

THE NORTH BRITISH CANADIAN INVESTMENT COMPANY LIMITED, INCORPORATED UNDER THE COMPANIES ACTS, 1862 to 1900.

INTIMATION is hereby given that on the 7th day of August 1929 a Petition was presented to the Lords of Council and Session (Second Division,—Mr. Antonio, Clerk) at the instance of the above-named Company under the Companies Consolidation Act, 1908, praying their Lordships to confirm an alteration of the provisions of the Company's Memorandum of Association with respect to its objects set forth in the Special Resolution of the Company passed on 22nd July 1929 and confirmed on 6th August 1929. The said Special Resolution is as follows:—

MEMORANDUM OF ASSOCIATION.

- “(1) That Sections (3), (4), (5), (6), (7), (8), (9), (10) and (11) of Clause 3 be wholly deleted; and
- “(2) That in addition to the remaining Sections, viz. (1) and (2) of Clause 3, there be added the following new Sections, viz. :—
- “(3) To carry on the business of an Investment and Trust Company, and to raise money on such terms and conditions as may be thought desirable, and invest the amount thereof in or upon or otherwise acquire and hold shares, stocks, debentures, debenture stocks, bonds, mortgages, obligations, and securities of any kind issued or guaranteed by any company, corporation or undertaking of whatever nature wherever situated or carrying on business, and shares, stocks, debentures, debenture stocks, bonds, obligations and other securities of the United Kingdom or any British Colony or foreign government or authority supreme, municipal, local or otherwise whether at home or abroad, provided always that not more than one-tenth of the subscribed capital can be invested in any one security, other than mortgages or heritable property in Canada and/or British Government Securities, and that no investment imposing unlimited liability on the Company shall be made.
- “(4) To borrow or raise money or secure the payment of money in such manner and upon such terms and conditions in all respects as the Directors shall think fit, and in particular by the issue of debentures or debenture stock perpetual or otherwise or by mortgage, charge or lien upon the whole or any part of the Company's undertaking, property or assets, including its uncalled capital.
- “(5) To acquire any such securities or investments as aforesaid by original subscription, tender, syndicate, participation, purchase, exchange or otherwise, and whether or not fully paid up, and to make payments thereon as called up, or in advance of calls, or otherwise to acquire any such securities or investments in excess of the moneys for the time being proposed to be invested, and to hold, sell or otherwise dispose of any excess thereof, to subscribe for the same either conditionally or otherwise, and generally to sell, exchange or otherwise to dispose of, deal with or turn to account any of the assets of the Company or any securities or investments of the Company acquired, or agreed so to be, and to invest in or to acquire by repurchase or otherwise any securities or investments of the kind before enumerated, and to vary the securities and investments of the Company from time to time.
- “(6) To constitute any trusts with a view to the issue of preferred, deferred or any other special stocks or securities based on or representing any shares, stocks or other assets specifically appropriated for the purposes of any such trust, and to settle and regulate and, if thought fit, to undertake and execute any such trusts, and to issue, dispose of, or hold any such preferred, deferred or other special stocks or securities.
- “(7) To carry on business as financiers, and to undertake and carry out all such operations

- “and transactions as an individual capitalist may lawfully undertake and carry out.
- “(8) To make advances upon, hold in trust, issue, buy, sell or otherwise acquire and dispose of, on commission or otherwise, any such securities or investments as aforesaid, and upon the securities of landed property, buildings or hereditaments, or any interest therein in the United Kingdom or the Colonies, or in any foreign country or state, or to act as Agents or Trustees for any of the above or the like purposes.
- “(9) To take, make, execute, enter into, commence, carry on, prosecute and defend all steps, contracts, agreements, negotiations, legal and other proceedings, compromises, arrangements and schemes; and to do all other acts, matters and things which shall at any time appear conducive or expedient for the protection of the Company, as holders of or as interested in any such securities and investments as aforesaid, realising such securities and investments, or for obtaining payment of the moneys payable thereon.
- “(10) To make, draw, accept, indorse, issue, discount and otherwise deal with promissory notes, bills of exchange, letters of credit, circular notes, and other mercantile documents or securities.
- “(11) To deal with any bank or banks or others, whether at home or abroad, in the way of placing money on current account or deposit, or to borrow money from such banks, or others.
- “(12) To apply for, promote and obtain any Act or Acts of the Imperial or of the Canadian Parliament or of the Legislature of any of the Canadian Provinces or Territories, or Provisional Order or licence of the Board of Trade or other authority for enabling the Company to carry out its objects or any of them, or for conferring on the Company any additional powers or for effecting any modification of the Company's Constitution or for any other purpose which may seem expedient, and to oppose any bills, proceedings or applications which may be thought to be directly or indirectly prejudicial to the Company.
- “(13) To appoint a trustee or trustees to hold any property, heritable or moveable, real or personal, on behalf of the Company.
- “(14) To undertake the office of trustee, receiver, or liquidator, whether official or otherwise, executor, administrator, committee, manager, broker, agent, attorney, delegate, substitute or treasurer, and any other offices or situations of trust or confidence, and to perform and discharge the duties and functions incident thereto, and generally to transact all kinds of trust and agency business, either gratuitously or otherwise.
- “(15) To purchase, lease, or otherwise acquire any lands, houses, buildings and other real and personal property, and to erect, construct, lay down, enlarge, alter and maintain any buildings necessary or convenient for the Company's business or otherwise.
- “(16) To acquire and undertake the whole or any part of the business, goodwill and assets of any person or company carrying on or proposing to carry on any of the businesses which the Company is authorised to carry on, and, as part of the consideration for such acquisition, to undertake all or any of the liabilities of such person or company, or to acquire an interest in, amalgamate with or enter into any arrangement for sharing profits, or for co-operation, or for limiting competition, or for mutual assistance, with any such person or company, and to give or accept by way of consideration for any of the acts or things aforesaid, or for any property acquired, any shares, debentures, or securities that may be agreed upon, and to hold and retain, or sell, mortgage, and deal with any shares, debentures or securities so received.
- “(17) To promote any other company for the purpose of acquiring all or any of the property and undertaking all or any of the liabilities of this Company, or of under-