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Separate paging is given to this Part, in order that it may be filed as a separate compilation.

## PART VI.

### BILLS OF THE GOVERNMENT OF INDIA.

#### LEGISLATIVE DEPARTMENT.

The following Bill was introduced in the Council of the Governor General of India for the purpose of making Laws and Regulations on the 14th March, 1895:—

No. 8 of 1895.

*A Bill to amend the Indian Volunteers Act, 1869.*

XX of 1869. WHEREAS it is expedient to amend the Indian Volunteers Act, 1869; It is hereby enacted as follows:—

1. For section 8 of the said Act the following section shall be substituted, namely:—

“8. Every member of a corps of volunteers shall, for all military offences of which he shall be guilty whilst on actual duty, be subject to the Army Act, 1881, so far as it applies to officers, or consistent with the provisions of this Act.

44 & 45 Vict. c. 58

“Explanation.—For the purposes of this and the following sections of this Act, volunteers shall be deemed to be on actual duty,—

- (a) when they are being trained or exercised either alone or with any portion of the regular forces; or
- (b) when they are attached to or otherwise acting as part of or with any regular forces; or
- (c) when their corps is on actual military service; or
- (d) when serving in aid of the civil power.”

2. In section 12 of the said Act, for the words “Articles of War” the words and figures “Army Act, 1881,” shall be substituted.

3. Subject to section 7 of this Act, for section 16 of the said Act the following section shall be substituted, namely:—

“16. No member of a corps of volunteers other than naval volunteers, shall be bound, without his consent, to serve or proceed on duty beyond the limits of the civil district in which he was enrolled, or, where a corps consists of volunteers enrolled in more civil districts than one, beyond the limits of the territory comprised in those districts: and

no member of a corps of naval volunteers shall be bound, without his consent, to serve or proceed on duty beyond the limits of the port to which the corps belongs, such port being construed to include the city or town after which the corps is named, and its suburbs, and the navigable rivers, channels and fairways leading thereto.”

4. For sections 19 and 20 of the said Act the following sections shall be substituted, namely:—

“19. If any member of such corps shall, without reasonable excuse, neglect to attend drill or parade at such times as may be appointed for that purpose, or shall be guilty of any neglect of duty, or other

military offence, he shall be liable to pay such fine, not exceeding fifty rupees, as the commanding officer may impose, or (except in the case of a commissioned officer) to simple dismissal from the corps, by order of the sail commanding officer:—

Provided that no volunteer shall be dismissed from his corps, or otherwise punished by his commanding officer under this section, until his guilt shall have been established by evidence duly taken and recorded in the books of the corps, under the signatures of the commanding officer and adjutant of the said corps:

Provided also that every such sentence of dismissal shall be reported to, and shall be liable to revision by, the Local Government, which may either reverse, or substitute a sentence of fine for, the same, or pass such other order in the case as may in its opinion be just and proper.

"20. If any member of such corps shall neglect to pay any fine to which he shall be sentenced by a general court-martial or by a commanding officer within such time as shall be fixed by the commanding officer of the corps, he may be dismissed by the said commanding officer from the said corps, and every dismissal shall be recorded and reported to the Local Government."

5. In section 22 of the said Act, after the word "court-martial" each time it occurs the words "or commanding officer" shall be inserted, and after the words "President of such Court" the words "or by such commanding officer, as the case may be," shall be inserted.

6. Subject to section 7 of this Act, after section 26 of the said Act the following sections shall be added, namely:—

*"Supplemental.*

"27. (1) In case of actual or apprehended emergency (the occasion being first declared by the Governor General in Council and notified in the Gazette of India) the Governor General in Council may call out any corps of volunteers for actual military service.

(2) All volunteers belonging to any corps so called out shall be bound, unless incapacitated by infirmity for military service, to assemble as the Governor General in Council

may direct, and to proceed according to orders within the limits hereinbefore specified; and, from the time of their corps being so called out, shall be deemed to be on actual military service.

