meeting may at any time alter the amount of such remuneration for the future; and such remuneration shall not be considered as including any remuneration for special or extra services hereinafter referred to, nor any extra remuneration to the Managing Directors of the Company.

78. *Appointment of First Directors and duration of their Office.*—The first Directors shall be the Hon. William Henry Figg of Colombo, Frederick John de Saram of Colombo, the Hon. Christopher Douglas Brown of Colombo, William Shakspeare of Colombo, and Robert Davidson of Colombo, who shall hold office till the first Ordinary General Meeting, when they shall all retire but shall be eligible for re-election.

79. *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 Managing Director or Managing Directors of the Company 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 Managing Director or Managing Directors, and the Directors may devolve on the Managing Director or Managing Directors all or any duties and powers that might be devolved 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.

80. *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.

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

82. *Duration of Office of Director appointed to Vacancy.*—Any casual vacancy occurring in the number of Directors subsequent to first Ordinary 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.

83. *Two to retire Annually.*—At the second Ordinary General Meeting and at the Ordinary General Meeting in every subsequent year two of the Directors for the time being shall retire from office as provided in clause 84.

84. *Retiring Directors how determined.*—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.

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

86. *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.

87. *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 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.

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

89. *Resignation of Directors.*—A Director may at any time give notice in writing of his intention to resign by delivering such notice to the Secretary or Secretaries, or by leaving the same at the 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.

90. *When Office of Director to be vacated.*—The Office of Director shall be vacated—

- (a) If he accepts or holds any office or place of profit other than Managing Director or Secretary under the Company.
- (b) If he becomes bankrupt or insolvent, or suspends payment, or files a petition for the liquidation of his affairs, or compounds with his creditors.
- (c) If by reason of mental or bodily infirmity he becomes incapable of acting.
- (d) If he ceases to hold the required number of shares to qualify him for the office.
- (e) If he be absent from Ceylon for a period exceeding six months at any one time.

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.

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

92. *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 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 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 respective office, or in relation thereto, unless the same happen through his own wilful act or default.

93. *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.

94. *Powers of Directors.*—The business of the Company shall be managed by the Directors either by themselves or through the Managing Director, or by an agent or agents, secretary or secretaries of the Company, in such manner as the Directors 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 connection with the placing of the shares of the Company.

95. 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, artisans, 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.

96. The Directors shall have power to make and may make such regulations for the management of the business and property of the Company as they may from time to time think proper, and for that purpose may appoint such managers, agents, secretaries, officers, clerks, and 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, officers, clerks, or servants for such reasons as they may think proper and advisable, and without assigning any cause.

97. 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, and sign cheques, bills of exchange and promissory notes, bills of lading, receipts, contracts, and agreements, and other documents on behalf and for the purposes of the Company, also proxy or proxies, appointment or appointments, to any proctor or proctors.

98. The Directors shall also have power to appoint an agent or secretary, or agents or secretaries, and to enter into agreements in connection therewith; also to appoint a proctor or proctors, attorney or attorneys, and whatever other officers they may consider necessary to assist in carrying on the business of the Company, and from time to time to revoke such appointments. They shall from time to time determine as they shall see fit the duties of the agent or secretary or agents or secretaries and of the Managing Director and other officers; and may delegate to him or them 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 such agent or secretary, or agents or secretaries, and Managing Director and other officers. 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 the conditions under which they may be so used; and such limitations and conditions shall be an essential part of the powers so delegated, and compliance therewith shall be a condition precedent to the exercise of these powers. The Directors shall also have the power to bring or defend any action, suit, prosecution, or other legal proceedings in the name of the Company.

99. 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 individual or individuals, or for the sale or disposal of the business, property, estate and effects of the Company, or any part thereof, respectively, to any company or person, upon such terms and in such manner as the Directors shall think fit; and the Directors shall have power to do all such things as may be necessary for carrying such amalgamation, sale, or other disposition into effect, so far as a resolution or special resolution of the Company is not by law necessary for such purpose; and in case any terms so arranged by the Directors include or make necessary the dissolution of the Company, the Company shall thereupon be dissolved.

100. 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.

PROCEEDINGS OF DIRECTORS.

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

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

103. *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.

104. *Questions at Meetings how decided.*—Any question which shall arise at any meeting of the Directors shall be decided by a majority of votes; and in case of an equality of votes the Chairman thereat shall have a casting vote in addition to his vote as a Director.

105. *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.

106. *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 Director or of any member of the Committee, be as valid as if no such vacancy or defect had existed, and as if every person had been duly appointed, provided the same be done before the discovery of the defect.

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

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

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

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

110. *Signature of Minutes of Proceedings and effect thereof.*—All such minutes shall be signed by the person or one of the persons who shall have presided as Chairman at the General Meeting, the Board Meeting, or Committee Meeting at which the business minuted shall have been transacted, or by the person or one of the persons who shall preside as Chairman at the next ensuing General Meeting, or Board Meeting, or Committee Meeting respectively; and all minutes purporting to have been signed by any Chairman of any General Meeting, Board Meeting, or Committee Meeting 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.

111. *When the Business of the Company shall commence.*—The Directors shall be at liberty to carry on the business of the Company as soon as they shall think fit, notwithstanding the whole capital may not have been subscribed for or taken.

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

ACCOUNTS.

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

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

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

116. *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.

117. *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.

118. *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 to the Shareholders in proportion to the amount paid on their shares; but no dividend shall be payable except out of net profits. The

fully paid up shares taken by the vendors in part payment of the purchase money shall rank for dividend upon the full amount of such shares.

119. *Interim Dividend.*—The Directors may, if they think fit, determine on and declare an interim dividend to be paid to the Shareholders on account and in anticipation of the dividend on the then current year.

120. *Reserve Fund.*—Previously to the Directors recommending any dividend, they may set aside, out of the profits of the Company, such a sum as they think proper as a reserve fund, and shall invest the same in such securities as they shall think fit, or place the same in fixed deposit in any bank or banks.

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

122. *Unpaid Interest or Dividend not to bear Interest.*—No unpaid interest or dividend shall ever bear interest against the Company.

123. *No Shareholder to receive Dividend while Debt due to Company.*—No Shareholder shall be entitled to receive payment of any dividend 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.

124. *Directors may deduct Debt from the Dividends.*—The Directors may deduct from the dividend 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.

125. *Notice of Dividend: Forfeiture of Unclaimed Dividend.*—Notice of all interest or dividends to become payable shall be given to each Shareholder entitled thereto; and all interest or dividends 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.

126. *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.

127. *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.

128. *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.

129. *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.

130. *Appointment and Retirement of Auditors.*—The Directors shall appoint the first Auditors of the Company and fix their remuneration; and all future Auditors, except as is hereinafter mentioned, shall be appointed at the first Ordinary General Meeting of the Company in each year by the Shareholders present thereat, and shall hold their office only until the first Ordinary General Meeting after their respective appointment, or until otherwise ordered by a General Meeting.

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

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

133. *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.

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

135. *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.

136. *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.

137. *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 and until his executors or administrators shall have given to the Directors, or to the Agent or Secretary, or Agents or Secretaries of the Company, their own or some other address in Ceylon.

138. *Notice to Joint-holders of Shares other than a Firm.*—All notices directed to be given to Shareholders shall, with respect to any share to which persons are jointly entitled other than a firm, be sufficient if given to any one of such persons; and notice so given shall be sufficient notice to all the holders of such shares.

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

140. *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.

ARBITRATION.

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

EVIDENCE.

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

PROVISION RELATIVE TO WINDING UP OR DISSOLUTION OF THE COMPANY.

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

In witness whereof the Subscribers to the Memorandum of Association have hereto set and subscribed their names at Colombo this 27th day of January, One thousand Nine hundred and Two.

C. DOUGLAS BROWN, Colombo.

W. SHAKSPEARE, Colombo.

GEORGE J. JAMESON, Colombo.

