Grube describes three forms in his account of the Annelids of the "Gazelle," and one in Semper's Philippine series. Schmarda gives four littoral forms (a *Trophonia* and three species of *Siphonostomum*), while Kinberg has the same number, also from shallow water. Hansen describes no less than five new species from the Norwegian North Atlantic expedition, but none came from greater depths than 658 fathoms.

The remarkable Antarctic Trophonia wyvillei, from Station 157, is one of the largest and most characteristic of the group.

The representatives of the family are eagerly devoured by fishes, a feature of moment in the Arctic and Antarctic regions, where they are common.

Trophonia, Milne-Edwards.

Trophonia capensis, n. sp. (Pl. XLIV. figs. 7, 8; Pl. XXIIIA. figs. 1-3).

Habitat.—Found between tide-marks at Sea Point, Cape Town, December 1873.

The single specimen is moderately large, extending in length about 60 mm., and being fully 4 mm. in diameter at its widest part.

The body is slightly tapered at the snout, remains of considerable diameter for a long distance, and then gradually diminishes toward the tail. There are upwards of eighty (eighty-one or eighty-two) segments, which are somewhat quadrangular in transverse section. The skin throughout is firm and rough, the surface, indeed, resembling sand-paper, from the minute sand-grains, fragments of sponge-spicules, Foraminifera, and other siliceous and calcareous particles attached to it. These adventitious structures seem to be directly fixed to the surface of the cuticle, which is thin. The anterior third of the dorsum is most marked in this respect, that is, has the largest and coarsest grains.

The snout (Pl. XLIV. fig. 7) bears two grooved tentacles similar to those of *Trophonia plumosa*, and a dense tuft of branchiæ superiorly on each side. The latter differ from those of the common form in being more slender, more numerous, and in springing from the ventral aspect of a tongue-shaped triangular process which projects upward and forward on each side from the upper lip. Each is marked, in extrusion, on the dorsal surface by a line of dark pigment just within a pale margin. These processes appear to be united along the middle line, though a deep groove exists on the ventral surface. On the latter aspect the branchiæ are placed in close series, and in somewhat regular rows. Each contains an afferent and efferent vessel. On each side of the median line inferiorly is a small conical papilla with a dark summit, and then the bell-shaped buccal projection occurs all round. The latter is surrounded by a somewhat thin, frilled marginal fold. The whole is apparently formed for retraction, so that the branchial apparatus may be efficiently protected.

The first and second bristles are comparatively short, extending only a brief distance