(3) After a corps of volunteers has been called out for actual military service, the corps shall be deemed to be released from actual military service only after a notification in the Gazette of India declaring the occasion to have passed, and not sooner or otherwise:

Provided that the Governor General in Council may at any time discharge any such corps from actual military service.

(4) Before a corps of volunteers is released from actual military service, provision shall be made by the Government for the return of the volunteers present therewith to their homes.

"28. (1) The Governor General in Council may make rules as to allowances to volunteers.

(a) the making of payments to, and the provision of supplies for, volunteers called out on actual military service; and

(b) the grant of pay, pensions, gratuities, allowances and rewards to them.

(2) The Governor General in Council may apply such rules or any part of them to any volunteers who may have been called out by any Magistrate or other authority for the preservation of the peace:

and may in such case direct, any enactment notwithstanding, by whom the cost of the payments to be made and supplies to be provided under the rules shall be borne.

"29. Where a corps consists of volunteers enrolled in territories subject to more Local Governments than one, the Governor General in Council may, by notification in the Gazette of India, declare what Local Government shall for all or any of the purposes of this Act be deemed to be the Local Government with respect to the corps."

7. Nothing in the new section 16 substituted by section 3 of this Act, or in the new section 27 added by section 6 of this Act shall apply to any volunteer who was enrolled before the commencement of this Act, unless he consents in writing to be bound by such new section 16 instead of by the section for which it is substituted, or by such new section 27, as the case may be.

STATEMENT OF OBJECTS AND REASONS.

The object of this Bill is to amend the Indian Volunteers Act, 1869, in those respects in which the experience of its operation during a quarter of a century has proved the Act to be defective.

2. *Section 1 of Bill.*—Section 8 of the Act of 1869, which subjects volunteers to military law, so far as it applies to officers, whilst on actual duty or parade, has been recast. Some definition of the expression "actual duty" has been found to be necessary, and an explanation based under section 176 (8) of the Army Act, 1881, has therefore been added to the section. The proviso, which exempts volunteers from the punishment of death, has been omitted, for it is obvious that (unlikely as the contingency may be) there are offences for which, if committed on active service, death would be the only suitable penalty.

3. *Section 2 of Bill.*—The expression “Articles of War” is now obsolete, and the reference thereto in section 12 of the Act has in consequence been altered, as in the proposed new section 8 above noticed, to a reference to the Army Act, 1881.

4. *Section 3 of Bill.*—Under section 16 of the Act, a volunteer is not, in the absence of anything to the contrary in the terms of the constitution of the corps to which he belongs, bound to serve beyond four miles from the place at which he was enrolled. This limit is much too restricted, especially in the case of certain naval, cavalry and railway corps. It is therefore provided in the Bill that the local limits of compulsory service shall ordinarily be the limits of the civil district in which the volunteer was enrolled, but that such local limits shall, (1) in the case of naval volunteers, be the limits of the port (including the adjacent city or town and its suburbs), and the navigable rivers, channels and fairways leading thereto, and (2) in the case of corps consisting of volunteers enrolled in more civil districts than one, be the limits of the territory comprised in those districts.

5. *Sections 4 and 5 of Bill.*—The opportunity of this Bill has been taken to recast section 19 of the Act, under which, as it at present stands, a member of a corps neglecting to attend drill or parades or committing other minor military offences can only be punished with fine after trial by a Regimental Court-martial. It is proposed to confer jurisdiction in such cases on the Commanding Officer of the corps and to empower him to award either dismissal or fine in the case of a conviction, subject to the proviso that every sentence of dismissal is to be reported to and liable to revision by the Local Government. The conferment of these powers of dismissal on Commanding Officers of volunteer corps in this country is in strict analogy to the law in England (see the Volunteer Act, 1863, section 21), where a Commanding Officer possesses like powers, subject only to such subsequent order or direction as may appear just and proper to Her Majesty. The English law has been found to work well, and there would seem no reason why similar provisions should not be equally efficacious in India. The amendments in sections 20 and 22 of the Act, which are also made by these sections of the Bill, are merely consequential on the recasting of section 19, in the manner above indicated.