W. HENRY FIGG, Colombo.

G. H. ALSTON, Colombo.

DAVID SCOTT, Colombo.

F. J. DE SARAM, Jr., Colombo.

Witness to the above signatures:

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

The Batticaloa Trading Company, Limited,
in Liquidation.

NOTICE is hereby given that an Extraordinary General Meeting of Shareholders of the above Company will be held at the registered office of the Company, No. 1, Baillie street, Fort, Colombo, at 11.30 A.M. on Saturday, the 22nd February, 1902.

Business.

"To authorize Mr. E. M. Shattock to act as sole Liquidator of the Company during such times as Mr. W. B. Kingsbury may be absent from the Island."

By order of the Liquidators,

LEE, HEDGES & Co.

Colombo, January 29, 1902.

The Ruanwella Tea Company, Limited.

NOTICE is hereby given that the Annual Ordinary General Meeting of the Company will be held at the registered office of the Company, No. 7, Queen street, Fort, Colombo, on Saturday, the 15th day of February, 1902, at 12 noon.

Business.

To receive the report of the Directors and accounts for the past year.

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

By order of the Directors,

WHITTALL & Co.,
Agents and Secretaries.

Colombo, January 30, 1902.

The Kalutara Company, Limited.

NOTICE is hereby given that the Annual Ordinary General Meeting of the Company will be held at the registered office of the Company, No. 7, Queen street, Fort, Colombo, on Saturday, the 15th day of February, 1902, at 11.30 A.M.

Business.

To receive the report of the Directors and accounts for the past year.

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

By order of the Directors,

WHITTALL & Co.,
Agents and Secretaries.

Colombo, January 30, 1902.

The High Forests Estates Company, Limited.

NOTICE is hereby given that the Annual Ordinary General Meeting of the Company will be held at the registered office of the Company, No. 7, Queen street, Fort, Colombo, on Saturday, the 15th day of February, 1902, at 11 A.M.

Business.

To receive the report of the Directors and accounts for the past year.

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

By order of the Directors,

WHITTALL & Co.,
Agents and Secretaries.

Colombo, January 30, 1902.

Gangawatta Estates Company of Ceylon, Limited.

NOTICE is hereby given that the Fifth Ordinary General Meeting of Shareholders will be held at noon on Saturday, the 15th February, 1902, at the registered office of the Company, No. 14, Queen street, Colombo.

Business.

To receive the report of the Directors and statement of accounts to 31st December, 1901.

To declare a dividend.

To elect a Director.

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

GEORGE STEUART & Co.,
Agents and Secretaries.

I, GREGORY HERMAN PHILIPSEY of Colombo, hereby give notice of my intention to apply to His Excellency the Governor to be admitted a Notary Public for the District of Colombo, to practise in the English language.

G. H. PHILIPSEY.

January 18, 1902.

කොළඹ ප.වි. මු.රේ ඔර්වන් පිලිප්සේ වන මම දැනටමත් මාගේ කොලාභී දිස්ත්‍රික්කයට වැඩ කරනු පිණිස ප්‍රසිද්ධ කොමාරිස් කෙනෙක් ලෙස පත්කිරීමට අභිමත කරමි. ඉන්ද්‍රජයාලයට අදාළ කරගෙන සිටින බව මෙයින් දැනුම් දෙමි.

ජී. එම්. පිලිප්සේ.

දි. 18 1902 ජනවාරි මස
18 වෙනි දිනදී.

කොළඹ පිහිටි මු.රේ ඔර්වන් පිලිප්සේ වන මම දැනටමත් මාගේ කොලාභී දිස්ත්‍රික්කයට වැඩ කරනු පිණිස ප්‍රසිද්ධ කොමාරිස් කෙනෙක් ලෙස පත්කිරීමට අභිමත කරමි. ඉන්ද්‍රජයාලයට අදාළ කරගෙන සිටින බව මෙයින් දැනුම් දෙමි.

ජී. ඒ. පිලිප්සේ.

1902 ම් මාර්තු 18 දින.

MUNICIPAL COUNCIL NOTICES.

MUNICIPALITY OF COLOMBO.

NOTICE is hereby given that in the absence of movable property liable to seizure, the under-mentioned property seized in virtue of a warrant issued by the Chairman of the Municipal Council of Colombo, in terms of the 149th clause of the Ordinance No. 7 of 1887, for arrears of consolidated rate 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 rate and costs be duly paid.

The Municipal Office,
Colombo, January 27, 1902.

R. R. DUNUWILLE,
Secretary.

SCHEDULE.

Premises.	Quarter and Year.	Time of Sale.
No. 111/127 ... Modara ...	4th quarter, 1897, to 3rd quarter, 1901	Thursday, February 20, 1902, at 8 A.M.
12 ... Dematagoda ...	1st quarter to 3rd quarter, 1901	do. 3.30 P.M.
1 ... Wall's lane ...	1st quarter, 1900, to 3rd quarter, 1901	do. 8.30 A.M.
7 ... 3rd Division, Maradana ...	1st quarter to 3rd quarter, 1901	do. 4 P.M.
128/162 ... Modara ...	1st quarter, 1898, to 3rd quarter, 1901	do. 9 A.M.
86/100 ... Do. ...	4th quarter, 1897, to 3rd quarter, 1901	do. 9.30 "
53/282 ... Alutmawata ...	4th quarter, 1897, to 3rd quarter, 1901	Saturday, March 1, 1902, at 8 A.M.
190/27 ... Do. ...	4th quarter, 1897, to 3rd quarter, 1901	do. 8.30 "

