

# Whitstable Oyster Fishery Company Bill

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## EXPLANATORY MEMORANDUM

This Bill provides for the re-constitution of the Whitstable Oyster Fishery Company which is a statutory company incorporated by the Whitstable Oyster Fishery Act 1896.

*Clause 1* gives a short title for the intended Act.

*Clause 2* contains a definition of the Company.

*Clause 3* provides for the reconstitution of the Company with a memorandum of association as set out in the *Schedule* to the Bill which would allow the Company to operate as a general commercial company and with articles of association which the Company can adopt by special resolution. The new constitution would take effect upon the Company's registration as a registered company under the Companies Act 1985.

*Clause 4* provides for the repeal of the Whitstable Oyster Fishery Act 1896.

*Clause 5* would authorise the Company to defray the costs of the Bill out of revenue.

## EUROPEAN CONVENTION ON HUMAN RIGHTS

The Company Secretary has made the following statement on behalf of the Company:

In the view of the Whitstable Oyster Fishery Company the provisions of the Whitstable Oyster Fishery Company Bill are compatible with Convention Rights.



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# B I L L

To provide for the re-constitution of the Whitstable Oyster Fishery Company; and for other purposes.

WHEREAS—

- (1) The Whitstable Oyster Fishery Company (“the Company”) was incorporated pursuant to the Whitstable Oyster Fishery Act 1896 (c. xli) (“the 1896 Act”) as the successor to the Company of Free Fishers and Dredgers of Whitstable, that company in turn having been incorporated by an Act of 1793 as the successor to the Whitstable Company of Dredgers which, as described in that Act, had managed and carried on the Whitstable Oyster Fishery from time out of mind: 5
- (2) The Company’s statutory business comprises the regulating, carrying on and management of the oyster fishery within the limits of the manor and royalty of Whitstable in Kent and various incidental purposes: 10
- (3) The Company has extended its activities to more general trading activities and it would be of public advantage if the Company were re-constituted as a general commercial company and without particular restrictions and limitations imposed on the Company by the 1896 Act remaining applicable to it:
- (5) The other statutory provisions regulating the Company’s affairs are in many respects outmoded having regard to present-day requirements and it is expedient to enable the Company’s powers to be modernised: 15
- (6) The objects of this Act cannot be attained without the authority of Parliament:  
May it therefore please your Majesty that it may be enacted, and be it enacted, by the Queen’s most Excellent Majesty, by and with the advice and consent of the Lords Spiritual and Temporal, and Commons, in this present Parliament assembled, and by the authority of the same, as follows, that is to say:— 20

**1 Citation**

This Act may be cited as the Whitstable Oyster Fishery Company Act 2005.

**2 Interpretation**

In this Act “the Company” means Whitstable Oyster Fishery Company.

**3 Adoption of new constitution**

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Notwithstanding anything in Schedule 21 to the Companies Act 1985 (c. 6) or anything in any enactment or other instrument constituting or regulating the Company, the Company may, once it is registered as a company limited by shares, by special resolution—

- (a) adopt the provisions of the **Schedule** to this Act as its Memorandum of Association, and
- (b) adopt Table A with such modifications as appear to it to be appropriate.

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**4 Repeals**

- (1) The Whitstable Oyster Fishery Act 1896 (c. xli) is repealed upon the adoption of a memorandum and articles of association in accordance with **section 3** of this Act.
- (2) Not later than 14 days after the passing of a special resolution in accordance with **section 3**, the Company shall cause to be published in the London Gazette notice of the repeal effected by this section.

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**5 Costs of this Act**

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The costs, charges and expenses of the Company in securing this Act or otherwise in relation to it shall be paid by the Company and may in whole or in part be defrayed out of revenue.

SCHEDULE

Section 3

MEMORANDUM OF ASSOCIATION

- 1 The company's name is the Whitstable Oyster Fishery Company Limited.
- 2 The company's registered office is to be situated in England.
- 3 The company's objects are to carry on business as a general commercial company. 5
- 4 The liability of the members is limited.
- 5 The company's share capital is £250,000 divided into 25,000 shares of £10 each.





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SESSION 2004–05

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