6. *Section 6 of Bill.*—Proposed section 27 provides for the calling out of volunteers for actual military service, for their discharge therefrom, and for provision being made by the Government for their return to their homes: and proposed section 28 will enable the Governor General in Council to make rules for—

- (a) the making of payments to, and the provision of supplies for, volunteers called out on actual military service; and
- (b) the grant of pay, pensions, gratuities, allowances and rewards to them.

A draft of the rules which it is proposed to issue, if this Bill becomes law, is appended hereto for general information.

Under proposed section 28 the Governor General in Council may apply the rules made in favour of volunteers called out on actual military service, or any part thereof, to volunteers who may have been called out by any Magistrate or other authority for the preservation of the peace, and may direct by whom the cost of the payments to be made and supplies to be provided under the rules so applied in favour of volunteers called out for the preservation of the peace shall be borne.

Proposed section 29, following section 2, sub-section (b), Act III of 1888 (Police), and section 144, Act IX of 1890 (Railways), will enable the Governor General in Council, if he sees fit, to appoint one Local Government only to be such Government with respect to any corps which has companies or troops in more provinces than one.

7. *Section 7 of Bill.*—On the principle that in all voluntary service it is but right that specific consent should precede the imposition of a new liability, provision is here made that volunteers already enrolled before the proposed amending Act comes into force may, as regards the local limits of compulsory service and the calling out of volunteer corps for actual military service, elect to abide by the law as it stood in the Act of 1869.

*The 11th March 1895.*

(Signed) HENRY BRACKENBURY.

J. M. MACPHERSON,

*Officiating Secretary to the Government of India.*

#### APPENDIX.

##### DRAFT RULES UNDER PROPOSED SECTION 28.

*Grant of pay, gratuities, pensions, &c., to volunteers called out for military service.*

When a volunteer corps is called out for actual military service, the following rules shall take effect—

- (a) There shall be issued to the Commanding Officer a sum of Rs. 32 for the use of every officer, non-commissioned officer and volunteer belonging to, and assembling with, the

corps (except such of them as do not desire to receive the benefit thereof); and each such sum, or so much thereof as the Commanding Officer of the corps thinks fit, shall be laid out, under the direction of the Commanding Officer, in providing necessaries for such officer, non-commissioned officer and volunteer; and, within one month after issue thereof, an account shall be settled with each such officer, non-commissioned officer and volunteer respecting the application thereof, and any unapplied residue thereof shall be paid to him.

- (b) Such officers, non-commissioned officers and volunteers shall, while on, or proceeding to, or returning from, actual military service, be entitled to receive pay, allowances and rations as under:—

*In the case of Government servants.*—If on leave, civil leave allowances and military pay and allowances of rank. If not on leave, the volunteer may draw either civil pay or military pay and allowances of rank, according to his option.

*If not in Government service.*—Pay and allowances admissible to the different ranks in the British Army corresponding with those held by them in the volunteers.

*In all cases.*—Rations in the same manner and on the same scale as authorised for British troops serving in the military district in which the volunteers are serving.