No.	Premises. Street.	Quarter and Year.	Time of Sale.	
208/36 ...	Alutmawata ...	4th quarter, 1897, to 3rd quarter, 1901 ...	Monday, February 17, 1902, at	8 A.M.
232/44 ...	Do. ...	4th quarter, 1897, to 3rd quarter, 1901 ...	do.	8.30 "
265/58 ...	Do. ...	4th quarter, 1897, to 3rd quarter, 1901 ...	do.	9 "
273/73 ...	Do. ...	4th quarter, 1897, to 3rd quarter, 1901 ...	do.	9.30 "
275/276	Do. ...	4th quarter, 1897, to 3rd quarter, 1901 ...	Tuesday, February 18, 1902, at	8 "
85/56	Do. ...	4th quarter, 1897, to 3rd quarter, 1901 ...	do.	8.30 "
277/88 ...	Do. ...	4th quarter, 1897, to 3rd quarter, 1901 ...	do.	9 "
278	Do. ...	4th quarter, 1897, to 3rd quarter, 1901 ...	do.	9.30 "
89/90	Do. ...	4th quarter, 1897, to 3rd quarter, 1901 ...	do.	9 "
294/174 ...	Do. ...	1st quarter, 1898, to 3rd quarter, 1901 ...	do.	9.30 "
295/166 ...	Do. ...	1st quarter, 1898, to 3rd quarter, 1901 ...	Wednesday, February 19, 1902, at	8 "
307/162 ...	Do. ...	1st quarter, 1898, to 3rd quarter, 1901 ...	do.	8.30 "
322/141 ...	Do. ...	4th quarter, 1897, to 3rd quarter, 1901 ...	do.	9 "
339/180 ...	Do. ...	1st quarter, 1898, to 3rd quarter, 1901 ...	do.	9.30 "
341A/186...	Do. ...	4th quarter, 1897, to 3rd quarter, 1901 ...	Friday, February 21, 1902, at	8 "
346	Do. ...	4th quarter, 1897, to 3rd quarter, 1901 ...	do.	8.30 "
197/198	Do. ...	4th quarter, 1897, to 3rd quarter, 1901 ...	do.	9 "
362/126 ...	Do. ...	4th quarter, 1897, to 3rd quarter, 1901 ...	do.	9.30 "
73/80 ...	Mutwal ...	4th quarter, 1897, to 3rd quarter, 1901 ...	do.	8 "
85/83 ...	Do. ...	3rd quarter, 1897, to 3rd quarter, 1901 ...	Saturday, February 22, 1902, at	8.30 "
117/127 ...	Do. ...	4th quarter, 1897, to 3rd quarter, 1901 ...	do.	9 "
140/143 ...	Do. ...	4th quarter, 1897, to 3rd quarter, 1901 ...	do.	9.30 "
145/148 ...	Do. ...	1st quarter, 1898, to 3rd quarter, 1901 ...	do.	8 "
153/157 ...	Do. ...	1st quarter, 1898, to 3rd quarter, 1901 ...	Monday, February 24, 1902, at	8.30 "
160/167 ...	Do. ...	4th quarter, 1897, to 3rd quarter, 1901 ...	do.	9 "
172/175 ...	Do. ...	1st quarter, 1898, to 3rd quarter, 1901 ...	do.	9.30 "
174/177 ...	Do. ...	1st quarter, 1898, to 3rd quarter, 1901 ...	do.	10 "
183/183 ...	Do. ...	4th quarter, 1897, to 3rd quarter, 1901 ...	do.	2.30 P.M.
1/1A ...	Forbes road ...	1st quarter, 1900, to 3rd quarter, 1901 ...	Saturday, February 15, 1902, at	3 "
3 ...	Do. ...	4th quarter, 1900, to 3rd quarter, 1901 ...	do.	3.30 "
13A ...	Do. ...	1st quarter, 1900, to 3rd quarter, 1901 ...	do.	4 "
16 ...	Do. ...	1st quarter, 1900, to 3rd quarter, 1901 ...	do.	4 "
20 ...	Do. ...	3rd quarter, 1900, to 3rd quarter, 1901 ...	Monday, February 17, 1902, at	3.30 "
21 ...	Do. ...	3rd quarter, 1900, to 3rd quarter, 1901 ...	do.	4 "
22 ...	Do. ...	3rd quarter, 1900, to 3rd quarter, 1901 ...	do.	4.30 "
23 ...	Do. ...	1st quarter, 1900, to 3rd quarter, 1901 ...	Tuesday, February 18, 1902, at	3 "
24 ...	Do. ...	1st quarter, 1900, to 3rd quarter, 1901 ...	do.	3.30 "
31 ...	Do. ...	1st quarter, 1900, to 3rd quarter, 1901 ...	do.	4 "
36 ...	Do. ...	1st quarter, 1900, to 3rd quarter, 1901 ...	do.	4.30 "
37 ...	Do. ...	1st quarter, 1900, to 3rd quarter, 1901 ...	do.	3 "
40 ...	Do. ...	1st quarter, 1900, to 3rd quarter, 1901 ...	Wednesday, February 19, 1902, at	3.30 "
40A ...	Do. ...	1st quarter, 1900, to 3rd quarter, 1901 ...	do.	4 "
3 ...	Sutherland road	3rd quarter, 1900, to 3rd quarter, 1901 ...	do.	4.30 "
3A ...	Do. ...	1st quarter, 1900, to 3rd quarter, 1901 ...	Thursday, February 20, 1902, at	3 "
6 ...	Do. ...	4th quarter, 1899, to 3rd quarter, 1901 ...	do.	3.30 "
8 ...	Do. ...	1st quarter, 1900, to 3rd quarter, 1901 ...	do.	4 "
1 ...	Sutherland lane	1st quarter, 1900, to 3rd quarter, 1901 ...	do.	4.30 "
1A ...	Do. ...	4th quarter, 1900, to 3rd quarter, 1901 ...	Friday, February 21, 1902, at	3 "
24 ...	Dematagoda ...	4th quarter, 1899, to 3rd quarter, 1901 ...	do.	3.30 "
25 ...	Do. ...	4th quarter, 1899, to 3rd quarter, 1901 ...	do.	4 "
28 ...	Do. ...	1st quarter, 1900, to 3rd quarter, 1901 ...	do.	4.30 "
28A ...	Do. ...	4th quarter, 1899, to 3rd quarter, 1901 ...	Saturday, February 22, 1902, at	2.30 "
30 ...	Do. ...	3rd quarter, 1899, to 3rd quarter, 1901 ...	do.	3 "
31 ...	Do. ...	3rd quarter, 1899, to 3rd quarter, 1901 ...	do.	3.30 "

ROAD COMMITTEE NOTICES.

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 1901, the Provincial Road Committee, acting under the provisions of "The Branch Roads Ordinance, 1896," will on Saturday, February 15, 1902, at 1 o'clock P.M., at their office in Kandy, proceed to assess the under-mentioned estates to make up the private contributions:—

KABRAGALLA ROAD (between Madulkele and Kabragalla).

Government moiety ... Rs. 1,310
Private contributions ... Rs. 1,310

Proprietors or Agents.	Estates.	Acreage.
	1st section, 1 mile.	
H. Bressy	... Ellerton	... 72
Do.	... Nilomally	... 1,005
C. W. Wood	... Kelebokka	... 690
	1st and 2nd section, 2 miles.	
M. H. Thomas	... Galheria	... 600

Proprietors or Agents.	Estates.	Acreage.
	1st to 4th section, 3½ miles.	
J. M. Robertson & Co.	... Brae and Dell, Marnagala, Hattanwalla...	1,694
H. W. Kennedy	... Deyanella	460
Gordon Fraser & Co.	... Relugas	372
H. W. Kennedy	... Kabragalla	386
S. W. Hunter Blair	... Hirankanda, Poengalla, and Kirigalpotta	1,109
J. Fraser	... Pitakanda and Damboolagalla, Kinrara, Silvakandy (Pitakanda group)	1,404

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

R. A. G. FESTING,
for Chairman.

Provincial Road Committee's Office,
Kandy, January 24, 1902.

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 construction of the under-mentioned bridge, and the Governor having allowed the estates' contribution to be paid in five yearly instalments, the Provincial Road Committee, Uva, acting under the provisions of "The Branch Roads Ordinance, 1896," have assessed the proportion due by each estate in the district interested in the construction of the said bridge, as follows :—

HORSE BRIDGE ON BANDARAWELA-LEYANGAHAWELA ROAD.

Cost of construction	...	Rs. 5,100
Moiety	...	Rs. 2,550

Assessment of the estates.

Total acreage, 1,205—Rate per acre, Rs. 2—11'6099.

Proprietors or Agents.	Estates.	Acreage.	Amount.
			Rs. c.
W. F. Robertson Reid	... Broughton	... 513	... 1,085 61
G. C. Anderson	... Leyangahawela	... 692	... 1,464 39
		1,205	2,550 0

Moiety	...	Rs. 2,550
One-fifth instalment	...	Rs. 510

Total acreage, 1,205—Rate per acre, 42'3236c.

W. F. Robertson Reid	... Broughton	... 513	... 217 12
G. C. Anderson	... Leyangahawela	... 692	... 292 88
		1,205	510 0

Second (one-fifth) instalment due on February 25, 1903.

Proprietors or Agents.	Estates.	Amount.	Interest.	Total.
		Rs. c.	Rs. c.	Rs. c.
W. F. Robertson Reid	... Broughton	... 217 12	... 34 72	... 251 84
G. C. Anderson	... Leyangahawela	... 292 88	... 46 88	... 339 76
		510 0	81 60	591 60

Third (one-fifth) instalment due on February 25, 1904
Details same as in second instalment.

Estates.	Amount.	Interest.	Total.
	Rs. c.	Rs. c.	Rs. c.
Broughton	... 217 12	... 26 6	... 243 18
Layangahawela	... 292 88	... 34 14	... 327 2
	510 0	60 20	570 20

Fourth (one-fifth) instalment due on February 25, 1905.
Details same as in second instalment.

Broughton	... 217 12	... 17 37	... 234 49
Layangahawela	... 292 88	... 23 43	... 316 31
	510 0	40 80	550 80

Fifth (one-fifth) instalment due on February 25, 1906.
Details same as in second instalment.

