

HOUSE OF LORDS
MINUTES OF PROCEEDINGS

WHARNCLIFFE EXAMINATION
of the
GENERAL CEMETERY BILL [HL]

Tuesday 25 February 2025

Before:

CHRIS SALMON PERCIVAL, Clerk of Private Bills, House of Lords, and
Examiner of Petitions for Private Bills

Also in attendance:

KATE MEANWELL, Clerk of Secondary Legislation, House of Lords
MIKE WRIGHT, Private and Hybrid Legislation Manager, House of Lords
KIRAN KAUR, Committee Operations Officer, House of Lords

NICK EVANS, of Broadfield Law, appeared as Parliamentary Agent for the
Bill, and ARANYA THARUMAKUNARAJAH, Broadfield Law

(11.30 am)

1. **CHRIS SALMON PERCIVAL:** Good morning. My name is Chris Salmon Percival, Clerk of Private Bills in the House of Lords, and welcome to the Wharncliffe Examination of the General Cemetery Bill which I am conducting today. Nick Evans, Parliamentary Agent at Broadfield Law, the Parliamentary Agent for the Bill, is present. I wonder if you could introduce your colleague, please, Nick.
2. **NICK EVANS:** Good morning ma'am, I'm Nick Evans from Broadfield, Parliamentary Agent for the General Cemetery Company who are promoting this Bill. I am joined by my colleague Aranya Tharumakunarajah, who has actually carried out all of the items to be covered for the Bill, so I was going to ask her to prove the matters that are set out in the proof. So, Aranya Tharumakunarajah.
3. **CHRIS SALMON PERCIVAL:** Thank you very much. Just for the record I should say that these proceedings are in public, and a transcript is being taken. The General Cemetery Bill has passed Second Reading in the Lords and this is the stage before it proceeds to the Opposed Bill Committee. The purpose of this, the so-called Wharncliffe Examination, is to ensure that directors of companies are not promoting bills without the knowledge or sanction of shareholders. If I could now invite you to go through the proof in respect of this Bill.
4. **ARANYA THARUMAKUNARAJAH:** We have produced e-voucher copies of the West London Gazette newspaper, being a newspaper published in London, of the 15 January 2025 and 22 January 2025, that is at Tabs A and B of your folders, being two consecutive weeks containing a notice calling a special meeting of the proprietors of the General Cemetery Company to consider the Bill.
5. **CHRIS SALMON PERCIVAL:** Thank you.
6. **ARANYA THARUMAKUNARAJAH:** Also, the West London Gazette being a newspaper published in the county of London in which county the principal office of the said company is situate, of the 15th and 22nd days of January 2025, being two consecutive weeks containing the same notice.
7. **CHRIS SALMON PERCIVAL:** I notice that although Standing Order 62 requires a notice to appear in both a London paper and a local paper you have the advantage on this occasion of the local paper being the same paper.
8. **ARANYA THARUMAKUNARAJAH:** Exactly.
9. **CHRIS SALMON PERCIVAL:** Thank you.
10. **ARANYA THARUMAKUNARAJAH:** As required by the practice direction dated the 14 July 2022 regarding the use of e-vouchers, as proof of

compliance with standing orders relating to the content and publication of notices and newspapers, we also produced a letter from Courts Advertising, confirming the authenticity of the e-voucher copies, and that is at Tab C.

11. **CHRIS SALMON PERCIVAL:** Thank you very much.
12. **ARANYA THARUMAKUNARAJAH:** I prove that a circular, which is at Tab D, called the said meeting, addressed to each proprietor on the register of the company at their last known or usual address, was sent by post to or delivered at such address not less than 21 days before the holding of such a meeting stating the offices at which copies of the Bill may be inspected and obtained and enclosing a blank form of proxy, which is Tab E, with proper instructions for the use of the same. I prove that the same form of proxy and the same instructions and none other was sent to every such proprietor and no intimation was sent as to any person in whose favour the proxy might be granted. And that no other circular or form of proxy relating to such meeting was sent to any proprietor from the office of the company or by any director or officer of the company so describing themselves, to the best of my knowledge and belief.
13. **CHRIS SALMON PERCIVAL:** Can I pick you up on the last bit in parenthesis because "to the best of my knowledge and belief" is not part of the standing order, so I wondered what that was there for, although perhaps it is stating the obvious that you cannot do anything more than "to the best of your knowledge and belief".
14. **NICK EVANS:** Yes, I think it goes to the standard of proof as far as Aranya knows, and as far as I know, nothing else was sent to the shareholders. In this case they received this circular and this form of proxy which is the form that is required by their special Act.
15. **CHRIS SALMON PERCIVAL:** So that bit in parenthesis does not imply any doubt.
16. **ARANYA THARUMAKUNARAJAH:** No.
17. **NICK EVANS:** No.
18. **CHRIS SALMON PERCIVAL:** Thank you.
19. **ARANYA THARUMAKUNARAJAH:** I prove that such meeting was held on the 7th day of February 2025, being a day not earlier than the 21st day after the first insertion of such advertisement. I prove that at such meeting a print of the Bill, As Introduced to the House of Lords, was submitted to the proprietors then present, and was approved of by proprietors present in person or by proxy, holding at least three quarters of the paid up capital of the company represented by the votes at such meeting, such proprietors being qualified to vote at all ordinary meetings of the company in right of their holding of such capital. That special resolution is at Tab F.

20. I prove that no votes of proprietors of shares or stocks in respect of which they are not entitled to vote at ordinary meetings of the company were tendered at such meeting. I prove that the names of the proprietors present in person at the said meeting were duly recorded and those are at Tab G. I prove that a poll was taken. I prove that we deposited in the Office of the Clerk of the Parliaments, a statement of the number of votes and that is at Tab H.
21. **CHRIS SALMON PERCIVAL:** Can I just ask, so nine people were present?
22. **NICK EVANS:** Yes.
23. **CHRIS SALMON PERCIVAL:** So, 83 people voted ...
24. **NICK EVANS:** By proxy.
25. **CHRIS SALMON PERCIVAL:** Just out of curiosity, the vote was 92 for the Bill and nobody voted against it, and yet a poll was demanded.
26. **NICK EVANS:** Yes, just so that they had a record.
27. **CHRIS SALMON PERCIVAL:** Right. I suppose I had expected that if a poll was demanded, because they need not have had a poll, that meant somebody was not content with the Bill but, clearly, they did show that they all were.
28. **NICK EVANS:** They are particularly conscious of the historic nature of this. They were keen to get things on the record.
29. **CHRIS SALMON PERCIVAL:** Understood. Thank you.
30. **ARANYA THARUMAKUNARAJAH:** I prove that I deposited in the Office of the Clerk of the Parliaments a statement of the number of votes.
31. **CHRIS SALMON PERCIVAL:** Thank you. And that is at Tab H.
32. **NICK EVANS:** So, I consider this Standing Order complied with.
33. **CHRIS SALMON PERCIVAL:** Thank you very much indeed. I have no further questions and so many thanks. I find that this further Standing Order which was applicable to the Bill has been complied with, and that concludes today's examination. Thank you very much for attending.
34. **NICK EVANS:** Thank you.
35. **ARANYA THARUMAKUNARAJAH:** Thank you.

The Examination was adjourned at 11.38 am.