- (c) On the release of the corps from actual military service, each officer, non-commissioned officer and volunteer present with the corps at the time of such release shall be paid Rs. 16 (except such of them as do not desire to receive the same) in addition to his pay and allowances:
- (d) A commissioned officer of the volunteers, who, when on actual military service, shall be wounded in action, or shall have received an injury when in the execution of military duty otherwise than in action, shall be entitled to the same pension or gratuity as an officer of similar rank in the British Army would be entitled to under the Royal Warrant in force at the time being.
- (e) A commissioned officer of volunteers, who, when on actual military service, shall be so wounded in action or injured when in the execution of military duty otherwise than in action as to be rendered permanently incapable of resuming similar employment to that in which he was engaged at the time when called out for actual military service, shall have the option of being placed for life upon the half pay of an officer of corresponding rank in the British service, as laid down in the Royal Warrant in force at the time being instead of receiving any pension or gratuity to which he might be entitled under rule (d).
- (f) The widow, children, mother or sisters of a commissioned volunteer officer, who, when on actual military service, has been killed in action or has died of wounds received in action within twelve months after having been wounded, or has died from illness which can be directly traced to fatigue, privation or exposure, incident to active operations in the field, within twelve months after being first removed from duty on account of such illness, provided that the illness be certified to have commenced during such active operations, shall be entitled to such pension or gratuity or compassionate allowances as the widow, children, mother or sisters of an officer of like rank in the British Army would be entitled to under the Royal Warrant in force at the time being.
- (g) A volunteer non-commissioned officer or man, who, by reason of wounds or injuries received in action, or in the actual discharge of any military duty when on actual military service, shall be rendered partially or totally incapable of earning a livelihood, or in the same manner shall be rendered temporarily incapable of earning a livelihood, shall be entitled to such pension or gratuity as a non-commissioned officer or man of similar rank in the British Army would be entitled to under the Royal Warrant in force at the time being.
- (h) If a married volunteer non-commissioned officer or man, when on actual military service, be killed in action or die of his wounds within twelve months after having been wounded, and leave a widow, she shall be entitled to a gratuity of one year's pay of his military rank at the rate which the volunteer was in receipt of at the time of his death or of his being discharged from actual military service. A gratuity of one-third of a year's pay of the military rank of the father at the time of his death shall be issued under similar conditions to each orphan child under sixteen years of age, whose mother is dead.
- (i) If any person, becoming entitled under clauses (d), (e), (f), (g) or (h) of these rules to any pension, half pay, gratuity or compassionate allowances, be entitled under the rules of the Civil Service Regulations, or under special conditions of service, to pension, gratuity or compassionate allowances at higher rates, he or she shall be entitled to receive such higher rates instead of those named in the Royal Warrant.
- (k) Nothing in these rules shall be held to interfere with any rights or privileges as to pensions or gratuities to which members of the volunteer force or their families may be already entitled under the regulations now in force.

## LEGISLATIVE DEPARTMENT.

The following Bill was introduced in the Council of the Governor General of India for the purpose of making Laws and Regulations on the 14th March, 1895:—

## Bill No. 9 of 1895.

*A Bill to provide for the establishment of bonded warehouses at places other than customs-ports, and to afford facilities for the bonding of salt in such warehouses.*

WHEREAS it is expedient to provide for the establishment of bonded warehouses at places other than customs-ports, and to afford facilities for the bonding of salt in such warehouses; It is hereby enacted as follows:—

1. (1) This Act may be called the Inland Title, construction and Bonded Warehouses and Salt Bonding Act, 1895.

VIII of 1878. (2) It shall be read with, and taken as part of, the Sea Customs Act, 1878: and

(3) It shall come into force at once.

2. Sections 4 to 7, both inclusive, of this Act shall extend only to such parts of British India as the Governor General in Council may from time to time, by notification in the Gazette of India, direct in this behalf.

XVI of 1887. 3. (1) The Inland Bonded Warehouses Act, 1887, is hereby repealed.

XVII of 1894. (2) The reference to that Act in section 2, clause (5), of the Cotton Duties Act, 1894, shall be read as if it were made to this Act.

VIII of 1878. 4. (1) Notwithstanding anything contained in the Sea Customs Act, 1878, the Chief Customs-authority may from time to time, with the previous sanction of the Local Government, appoint a public or license a private warehouse at any place which is not a warehousing port, and may with the like sanction cancel such appointment or license.

(2) In reference to such a place and a warehouse appointed or licensed thereat the provisions of the said Act with respect to the levy of customs-duties on goods brought in bond from one customs-port to another, and with respect to warehousing, shall be construed as if the place were a customs-port and a warehousing port, and the warehouse a public or a private warehouse, as the case may be, appointed or licensed thereat under that Act:

Provided that this sub-section shall not apply to salt removed under bond under the provisions of the next following section.

5. The Chief Customs-authority may, in accordance with such rules as may be prescribed in this behalf by the Local Government and notwithstanding the provisions of section 93 of the Sea

Customs Act, 1878, permit salt removed from VIII of 1878. ship board or from a warehouse appointed or licensed under the Sea Customs Act, 1878, to be VIII of 1878. conveyed otherwise than in charge of an officer of Customs to a warehouse appointed or licensed under this Act, under a bond securing the subsequent payment of the duty leviable in respect of the salt so removed.