Broughton	... 217 12	... 8 69	... 225 81
Layangahawela	... 292 88	... 11 71	... 304 59
	510 0	20 40	530 40

Interest at 4 per cent. per annum has to be paid on balance outstanding from February 25, 1902.

Which sums the proprietors, managers, or agents of the several estates are hereby required to pay in to the Chairman, Provincial Road Committee, Badulla, on or before February 25, 1902, and on the same date of each succeeding year.

Provincial Road Committee's Office,
Badulla, January 25, 1902.

F. H. PRICE,
Chairman.

NOTICE is hereby given that the Governor, with the advice and consent of the Legislative Council, having agreed to grant a moiety of the cost of maintenance of the under-mentioned road for 1902, the Provincial Road Committee, Uva, acting under the provisions of "The Branch Roads Ordinance, 1896," have assessed the proportion due by each estate in the district interested in the maintenance of the said road, as follows :—

BANDARAWELA-LEYANGAHAWELA ROAD.

Calculation of contribution towards maintenance.

Total cost of maintenance	...	Rs. 1,000
Moiety	...	Rs. 500

Assessment of several estates: first two half mile sections from Windy Corner.

Cost of maintenance	...	Rs. 500
Moiety	...	Rs. 250

Total acreage, 1,489—Rate per acre, 16'7898c.

Proprietors or Agents.	Estates.	Acreage.	Amount. Rs. c.
H. C. Richmond ...	Balagala ...	312 ...	52 39
G. C. Anderson ...	Layangahawela ...	692 ...	116 18
W. F. Reid ...	Broughton ...	485 ...	81 43
		1,489	250 0

Second two half mile sections:

Cost of maintenance ...	Rs. 500		
Moiety ...	Rs. 250		
Total acreage, 1,177—Rate per acre, 21·24c.			
G. C. Anderson ...	Layangahawela ...	692 ...	146 98
W. F. Reid ...	Broughton ...	485 ...	103 2
		1,177	250 0

Abstract.

Estates.	Total. Rs. c.
Balagala ...	52 39
Layangahawela ...	263 16
Broughton ...	184 45
	500 0

Which sums the proprietors, managers, or agents of the several estates are hereby required to pay in to the Chairman, Provincial Road Committee, Uva, on or before February 25, 1902.

Provincial Road Committee's Office,
Badulla, January 25, 1902.

F. H. PRICE,
Chairman.

NOTICE is hereby given that the Governor, with the advice and consent of the Legislative Council, having agreed to grant a moiety of the cost of maintenance of the under-mentioned road for 1902, the Provincial Road Committee, Uva, acting under the provisions of "The Branch Roads Ordinance, 1896," have assessed the proportion due by each estate in the district interested in the maintenance of the said road, as follows:—

PASSARA-MADULSIMA ROAD.

From 11½ to 15½ milepost.

Total cost of maintenance ...	Rs. 2,800
Total moiety of private contribution ...	Rs. 1,400

Assessment of the several estates: first and second sections, 1st and 2nd half miles.

	Rs. c.
Cost of maintenance ...	659 75
Moiety ...	329 87½

Total acreage, 3,488—Rate per acre, 9·4573c.

Proprietors or Agents.	Estates.	Acreage.	Amount. Rs. c.
J. M. Robertson & Co. ...	Uvakelle ...	561 ...	53 6
G. Steuart & Co. ...	Galloola ...	491 ...	46 43½
J. M. Robertson & Co. ...	Doomoo ...	298 ...	28 18
Whittall & Co. ...	Batawatte ...	364 ...	34 42
Do. ...	Forest Hill ...	387 ...	36 60
Bosanquet & Co. ...	Wewebedde ...	334 ...	31 58
Cumberbatch & Co. ...	Cocagala ...	1,053 ...	99 60
		3,488	329 87½

Third section, 3rd half mile.

	Rs. c.
Cost of maintenance ...	332 75
Moiety ...	166 37½

Total acreage, 2,927—Rate per acre, 5·684c.

G. Steuart & Co. ...	Galloola ...	491 ...	27 91
J. M. Robertson & Co. ...	Doomoo ...	298 ...	16 93
Whittall & Co. ...	Batawatte ...	364 ...	20 68
Do. ...	Forest Hill ...	387 ...	22 0
Bosanquet & Co. ...	Wewebedde ...	334 ...	18 98
Cumberbatch & Co. ...	Cocagala ...	1,053 ...	59 87½
		2,927	166 37½

Fourth and fifth sections, 4th and 5th half miles.

	Rs. c.
Cost of maintenance ...	654 0
Moiety ...	327 0

Total acreage 2,436—Rate per acre, 13·4236c.

Estates.	Acreage.	Amount.	
		Rs.	c.
Doomoo	298	40	0
Batawatte	368	48	86
Forest Hill	387	51	94
Wewebedde	334	44	83
Cocagala	1,053	141	37
	<u>2,436</u>	<u>327</u>	<u>0</u>

6th to 9th section, 6th, 7th, and 8th half miles and 9th last quarter mile.

		Rs. c.	
Cost of maintenance	1,153	50	
Moiety	576	75	
Total acreage 2,138—Rate per acre, 26'9761c.			
Batawatte	364	98	19
Forest Hill	387	104	39
Wewebedde	334	90	10
Cocagala	1,053	284	7
	<u>2,138</u>	<u>576</u>	<u>75</u>

Abstract.

Estates.			Total.	
	Rs.	c.	Rs.	c.
Uvakelle	53	6		
Galloola	74	34		
Doomoo	85	12		
Batawatte	202	15		
Forest Hill	214	93		
Wewebedde	185	49		
Cocagala	584	91		
	<u>1,400</u>	<u>0</u>		

Which sums the proprietors, managers, or agents of the several estates are hereby required to pay in to the Chairman, Provincial Road Committee, Badulla, on or before 25th day of February, 1902.

Provincial Road Committee's Office,
Badulla, January 25, 1902.

F. H. PRICE,
Chairman.

NOTICE is hereby given that the Governor, with the advice and consent of the Legislative Council, having agreed to grant a moiety of the cost of maintenance of the under-mentioned road for 1902, the Provincial Road Committee, Uva, acting under the provisions of "The Branch Roads Ordinance, 1896," have assessed the proportion due by each estate in the district interested in the maintenance of the said road, as follows:—

BRANCH ROAD FROM KOSLANDA TO POONAGALA FACTORY.

Total cost of maintenance ...	Rs. 700
Moiety	Rs. 350

1st section, Koslanda to Arnhall store, 1½ mile.

Cost of maintenance	Rs. 350
Moiety	Rs. 175

Total acreage 2,304—Rate per acre, 7'5954c.

Proprietors or Agents.	Estates.	Acreage	Amount.	
			Rs.	c.
J. M. Robertson & Co. ...	Arnhall	175	13	29
Do.	Ampitikanda	320	24	31
J. Nicol	Macaldenia	500	37	98
C. S. Coombe	Poonagala	266	20	20
Poonagala Valley Ceylon Co., Ltd. ...	Cabaragala	195	14	82
J. R. Bisset	Udahena	260	19	75
R. G. Coombe	Lunugala	588	44	65
		<u>2,304</u>	<u>175</u>	<u>0</u>

2nd section from Arnhall store to Terminus, 1½ mile.

Cost of maintenance	Rs. 350
Moiety	Rs. 175

Total acreage, 1,984—Rate per acre, 8'82c.

J. M. Robertson & Co. ...	Arnball	175	15	44
J. Nicol	Macaldenia	500	44	10
C. S. Coombe	Poonagala	266	23	47
Poonagala Valley Ceylon Co., Ltd. ...	Cabaragala	195	17	20
J. R. Bisset	Udahena	260	22	93
R. G. Coombe	Lunugala	588	51	86
		<u>1,984</u>	<u>175</u>	<u>0</u>

Estates.	Abstract.				Total.	
	Rs.	c.	Rs.	c.	Rs.	c.
Arnhall	28	73
Ampitikanda	24	31
Macaldenia	82	8
Poonagala	43	67
Cabaragala	32	2
Udahena	42	68
Lunugala	96	51
					350	0

Which sums the proprietors, managers, or agents of the several estates are hereby required to pay in to the Chairman, Provincial Road Committee, Uva, on or before the 25th day of February, 1902.

