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FROM *Sutton  
Commander  
Blaver*

DATE *14th Feb, 1924*

CIRCULATION :-  
Mr.  
Mr. *Mugh*  
Mr. *G. H. Lewis*  
Asst. U.S. of S.  
*197024*  
Perm. U.S. of S.  
Part. U.S. of S.  
Secretary of State

*Magadi Soda Co.*  
  
*Report proceedings at  
Extraordinary meeting  
of shareholders 13th Feb.*

Previous Paper  
*S  
8497*

MINUTES

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*W.A.S.*  
*15.2.24*  
*at once*  
*H. J. A.*  
*197124*  
*W.A.S.*

Subsequent Paper  
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8303*

MINUTES.

MINUTES NOT TO BE WRITTEN  
ON THIS SIDE.

BUTTON, O'MANNEY & OLIVER.  
F. S. OLIVER.  
M. M. O'MANNEY.  
TELEGRAPHIC ADDRESS: "O'MANNEY LONDON"  
TELEPHONE: NO. 1822 LONDON WALL.



3 & 4, GREAT WINCHESTER STREET,  
LONDON, E.C. 2

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14th February 1924.

1422/1924

Sir,

Magadi Soda Co. Ltd.

We have to report that we yesterday attended the second Extraordinary Meeting of the Shareholders of the Magadi Soda Co. Ltd which was convened for the purpose of passing a Resolution for the voluntary liquidation of the Company and the appointment of Mr Tait as sole Liquidator with two Shareholders to act as an Advisory Committee in accordance with the notice of which you have copies.

The discussion lasted nearly two hours.

After the notice and resolution had been read to the meeting Mr. Emery one of the shareholders proposed an amendment that the Meeting should be adjourned for the purpose of considering a scheme for reconstruction of the Company under Section 45 of the Companies Consolidation Act 1908 and appointing five shareholders to confer with the Receiver for that purpose. This Section of the Act enables a

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reconstruction scheme to be passed with the sanction of the Court without the necessity for liquidation. Mr Emery pointed out that this course would also obviate the necessity for formation of a new Company and would thus save the heavy capital duty of 5 or 6 per cent payable on the nominal capital.

Mr Emery's amendment was put to the Meeting but defeated on a show of hands.

Mr Lewis then demanded on the motion of Mr. Pennell a division on the original resolution to the Meeting. Several Shareholders protested against this claiming that the poll on the amendment should be taken first.

On a show of hands the original Resolution was carried and a Poll was again demanded on the motion of Mr. Pennell.

Both Polls were taken at the same time but the results were not announced at the meeting. The result will probably be announced to-day.

The Chairman in moving the Resolution for voluntary liquidation stated that the Board had received 2163 Proxies

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representing 641,522 votes in their favour and against 578 proxies representing 120,252 votes. A three quarters majority would thus require 571,000 votes.

In answer to one of the shareholders the Chairman stated that he was still unable to disclose particulars of the possible alternate reconstruction scheme. He pointed out that it was imperative that the Company should first go into voluntary liquidation if either scheme was to be passed. He informed the shareholders a Petition was already on the file for the compulsory liquidation of the Company returnable on the 19th inst.

This petition, as you are aware has been issued on behalf of the Enemy Clearing Office.

The Chairman further stated that if the Shareholders wished to retain an interest in the property they would have to provide additional working capital to the amount of about 2500,000 to justify the Colonial Government in renewing the Concessions which have technically been forfeited.

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We think it probable that the requisite three fourths majority will be obtained to pass the Resolution for liquidation and it is in any case certain that the amendments will be defeated.

Should the resolution for liquidation be passed the Court would order a Meeting to be convened to consider and proceed with the reconstruction.

We have the honour to be,

Sir,

Your obedient servants,

*Sutton Gunnamney & Oliver*

The Under Secretary of State.  
Colonial Office.