6. Every bond executed in accordance with the provisions of the last preceding section shall be in the form hereto annexed, or, when such form is inapplicable or insufficient, in such other form as is from time to time prescribed by the Chief Customs-authority:

Provided that the time allowed by such bond for the payment of the duty leviable on the salt included therein shall not exceed the time within which it may reasonably be expected that the whole of such salt shall have passed into consumption, and shall in no case exceed six months.

7. The Local Government may, with the previous sanction of the Governor General in Council, make rules consistent with the provisions of this Act regarding—

(1) the inspection by Government officers of warehouses appointed or licensed under this Act;

(2) the safe custody of salt in transit under the provisions of this Act;

(3) the removal of salt from a warehouse appointed or licensed under this Act;

(4) the nature of the security to be required from a person executing a bond in accordance with the provisions of this Act, and the place of payment of the sum recoverable under such bond; and

(5) generally such other matters as may be deemed necessary to secure the safety of the public revenue.

## FORM OF BOND.

(See section 6.)

No. 189 .

We, A. B.,

now of  
; and C. D.,

of the same place, are jointly and severally bound to Her Majesty's Secretary of State for India in Council in the sum of Government rupees to be paid to the said Secretary of State in Council, for which payment we jointly and severally bind ourselves and our legal representatives.

(Date)

(Signed)

The above bounden \_\_\_\_\_, having applied to the officer in charge of the Custom-house at \_\_\_\_\_ for and obtained permission to lodge in a warehouse appointed or licensed under the Inland Bonded Warehouses and Salt Bonding Act, 1895, and situated at \_\_\_\_\_

\_\_\_\_\_ for a period of \_\_\_\_\_ months the following goods, \_\_\_\_\_ that is to say, \_\_\_\_\_ maunds of \_\_\_\_\_ salt imported by sea from \_\_\_\_\_ on board of the ship \_\_\_\_\_ and entered in the Custom-house books as No. \_\_\_\_\_ of the Register of goods imported by sea ;

The condition of this bond is that—

If the \_\_\_\_\_ or their legal representatives shall observe all the rules prescribed under the said Inland Bonded Warehouses and Salt Bonding Act, 1895, to be observed by the owners of goods warehoused and persons obtaining permission to warehouse goods under the provisions thereof ;

And if the said \_\_\_\_\_, or their legal representatives, shall pay to the officer in charge of the Custom-house at the port of \_\_\_\_\_, or to the Collector of \_\_\_\_\_, all dues, in-

cluding customs-duties or other lawful charges, which shall be demandable on the said salt or on account of penalties incurred in respect thereto, within \_\_\_\_\_ from the date of this bond, together with interest on every such sum at the rate of six per cent. per annum from the date of demand thereof being made in writing by the said officer in charge of the Custom-house ;

And if, within the term so fixed or such further period (if any) as may be granted by the Chief Customs-authority for the payment thereof, the full amount of all customs-duties and other lawful charges, penalties and interest demandable as aforesaid shall have been first paid on the whole of the said salt ;

This obligation shall be void.

Otherwise, and on breach or failure in the performance of any part of this condition, the same shall be in force.

(Date)

(Signed) ( \_\_\_\_\_ )

#### STATEMENT OF OBJECTS AND REASONS.

THE object of this Bill is to provide an easier system by which salt, imported by sea, may be removed for sale in the interior, without necessary prepayment of duty, the duty being secured by the execution of a bond.

The provisions of the Inland Bonded Warehouses Act, XXI of 1887, were mainly designed in connection with the salt trade, and the opportunity has been taken of removing that Act from the Statute-book and re-enacting it in combination with the proposals now made.

The proposed Act will be of immediate use in the Lower Provinces of Bengal only, but it may hereafter be found desirable to further extend its application. It has, therefore, been drafted in a permissive form.

*The 12th March 1895.*

(Signed) J. WESTLAND.