Provincial Road Committee's Office,
Badulla, January 25, 1902.

F. H. PRICE,
Chairman.

NOTICE is hereby given that the Governor, with the advice and consent of the Legislative Council having agreed to grant a moiety of the cost of improving the first two miles of the under-mentioned road, the Provincial Road Committee, Uva, 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 two miles of the said road, as follows:—

BRANCH ROAD FROM KOSLANDA TO POONAGALA FACTORY.

Calculation of contributions towards the improvement.

Cost of improvement of first section of two miles ...	Rs. 5,300
Moiety ...	Rs. 2,650

Assessment of the several estates.

Total acreage, Rs. 2,304—Rate per acre, Re. 1—15·01736.

Proprietors or Agents.	Estates.	Acreage.	Amount.
			Rs. c.
J. M. Robertson & Co. ...	Arnhall ...	175 ...	201 28
Do. ...	Ampitikanda ...	320 ...	368 6
J. Nicol ...	Macaldeniya ...	500 ...	575 9
C. S. Coombe ...	Poonagala ...	266 ...	305 95
Poonagala Valley Ceylon Co., Ltd. ...	Cabaragala ...	195 ...	224 28
J. R. Bisset ...	Udahena ...	260 ...	299 4
R. G. Coombe ...	Lunugala ...	588 ...	676 30
		2,304	2,650 0

Which sums the proprietors, managers, or agents of the several estates are hereby required to pay in to the Chairman, Provincial Road Committee, Badulla, on or before February 25, 1902.

Provincial Road Committee's Office,
Badulla, January 25, 1902.

F. H. PRICE,
Chairman.

LOCAL BOARD NOTICES.

LOCAL BOARD OF RATNAPURA.

Statement of Revenue and Expenditure of the Local Board, Ratnapura, for the Year 1901.

REVENUE.	Amount.		Total.	EXPENDITURE.	Amount.		Total.
	Rs.	c.			Rs.	c.	
Balance on December 31, 1900 ...	—		3,321	Establishment ...	1,470	0	
Taxes ...	4,307	50		Office contingencies ...	230	67	
Licenses ...	2,941	37		Revenue services... ..	416	45	
Fines ...	270	75		Police charges ...	755	7	
Rents ...	72	75		Sanitary charges... ..	2,319	63	
Sundries ...	805	90		Interest and sinking fund on loans	568	33	
			8,398 27	Law expenses ...	57	70	
				Public works ...	3,502	37	
				Lighting ...	524	39	
				Contribution towards cost of audit	83	65	
				Miscellaneous ...	736	56	
							10,664 82
				Balance ...	—		1,054 96
			11,719 78				11,719 78

I, E. M. D. Byrde, do swear that the above is a true and faithful account of all moneys received and paid on account of the Local Board, Ratnapura.

Sworn to before me this 3rd day of January, 1902:

R. N. THAINE,
Additional Police Magistrate.

So help me God,

EVAN M. BYRDE, Treasurer and Chairman.

I certify that I have satisfied myself to the correctness of the above account:

DAN. J. JAYETILLEKE, Member.

Statement of Assets and Liabilities of the Local Board of Health of Ratnapura.

ASSETS.		Rs. c.	LIABILITIES.		Rs. c.
Balance on December 31, 1901	...	1,054 96	Loan from Government for improvement of waterworks	...	2,291 65
Assessment tax on account 3rd and 4th quarters, 1901	...	723 24			
		<u>1,778 20</u>			

I, E. M. D. Byrde, do hereby swear that to the best of my knowledge the above is a true and correct statement of the assets and liabilities of the Local Board of Ratnapura on December 31, 1901.

Sworn to before me at Ratnapura this 3rd day of January, 1902 :

R. N. THAINE,
Additional Police Magistrate.

EVAN M. BYRDE, Treasurer.
I certify to the correctness of the above accounts :
DAN. J. JAYETILLEKE, Member.

Estimate of Revenue and Expenditure of the Local Board, Ratnapura, for the Year 1902.

REVENUE.		Amount.	Total.	EXPENDITURE.		Amount.	Total.
		Rs. c.	Rs. c.			Rs. c.	Rs. c.
Balance on December 31, 1901	...	—	1,054 96	Establishment	...	1,470 0	
Taxes	...	4,360 0		Office contingencies	...	175 0	
Licenses	...	2,728 0		Revenue services...	...	435 0	
Fines	...	210 0		Police charges	...	950 0	
Rents	...	80 0		Sanitary charges	...	2,290 0	
Sundries	...	895 0		Interest and sinking fund on loans	...	549 99	
			<u>8,273 0</u>	Law expenses	...	40 0	
				Public works	...	1,526 0	
				Lighting	...	480 0	
				Contribution towards cost of audit	...	82 73	
				Miscellaneous	...	670 0	
							<u>8,668 72</u>
				Estimated balance	...	—	659 24
			<u>9,327 96</u>				<u>9,327 96</u>

Local Board Office,
Ratnapura, January 3, 1902.

E. M. BYRDE, Chairman.
DAN. J. JAYETILLEKE, Member.

LOCAL BOARD OF KEGALLA.

Statement of Revenue and Expenditure of the Local Board of Health and Improvement, Kegalla, for the Year 1901.

REVENUE.		Amount.	Total.	EXPENDITURE.		Amount.	Total.
		Rs. c.	Rs. c.			Rs. c.	Rs. c.
Balance in hand on December 31, 1900	...	—	1,157 59	Establishment	...	768 0	
Licenses	...	3,120 55		Contingencies	...	106 89	
Fines	...	182 0		Police charges	...	34 66	
Taxes	...	1,112 25		Revenue services...	...	202 48	
Rents	...	107 73		Law expenses	...	15 55	
Sundries	...	281 62		Sanitary charges	...	1,072 62	
			<u>4,804 15</u>	Public works	...	1,221 83	
				Lighting	...	644 90	
				Contribution towards cost of audit	...	43 0	
				Miscellaneous	...	63 40	
							<u>4,173 33</u>
			<u>5,961 74</u>	Balance on December 31, 1901	...	—	1,788 41
							<u>5,961 74</u>

I, Edward Thomas Noyes, do hereby swear that to the best of my knowledge the above is a true and correct account of all moneys received and paid by me on account of the Local Board of Kegalla.

Sworn to before me at Kegalla this 20th day of January, 1902 :

J. R. MOLLIGODE,
Justice of the Peace.

E. T. NOYES, Chairman.
E. A. PERIES, Member.

Statement of Assets and Liabilities of the Local Board of Health and Improvement, Kegalla, on December 31, 1901.

ASSETS.	Amount.		LIABILITIES.	Amount.	
	Rs.	c.		Rs.	c.
Balance on December 31, 1901	—	1,788	Pay of coolies employed in levelling the recreation ground	85	38
Refund of stamp duty on licenses	66	97	Hire for mending jumpers and cart hire	2	0
			Balance	—	1,768
		1,855			38
					1,768
					0
		1,855			38

I, Edward Thomas Noyes, do hereby swear that to the best of my knowledge the above is a correct statement of the assets and liabilities of the Local Board of Kegalla.

Sworn to before me at Kegalla this 20th day of January, 1902 :

J. R. MOLLIGODE,
Justice of the Peace.

E. T. NOYES, Chairman.
E. A. PERIES, Member.

Statement showing the Probable Revenue and Expenditure of the Local Board of Health and Improvement, Kegalla, for the Year 1902.

ESTIMATED REVENUE.	Amount.		PROPOSED EXPENDITURE.	Amount.	
	Rs.	c.		Rs.	c.
Balance in hand on December 31, 1901	1,788	41	Establishment	810	0
Licenses	1,900	0	Contingencies	120	0
Fines	100	0	Police charges	50	0
Rents	150	0	Revenue services	190	0
Taxes	1,450	0	Law expenses	36	0
Sundries	50	0	Sanitary charges	890	0
			Public works	1,720	0
			Lighting	700	0
			Contribution towards cost of audit	36	50
			Miscellaneous	885	0
			Probable balance	5,437	50
		5,438			91
					5,438
					41

Local Board Office,
Kegalla, January 20, 1902.

E. T. NOYES, Chairman.
E. A. PERIES, Member.

LOCAL BOARD OF MATALE.

Statement of the Revenue and Expenditure of the Local Board of Matale for 1901.

Taxes.	REVENUE.	Amount.		EXPENDITURE.	Amount.	
		Rs.	c.		Rs.	c.
Commutation	1,993	50	Establishment	1,590	0	
Assessment	1,072	76	Office contingencies	75	87	
Assessment arrears	256	82	Revenue services	343	53	
Animals and vehicles	389	75	Police charges	84	35	
Dogs	80	96	Sanitary charges	2,046	57	
Licenses.		3,793	Interest and sinking fund	560	0	
Opium	1,350	0	Law expenses	22	18	
Refund of stamp duty on licenses	2,152	47	Public works	4,552	9	
Fines.		3,502	Lighting charges	890	87	
Police Magistrate	152	50	Audit charges	101	11	
Cattle trespass	39	75	Miscellaneous	238	48	
Rents.		192			10,505	
Lands	69	50			5	
Town Hall	215	75				
Market	1,230	60				
Sundries.		1,515				
Cattle pound	1,122	75				
Esplanade grazing fees	125	12				
Cemetery	62	50				
Miscellaneous	167	12				
Total current revenue	—	10,481	85	Balance on December 31, 1901	—	1,723
Balance on December 31, 1900	—	1,747	7			87
		12,228	92			12,228
						92

I, Edward Bruce Alexander, do hereby swear that the above is a true and correct account of all moneys received and paid during the year 1901 on account of the Local Board of Matale, and that the balance is in the hands of the Assistant Government Agent of Matale.

Sworn before me at Matale this 11th day of January, 1902:

F. A. PRINS,
Justice of the Peace.

E. B. ALEXANDER,
Chairman and Treasurer.

Certified:
D. A. C. DE ALWIS, Member.

Statement of Assets and Liabilities of the Local Board of Matale for 1901.

ASSETS.	Amount.		LIABILITIES.	Amount.	
	Rs.	c.		Rs.	c.
Balance on December 31, 1901	—	1,723	87		
Assessment arrears of 1901	375	28		3,600	0
Stamp duty on licenses issued in 1901	2,288	55		100	0
		2,663	83		3,700
					687
		4,387	70		70
					4,387
					70

I, Edward Bruce Alexander, do hereby swear that the above is a true and correct account of the assets and liabilities of the Local Board of Matale on December 31, 1901.

Sworn before me at Matale this 21st day of January, 1902:

F. A. PRINS,
Justice of the Peace.

E. B. ALEXANDER,
Chairman and Treasurer.

Certified:
D. A. C. DE ALWIS, Member.

Statement of the Probable Revenue and Expenditure of the Local of Matale for 1902.

REVENUE.	Amount.		EXPENDITURE.	Amount.	
	Rs.	c.		Rs.	c.
<i>Taxes.</i>			Establishment	1,710	0
Commutation	1,800	0	Office contingencies	150	0
Assessment	1,075	0	Revenue services	400	0
Assessment arrears	375	28	Police charges	100	0
Animals and vehicles	375	0	Sanitary charges	2,160	0
Dogs	75	0	Interest and sinking fund	544	0
		3,700	25	0	
			Law expenses	3,165	0
			Public works	800	0
			Lighting charges	100	46
			Audit charges	300	0
			Miscellaneous		
					9,454
					46
<i>Licenses.</i>					
Opium	1,150	0			
Refund of stamp duty on licenses	2,288	55			
		3,438			
<i>Fines.</i>					
Police Magistrate	100	0			
Cattle trespass	30	0			
		130			
<i>Rents.</i>					
Lands	142	25			
Town Hall	200	0			
Market	1,155	0			
		1,497			
<i>Sundries.</i>					
Cattle pound	1,100	0			
Esplanade grazing fees	100	0			
Cemetery	30	0			
Miscellaneous	50	0			
		1,280			
Total current revenue (probable)		10,046			8
Balance on December 31, 1901		1,723			87
		11,769			95
			Balance December 31, 1902 (probable)	2,315	49
					11,769
					95

Local Board office,
Matale, January 11, 1902.

E. B. ALEXANDER,
Chairman.

LOCAL BOARD OF BADULLA.

A true account of all Moneys received and paid by the Local Board of Health and Improvement of the Town of Badulla for the Year 1901.

REVENUE.		Amount.	EXPENDITURE.		Amount.
		Rs. c.			Rs. c.
<i>Taxes.</i>					
Assessment tax	...	3,176 71½	Salaries of staff	...	1,699 92
Compensation in lieu of local rate of Government buildings	...	328 0	Pay of watcher of Local Board store	...	119 65
Water-rate	...	1,735 57½	Pay of cemetery-keeper and coolies	...	257 91
Government compensation in lieu of water-rate	...	268 20	<i>Office Contingencies.</i>		
Road tax	...	2,202 0	Stationery and printed forms	...	122 80
Tax on vehicles	...	39 0	Cost of printing and binding	...	36 12
Tax on horses and ponies	...	16 50	Advertisements	...	12 50
Tax on bullocks	...	8 75	Postage stamps	...	7 50
Tax on dogs	...	50 0	Tom-tom hire	...	6 0
<i>Licenses.</i>					
Refund of stamp duty	...	1,729 2	<i>Revenue Services.</i>		
Opium license	...	1,805 0	Commission to road tax collector	...	109 90
Petroleum licenses	...	19 0	Commission to rate collector	...	243 68
Slaughter-house fees	...	646 0	Commission to cattle seizers	...	79 75
Grazing fees	...	127 75	Cart tin plates	...	48 11
Vegetable and fish licenses	...	103 40	<i>Police Charges.</i>		
<i>Fines.</i>					
Fines on stray cattle	...	194 91	Cost of destroying dogs	...	32 58
Police Court fines	...	240 0	<i>Sanitary Charges.</i>		
<i>Rents.</i>					
Town Hall	...	80 0	Pay of latrine coolies	...	960 0
Market	...	387 50	Pay of sweepers	...	434 51
Grandstand and racecourse	...	200 0	Cart hire for removing sweepings	...	1,368 75
Petroleum store	...	56 0	Conservancy of drains and public urinal	...	396 10
Fruit trees	...	21 0	Plague precautions	...	29 59
<i>Sundries.</i>					
Sale of dog collars	...	14 44	Temporary latrine at vihare	...	20 0
Sale of grazing tickets	...	7 38	<i>Interest and Sinking Fund on Loans.</i>		
Refund on account of conservancy of public latrines	...	275 0	Market loan	...	335 12
Redemption of stray dogs	...	14 80	Waterworks loans	...	1,140 16
Miscellaneous receipts	...	523 8	Drainage loan	...	216 0
Cemetery fees	...	88 50	<i>Law Expenses.</i>		
<i>Public Works.</i>					
Cost of judicial stamps					
Cost and repair of tools					
Metalling roads					
Gravelling roads					
Trimming and small repairs to roads					
Maintenance of drains					
Upkeep of esplanades					
Repairs to buildings					
Upkeep of waterworks					
Other public works					
<i>Street Lighting.</i>					
Pay of lamplighters					
Cost of oil					
Other materials					
<i>Audit Charges.</i>					
Contribution towards cost of audit					
<i>Miscellaneous.</i>					
Miscellaneous refunds					
Rent of rubbish depôt					
Petty expenses					
Advance to Kachcheri to pay cholera expenses					
Memorial service expenses					
<hr/>					
Liabilities of 1900					12,223 2
Balance on January 1, 1901					1,651 93
<hr/>					<hr/>
16,009 45					12,395 53
Balance on December 31, 1901					3,613 92
<hr/>					<hr/>
16,009 45					16,009 45

I, F. H. Price, do hereby swear that the above is to the best of my knowledge and belief a true and correct account of all moneys received and paid on account of the Local Board of Badulla during the year 1901, and that the balance is in the hands of the Government Agent of the Province of Uva.