J. M. MACPHERSON,  
Officiating Secretary to the Government of India.

## LEGISLATIVE DEPARTMENT.

The following Report of the Select Committee on the Bill to give power to Companies to make certain alterations in the Instruments under which they are constituted, and to amend the Indian Companies Act, 1882, was presented to the Council of the Governor General of India for the purpose of making Laws and Regulations on the 14th March 1895 :—

WE, the undersigned, Members of the Select Committee to which the Bill to give power to Companies

to make certain alterations in the Instruments under which they are constituted, and to amend the Indian Companies Act, 1882, was referred, have considered the Bill and the papers noted in the margin, and have now the honour to submit this our Report, with the Bill as amended by us annexed thereto.

From Chief Commissioner, Coorg, No. 195, dated 31st January 1895 [Paper No. 1].  
 From Commissioner, Ajmere-Merwara, No. 88—690-V., dated 6th February 1895 [Paper No. 2].  
 From High Court, Calcutta, No. 252, dated 12th February 1895 [Paper No. 3].  
 From Resident, Hyderabad, No. 51, dated 16th February 1895, and enclosures [Papers No. 4].  
 From Chief Commissioner, Burma, No. 302—L-1, dated 13th February 1895, and enclosures [Papers No. 5].  
 From Government, Bombay, No. 1446, dated 19th February 1895, and enclosures [Papers No. 6].  
 From Agent, Governor General, Baluchistan, No. 371-C, dated 18th February 1895 [Paper No. 7].  
 From Government, Bengal, No. 693-P., dated 22nd February 1895, and enclosures [Papers No. 8].  
 From Chief Commissioner, Central Provinces, No. 1277, dated 27th February 1895 [Paper No. 9].  
 From Government, Punjab, No. 308, dated 23rd February 1895, and enclosure [Paper No. 10].  
 From Government, Madras, No. 438, dated 27th February 1895, and enclosures [Papers No. 11].  
 From Mr. C. W. Hope, Dehra Dun, dated 2nd March 1895 [Paper No. 12].  
 From Government, North-Western Provinces and Oudh, No. 232, dated 4th March 1895, and enclosures [Papers No. 13].  
 From Chief Commissioner, Assam, No. 27-L.L., dated 5th March 1895, and enclosures [Papers No. 14].

2. As the term "Court" has already been defined in one way in the Indian Companies Act, 1882, it appears inadvisable to define it in another way in this Bill, which when it becomes law, is to be read as part of that Act. We have therefore substituted the term "High Court" for "Court" throughout the Bill, defining the term so as to make it clear that the Recorder is the High Court in the case of the town of Raungoon.

3. Under section 8 of the Indian Companies Act, 1882, the memorandum of association of a company has to state the part of British India in which the registered office of the company is proposed to be situate, and, though section 64 contemplates the possibility of a change in the situation of a registered office, the safer construction of the section would seem to be that it only authorizes the removal of an office from one place to another in the part of British India mentioned in the memorandum of association. It has been brought to our notice that this state of the law has caused serious inconvenience in certain cases, in which, owing to a change in the sphere of operations of a company or to other causes, the part of British India originally selected for the situation of the registered office is no longer suitable. We have therefore inserted a new clause in section 8 of the Bill making a change of the place of the registered office of the company from one part of British India to another an additional ground on which the Court may confirm a proposed alteration in the provisions of its memorandum of association.

4. As consequential on the amendment of section 8 just described we have introduced a new sub-section (2) in section 9, providing, where the registered office of a company is changed to a part of British India other than that in which the office is at which the company is registered, for the delivery of a certified copy of the order confirming such change to the Registrar of Joint Stock Companies in both such parts, and for the registration of the same by each of such Registrars, and further for the transfer by the Registrar of the part from which such office is transferred to the Registrar of the other part of all documents relating to the company registered in his office. As the papers relating to each company are, we understand, kept separately from those of other companies at registration offices, their transfer as proposed by us should be a simple matter.

5. To prevent the possibility of any question being raised on the point, we have added a sub-section (4) to section 9 prescribing a fee of Rs. 5 for every registration under the section.