Sworn to on 24th January, 1902, before me:
BARANDT L. POTGER,
Justice of the Peace.

F. H. PRICE,
Chairman and Treasurer.

I certify that the above accounts are correct:
P. PACKIR SAIBO, Member.

Statement of Assets and Liabilities of the Local Board of Badulla for the Year 1901.

ASSETS.		Amount.	LIABILITIES.		Amount.
		Rs. c.			Rs. c.
Balance on December 31, 1901	...	3,613 92	Materials for plague camp	...	57 75
Assessment tax outstanding	...	715 82½	Metal	...	19 50
Water-rate outstanding	...	344 3¼	Cart hire for transporting metal	...	6 0
Service water-rate	...	71 25	Cost of destroying dogs	...	1 62
Tax on vehicles and animals	...	141 75	Pay of coolies, December 21 to 31, 1901	...	60 45
Refund of stamp duty	...	225 39	Government Printer's bill	...	5 54
Slaughter-house fees	...	3 10	Messrs. Veall & Co.'s bill, printing	...	3 0
Rent of lawn-tennis ground...	...	6 0	Messrs. Walker & Greig's bill, articles supplied and work done	...	33 50
Refund on account of conservancy of latrines	...	4 80	Colombo Commercial Company's bill, cart hire	...	0 55
			Messrs. Nana Kawanna & Co.'s bill, articles supplied	...	48 37
			Commission to cattle seizer	...	0 50
			Rent of rubbish depôt for December, 1901	...	2 0
			Weeding racecourse during December, 1901	...	10 0
					248 78
			Balance	...	4,877 29
		5,126 7			5,126 7

I, F. H. Price, do hereby swear that to the best of my knowledge and belief the above is a true and correct statement of the assets and liabilities of the Local Board of Badulla on December 31, 1901.

Sworn to on 24th January, 1902, before me:

BARANDT L. POTGER, Justice of the Peace.

F. H. PRICE,

Chairman and Treasurer.

I certify that the above statement is correct:

P. PACKIR SAIBO, Member.

LOCAL BOARD OF CHILAW.

Statement showing the Revenue and Expenditure of the Local Board, Chilaw, for the Year 1901.

REVENUE.			EXPENDITURE.		
	Amount.	Total.		Amount.	Total.
	Rs. c.	Rs. c.		Rs. c.	Rs. c.
<i>Taxes.</i>			<i>Establishment.</i>		
Assessment tax	1,220 27		Pay of establishment	1,620 0	
Commutation tax	1,918 50		Pay of slaughter-house keeper	110 0	
Dog tax	46 0		Allowance to inspector	45 0	1,775 0
Vehicle tax	80 0	3,264 77	<i>Office Contingencies.</i>		
			Stationery and books	87 51	
			Petty expenses	226 69	314 20
<i>Licenses.</i>			<i>Revenue Services.</i>		
Boats and carts	8,385 70		Commission for collecting taxes	283 31	
Butchers	23 75		Cost of tin plates	214 0	
Firearms	29 69		Remuneration to assessors	79 30	
Notaries and proctors	256 50		Petty expenses	362 0	938 6
Opium	1,120 0		<i>Police Charges.</i>		
Retail of spirits other than arrack	570 0	10,385 64	Killing dogs	20 25	
			Petty expenses	15 45	35 70
<i>Fines.</i>			<i>Sanitary Charges.</i>		
Police Magistrate	—	305 40	Cost of scavenging	2,038 0	
			Reclamation	9,901 82	
<i>Rents.</i>			Petty expenses	15 0	11,954 82
Rent of markets	388 75		<i>Law Expenses.</i>		
Rent of lands	511 20	899 95	Charges under clause 22	—	10 50
			<i>Public Works.</i>		
<i>Sundries.</i>			Construction of works	3,881 27	
Petty and incidental collection	—	6,008 93	Repairs to roads	3,827 55	
			Watering and planting	242 59	
<i>Loan.</i>			Tools and other stores	320 81	
Loan on account reclamation	—	10,000 0	Petty expenses	233 58	8,505 80
		30,864 69	<i>Lighting.</i>		
			Cost of lighting	—	1,925 57
			<i>Audit.</i>		
			Cost of audit charges	—	118 33
			<i>Miscellaneous.</i>		
			Petty charges	—	4,966 11
					30,544 64
Balance on January 31, 1901	—	1,963 45	Balance on December 31, 1901	—	2,283 50
		32,828 14			32,828 14

I, John Henry Leak, do hereby swear that the above is a true and faithful account of all moneys received and paid by me on account of the Local Board of Health and Improvement, Chilaw, for the year 1901.

Sworn to before me on this 21st day of January, 1902:

THOMAS COOKE,
Unofficial Police Magistrate.

Certified as correct:

C. E. COREA, Member.

J. H. LEAK,
Chairman.

Statement of Assets and Liabilities of the Local Board, Chilaw, on December 31, 1901.

ASSETS.		Total. Rs. c.	LIABILITIES.		Total. Rs. c.
<i>Tax.</i>					
Assessment tax	...	396 11	Nil		
<i>Rent.</i>					
Rent of markets	...	44 75			
		410 86			
Balance on December 31, 1901	...	2,283 50	Balance	...	2,724 36
		2,724 36			2,724 36

I, John Henry Leak, do hereby swear that the above is a true and correct account of the assets and liabilities of the Local Board, Chilaw, on December 31, 1901.

Sworn to before me this 21st day of January, 1902 :

THOMAS COOKE,
Unofficial Police Magistrate.

Certified as correct :
C. E. COREA, Member.

J. H. LEAK,
Chairman.

Estimate of Probable Revenue and Expenditure of the Local Board for the Year 1902.

REVENUE.		Amount. Rs. c.	Total. Rs. c.	EXPENDITURE.		Amount. Rs. c.	Total. Rs. c.
<i>Taxes.</i>				<i>Establishment.</i>			
Assessment tax	...	1,700 0		Pay of establishment	...	1,320 0	
Commutation tax	...	1,800 0		Pay of slaughter-house keeper	...	120 0	
Dog tax	...	100 0		Allowance to inspector	...	90 0	
Vehicle tax	...	100 0	3,700 0				1,530 0
<i>Licenses.</i>				<i>Office Contingencies.</i>			
Boats and carts	...	500 0		Stationery and books	...	50 0	
Butchers	...	23 75		Petty expenses	...	80 0	130 0
Firearms	...	20 0		<i>Revenue Services.</i>			
Notaries and proctors	...	247 0		Commission for collecting taxes	...	200 0	
Opium	...	1,020 0		Cost of tin plates	...	30 0	
Retail of spirit other than arrack	...	502 25	2,313 0	Remuneration to assessors	...	80 0	
				Petty expenses	...	30 0	340 0
<i>Fines.</i>				<i>Police Charges.</i>			
Police Magistrate	...	—	200 0	Killing dogs	...	25 0	
<i>Rents.</i>				Petty expenses	...	20 0	45 0
Rent of markets	...	295 0		<i>Sanitary Charges.</i>			
Rent of lands	...	537 0	832 0	Scavenging	...	1,500 0	
<i>Sundries.</i>				Burying carcases	...	5 0	
Petty and incidental collection	...	—	360 0	Petty expenses	...	75 0	1,580 0
			7,405 0	<i>Public Works.</i>			
				Construction of works	...	2,200 0	
				Repairs to roads, streets, and buildings	...	1,200 0	
				Planting	...	75 0	
				Purchase of tools	...	50 0	
				Petty expenses	...	50 0	3,575 0
				<i>Lighting.</i>			
				Cost of lamps and lighting	...	—	800 0
				<i>Audit.</i>			
				Cost of audit	...	—	75 0
				<i>Miscellaneous.</i>			
				Petty and incidental charges	...	—	5 0
				<i>Loan.</i>			
				Part principal and interest	...	—	900 0
Balance on January 1, 1902	...	—	2,283 50	Balance on December 31, 1902	...	—	8,980 0
			9,688 50				708 50
							9,688 50

Office of the Local Board,
Chilaw, January 21, 1902.