6. We have extended the period prescribed by section 9 (1) for the delivery of the documents there specified to the Registrar of Joint Stock Companies for registration from fifteen days to three months, in order to make it correspond to the period fixed by section 10 as that after the expiry of which, without registration, the proceedings become null and void, and we have added a proviso to the latter section giving persons interested a further time of grace amounting to one month within which to revive the order. This last provision will enable relief to be obtained in cases in which the failure to register may have been due to the conduct of the officers of the company or to other causes beyond the control of the general body of the shareholders, who may have been desirous all along that the order of the Court should be brought into practical operation by registration.

5. The publication ordered by the Council has been made as follows :—

Gazette.	In English.	Date.
Gazette of India ... ..	...	12th January 1895.
Fort Saint George Gazette ... ..	...	22nd January 1895.
Bombay Government Gazette ... ..	...	17th January 1895.
Calcutta Gazette ... ..	...	16th January 1895.
North-Western Provinces and Oudh Government Gazette ... ..	...	19th January 1895.
Punjab Government Gazette ... ..	...	24th January 1895.
Central Provinces Gazette ... ..	...	19th January 1895.
Burma Gazette ... ..	...	26th January 1895.
Assam Gazette ... ..	...	26th January 1895.
Coorg District Gazette ... ..	...	1st February 1895.
Sind Official Gazette ... ..	...	2nd February 1895.

*In the Vernaculars.*

Province.	Language.	Date.
Madras	Tamil	29th January 1895.
	Telugu	29th January 1895.
	Kánarese	29th January 1895.
	Malayalam	29th January 1895.
Bombay	Maráthi	7th February 1895.
	Gujaráthi	7th February 1895.
	Kánarese	7th February 1895.
North-Western Provinces and		
Oudh	Urdu	19th January 1895.
Coorg	Kánarese	1st March 1895.
Sind	Sindhi	2nd February 1895.

6. We do not think that the measure has been so altered as to require re-publication, and we recommend that it be passed as now amended.

(Signed) J. WESTLAND.  
 „ ALEX. EDW. MILLER.  
 „ A. P. MACDONNELL.  
 „ PHEROZESHAH M. MEHTA.  
 „ P. PLAYFAIR.

*The 13th March 1895.*

**NO. II.**

*A Bill to give power to Companies to make certain alterations in the Instruments under which they are constituted, and to amend the Indian Companies Act, 1882.*

WHEREAS it is expedient to give to companies power to alter the provisions of the instruments under which they are constituted in certain cases: and whereas it is also expedient to amend section 65 of the Indian Companies Act, 1882; It is hereby enacted as follows:—

1. (1) This Act may be called the Indian Companies (Memorandum of Association) Act, 1895; and

(2) It shall come into force at once.

2. Sections 3 to 10 (both inclusive) shall be read with and taken as part of the Indian Companies Act, 1882.

3. In this Act, unless there is something repugnant in the subject or context,—

(1) the expression “deed of settlement” includes any contract of copartnership or other instrument constituting or regulating a company and not being an Act of Parliament, a Royal Charter or Letters Patent;

(2) the expression “High Court” means for the Town of Rangoon the Recorder and elsewhere the High Court as defined in the General Clauses Act, 1863.

4. Subject to the provisions of this Act, a company registered under the Indian Companies Act, 1882, may, by special resolution, alter the provisions of its memorandum

of association or deed of settlement with respect to the objects of the company, so far as may be required for any of the purposes hereinafter specified, or alter the form of its constitution by

substituting a memorandum and articles of association for a deed of settlement, either with or without any such alteration as aforesaid with respect to the objects of the company; but in no case shall any such alteration take effect until confirmed on petition by the High Court.

Particulars as to which Court must be satisfied before confirmation. 5. Before confirming any such alteration the High Court must be satisfied—

(a) that sufficient notice has been given to every holder of debentures or debenture stock of the company, and every person or class of persons whose interests will, in the opinion of the Court, be affected by the alteration; and

(b) that, with respect to every creditor who in the opinion of the Court is entitled to object, and who signifies his objection in manner directed by the Court, either his consent to the alteration has been obtained or his debt or claim has been discharged or has determined, or has been secured to the satisfaction of the Court:

Provided that the Court may, in the case of any person or class of persons, for special reasons, dispense with the notice required by this section.