C. E. COREA, Member.
J. H. LEAK, Chairman.

LOCAL BOARD OF GAMPOLA

Statement of Probable Revenue and Expenditure of the Local Board of Gampola for the Year 1902.

REVENUE.		Amount.	Total.	EXPENDITURE.		Amount.	Total.
		Rs. c.	Rs. c.			Rs. c.	Rs. c.
Balance on December 31, 1901 ...		—	1,647 54				
<i>Licenses.</i>				<i>Establishment.</i>			
Opium ...	...	2,650 0		Inspector and secretary ...	...	720 0	
Refund of stamp duty ...	...	1,500 0	4,150 0	Contribution to clerk, Kandy Kachcheri ...	...	180 0	
<i>Fines.</i>				Cemetery-keeper ...	...	240 0	
Police Magistrate ...	...	100 0		Messenger and watcher ...	...	315 0	1,455 0
Cattle trespass ...	...	50 0	150 0	<i>Office Contingencies.</i>			
<i>Rents.</i>				Printed forms, stationery, stamps, &c. ...	...	—	200 0
Slaughter-house fees ...	...	1,100 0		<i>Revenue Charges.</i>			
Grazing fees ...	...	50 0		Commission to tax collectors, &c. ...	...	400 0	
Cemetery fees ...	...	50 0		Remuneration to assessors ...	...	30 0	
Markets ...	...	1,540 0	2,740 0	Cost of auditing accounts ...	...	137 26	
<i>Taxes.</i>				Cost of tin tickets for cattle ...	...	25 0	592 26
Commutation ...	...	1,800 0		<i>Police Charges.</i>			
Assessment ...	...	2,500 0		Cost and erection of new lamps... ..	...	600 0	
Assessment arrears, 1901 ...	...	300 0		Street lighting ...	...	600 0	
Vehicles, animals, &c. ...	...	200 0		Seizing, &c., dogs ...	...	100 0	1,300 0
Government contribution in lieu of local rates ...	...	164 0	4,964 0	<i>Sanitary Charges.</i>			
Miscellaneous ...	...	—	75 0	Scavenging ...	...	1,560 0	
				Cost and erection of new latrine... ..	...	500 0	
				Latrine conservancy ...	...	300 0	
				Flushing drains ...	...	240 0	
				Cost of disinfectants ...	...	50 0	2,650 0
				<i>Public Works.</i>			
				Maintenance of roads ...	...	1,000 0	
				Alteration to Board room ...	...	780 0	
				Upkeep of cemetery ...	...	180 0	
				Upkeep of drains ...	...	500 0	
				Upkeep of buildings ...	...	200 0	
				Upkeep of waterworks ...	...	150 0	
				Purchase of tools and stores ...	...	100 0	2,910 0
				<i>Interest and Sinking Fund on Loans.</i>			
				Market construction loan ...	...	—	868 0
				Miscellaneous ...	...	—	100 0
							10,075 26
				Balance on December 31, 1902	—	—	3,651 28
							13,726 54

Local Board Office,
Gampola, January 23, 1902.

H. WACE,
Chairman.

NOTICE is hereby given to persons residing within the limits of the Local Board of Batticaloa, that the Board, acting under the provisions of section 36 of the Ordinance No. 13 of 1898, has resolved that an annual tax be imposed for the year 1902 on all carriages, carts, hackeries, horses, ponies, mules, bullocks, and asses kept or used within the town for which such Board is constituted, at the rate specified in the schedule hereto annexed:—

	Rs. c.
For every carriage ...	2 50
For every cart or hackery ...	1 0

	Rs. c.
For every horse, pony, or mule ...	1 25
For every bullock or ass ...	0 25

Provided, however, that such tax shall not be payable in respect of carts and carriages licensed under Ordinance No. 9 of 1901.

SAM. HAUGHTON,
Chairman, Local Board.

Local Board Office,
Batticaloa, January 29, 1902.

LOCAL BOARD OF NAWALAPITIYA.

Probable Revenue and Expenditure of the Nawalapitiya Local Board for 1902.

REVENUE.			EXPENDITURE.		
	Amount. Rs. c.	Total. Rs. c.		Amount. Rs. c.	Total. Rs. c.
Balance on December 31, 1901 ...	—	1,047 33			
<i>Taxes.</i>			<i>Establishment.</i>		
Commutation (labour rate) ...	1,620 0		Secretary and inspector ...	720 0	
Assessment (property rate) ...	1,200 0		Peon ...	150 0	
Dogs ...	40 0		Slaughter-house cooly ...	120 0	
Vehicles and animals ...	50 0		Cemetery-keeper and cooly ...	360 0	
Water-rate ...	1,500 0		Contribution to clerk for Local Board work, Kandy Kachcheri	180 0	
		4,410 0			1,530 0
<i>Licenses.</i>			<i>Office Contingencies.</i>		
Opium ...	1,300 0		Printed forms and stationery ...	118 10	
Stamp duties ...	1,400 0		Repairs to furniture ...	10 0	
		2,700 0	Rent of Local Board office ...	193 50	
<i>Fines.</i>					321 60
Police Magistrate ...	—	30 0	<i>Revenue Services.</i>		
<i>Rents.</i>			Commission to collectors and fees	335 0	
Slaughter-house fees ...	1,400 0		Remuneration to assessors ...	30 0	
Market fees ...	820 0		Transport allowance to peon to Kandy ...	51 84	
Cemetery fees ...	150 0		Postage ...	40 0	
		2,370 0			456 84
<i>Water Service.</i>			<i>Police Charges.</i>		
Share of maintenance of waterworks by railway ...	150 0		Cost of lamps (four) ...	400 0	
Water service to Brown & Co. ...	100 0		Cost of lighting ...	500 0	
Water service to houses ...	500 0		Cost of seizing dogs ...	50 0	
		750 0			950 0
Balance on drainage loan account	45 41	11,307 33	<i>Sanitary Charges.</i>		
Do. waterworks do. ...	302 37		Scavenging streets ...	1,068 0	
		347 78	Latrine conservancy ...	865 0	
			Purchase of disinfectants ...	60 0	
			Infectious diseases hospital caretaker, &c. ...	113 0	
			New Horbury latrine ...	520 0	
					2,626 0
			<i>Interest.</i>		
			Interest and sinking fund on waterworks loan ...	—	754 80
			Interest and sinking fund on drainage loan ...	—	1,585 9
			<i>Public Works.</i>		
			New roads ...	460 0	
			Maintenance of roads ...	100 0	
			Maintenance of bridges and drains ...	200 0	
			Market maintenance ...	80 0	
			Building concrete drains ...	412 0	
			Enclosing cemetery ...	150 0	
			Tools and stores ...	50 0	
			Slaughter-house ...	75 0	
					1,527 0
			Contribution towards cost of audit	—	130 0
			Waterworks maintenance ...	—	752 0
					10,633 33
			Balance ...	—	1,021 78
					11,655 11
		11,655 11			11,655 11

Local Board Office,
Nawalapitiya, January 23, 1902.

H. WACE,
Chairman.