6. An order confirming any such alteration may be made on such terms and subject to such conditions as to the Court may seem fit, and the Court may make such orders as to costs as it may deem proper.

7. The High Court shall, in exercising its discretion under this Act, have regard to the rights and interests of the members of

the company, or of any class of those members, as well as to the rights and interests of the creditors, and may, if it shall think fit, adjourn the proceedings in order that an arrangement may be made to the satisfaction of the Court for the purchase of the interests of dissentient members; and the

VI of 1882.

VI of 1882.

[53 & 54 Vict., c. 62, s. 3 (2)]

[Ib., s. 3 (2).]

I of 1868.

[Ib., s. 1 (1).]

VI of 1882.



Court may give such directions and make such orders as it may think expedient for the purpose of facilitating any such arrangement or carrying the same into effect :

Provided always that it shall not be lawful to expend any part of the capital of the company in any such purchase.

[53 & 54  
Vict., c. 62,  
s. 1 (5).]

8. The *High Court* may confirm, either wholly or in part, any such alteration as aforesaid with respect to the objects of the company if it appears that the alteration is required in order to enable the company—

- (a) to change the place of the registered office of the company from one part of British India to another ; or
- (b) to carry on its business more economically or more efficiently ; or
- (c) to attain its main purpose by new or improved means ; or
- (d) to enlarge or change the local area of its operations ; or
- (e) to carry on some business or businesses which under existing circumstances may conveniently or advantageously be combined with the business of the company ; or
- (f) to restrict or abandon any of the objects specified in the memorandum of association or deed of settlement.

[*ib.*, s. 2 (L).]

9. (1) Where a company has altered the provisions of its memorandum of association or deed of settlement with respect to the place of its registered office or to the objects of the company, or has altered the form of its constitution by substituting a memorandum and articles of association for a deed of settlement, and such alteration has been confirmed by the Court, a certified copy of the order confirming such alteration, together with a printed copy of the memorandum of association or deed of settlement so altered, or together with a printed copy of the substituted memorandum and articles of association (as the case may be), shall be delivered by the company to the Registrar of Joint Stock Companies within three months from the date of the order, and the Registrar shall register the same, and shall certify under his hand the registration thereof, and his certificate shall be conclusive evidence that all the requisi-

tions of this Act with respect to such alteration and the confirmation thereof have been complied with.

(2) When any such alteration as aforesaid involves a transfer of the registered office to a part of British India other than that in which the office is at which the company is registered, a certified copy of the order confirming such change shall be delivered by the company to the Registrar of Joint Stock Companies in each of such parts, and each of such Registrars shall register the same, and shall certify under his hand the registration thereof and the Registrar for the part from which such office is transferred shall send to the Registrar for the other part all documents relating to the company registered in his office.

(3) From the date of such registration (but subject to the provisions of this Act) the memorandum or deed of settlement so altered shall be the memorandum of association or deed of settlement of the company, or, as the case may be, such substituted memorandum and articles of association shall apply to the company in the same manner as if the company were a company registered under Part I of the Indian Companies Act, 1882, with such memorandum and articles of association, and the company's deed of settlement shall cease to apply to the company. VI of 1882.

(4) For every registration under this section there shall be payable to the Registrar of Joint Stock Companies a fee of five rupees.

10. No such alteration as aforesaid shall have any operation until registration thereof has been duly effected under the last foregoing section, and, if such registration shall not have been effected within three months next after the date of the order of the Court confirming the alteration, such alteration and order and all proceedings connected therewith shall at the expiration of such period of three months become and be absolutely null and void :

Provided that the Court may, on sufficient cause shewn, revive the order on application made within a further period of one month.

11. In section 65 of the Indian Companies Act, 1882, for the words "in such language or languages" the second time they occur the words "in the English language" shall be substituted. VI of 1882.

J. M. MACPHERSON,  
Offg. Secretary to the Government of India.