



CHAPTER lxiii.

An Act to empower the London Electric and City and South London Railway Companies to raise additional capital to confer further powers on those Companies and for other purposes. A.D. 1922
[20th July 1922.]

WHEREAS the London Electric Railway Company hereinafter called "the London Company") and the City and South London Railway Company (hereinafter called "the City Company") have constructed and are working underground railways for carrying and dealing with the traffic of the metropolis and such railways are together with the railways of the Central London and the Metropolitan District Railway Companies worked and managed as one general system with facilities for through and interchange traffic :

And whereas the London Company is by the Edgware and Hampstead Railway Acts 1902 to 1912 and the London Electric Railway Act 1912 authorised (inter alia) to construct and equip a railway in continuation of the Charing Cross to Golders Green branch of the London Company's Charing Cross Euston and Hampstead Railway so as to extend the same to Edgware and the London Company has acquired certain lands for the purposes of and in connection with the construction of such railway :

And whereas the City Company is authorised by the City and South London Railway Acts 1913 and 1919 to enlarge and improve the tunnels of the railway constructed by it under the City and South London Railway Acts 1884 to 1919 and to construct certain subways and other works

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A.D. 1922. — and to re-equip its said railway and the works connected therewith and to purchase new rolling stock for such railway :

And whereas the London Company is by the London Electric Railway Act 1913 authorised to construct certain railways (therein described as Railways Nos. 1 2 3 4 and 5 and Deviation Railways Nos. 1 and 2) at and near Euston whereby inter alia junctions will be formed between the Golders Green and Highgate branches of the London Company's Charing Cross Euston and Hampstead Railway and the railway of the City Company which when the tunnels of the City Company's railway have been enlarged and improved and that railway has been re-equipped will enable through trains to be run not only as at present over such respective branches and the remainder of the London Company's said railway to Charing Cross but also over those respective branches and the City Company's railway :

And whereas the London Company is by the London Electric Railway Act 1913 also authorised to construct certain railways (therein described as Railways Nos. 6 and 7) in the parish and metropolitan borough of Hammersmith which will connect the Great Northern Piccadilly and Brompton Railway of the London Company with the Kensington and Richmond branch of the railways of the London and South Western Railway Company :

And whereas the London Company is by the London Electric Railway Act 1914 authorised to construct certain subways (therein referred to as subways Nos. 1 2 3 4 and 5) and to equip the same with lifts and escalators :

And whereas the construction of the aforesaid works will benefit the said general system of railways and the traffic thereon and be of convenience to the public :

And whereas by reason of the late war the London Company and the City Company have not been able to construct the said works :

And whereas the cost of material and labour has so increased as to make the capital authorised to be raised for and in connection with the execution of the said works and the provision of the necessary rolling stock inadequate and it is estimated that the cost of the said works and rolling stock will now amount in the aggregate to about six million pounds and it is expedient that the London Company and the City Company should respect-

ively be authorised to raise additional capital for the purposes of such works and rolling stock and the general purposes of their undertakings in the manner and to the extent hereinafter set forth :

And whereas it is expedient to extend the time limited for the construction of the said works as in this Act provided :

And whereas the London Company desires to raise further moneys for the purpose of constructing escalators and other works at various stations on its railways in addition to the stations above referred to :

And whereas it is expedient that further powers in relation to borrowing and the raising of capital should be conferred on the London Company and the City Company as in this Act mentioned :

And whereas it is expedient that the other powers in this Act mentioned should be conferred on the London Company and the City Company :

And whereas moneys which the London Company and the City Company respectively were by their existing Acts authorised to raise primarily for the construction of the works authorised by those Acts have been applied by them to other purposes of their respective undertakings to which capital is properly applicable and it is expedient that such application should be sanctioned and confirmed :

And whereas the purposes of this Act cannot be effected without the authority of Parliament :

May it therefore please Your Majesty that it may be enacted and be it enacted by the King'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 :—

1. This Act may be cited as the London Electric and City and South London Railway Companies Act 1922. Short title.

2. The following Acts and parts of Acts are (except where expressly varied by this Act) incorporated with and form part of this Act (that is to say) :— Incorporation of general Acts.

The provisions of the Companies Clauses Consolidation Act 1845 with respect to the following matters (that is to say) :—

The borrowing of money on mortgage or bond ;

The conversion of the borrowed money into capital ;

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The giving of notices; and

The provision to be made for affording access
to the special Act by all parties interested:

Part III. (relating to debenture stock) of the Companies Clauses Act 1863 as amended by subsequent Acts; and

Part II. (relating to extension of time) of the Railways Clauses Act 1863.

Interpre-
tation.

3. In this Act unless there be something in the subject or context repugnant to such construction the several words and expressions to which meanings are assigned by the Acts wholly or partially incorporated herewith have the same respective meanings And—

The expression “the London Company” means the London Electric Railway Company;

The expression “the City Company” means the City and South London Railway Company;

The expressions “the London Act of 1913” “the London Act of 1914” and “the London Act of 1919” mean the London Electric Railway Acts 1913 1914 and 1919 respectively;

The expressions “the City Act of 1913” and “the City Act of 1919” mean the City and South London Railway Acts 1913 and 1919 respectively.

Power to
London
Company
to borrow.

4.—(1) The London Company may for the purposes of its undertaking borrow any sums not exceeding in the whole two million two hundred and fifty thousand pounds by mortgaging its undertaking or by the creation and issue of second debenture stock carrying interest at such a rate not exceeding six per centum per annum as the London Company thinks fit Such second debenture stock shall all rank *pari passu* and shall rank *pari passu* with the second debenture stock authorised to be created and issued under the London Act of 1919 and shall with the interest thereon be a charge on the whole undertaking from time to time of the London Company but such charge and any mortgage created under this Act shall rank subject to the charge securing the authorised London Electric Railway four per centum debenture stock.

(2) Notwithstanding anything contained in Part III. of the Companies Clauses Act 1863 or this Act (a) any subsequent Act which authorises the London Company to raise money by borrowing or by mortgage or by the

creation and issue of debenture stock may authorise the London Company to raise the same so as to rank as regards the principal and interest thereof and the security therefor either in priority to or *pari passu* with the second debenture stock which the London Company is authorised to create and issue by the London Act of 1919 and this Act or otherwise as such subsequent Act may provide and (b) the interest on all debenture stock which is at any time created and issued under any subsequent Act so as to rank *pari passu* with the second debenture stock which the London Company is authorised to create and issue under the London Act of 1919 and this Act or either of them shall (subject to the provisions of such subsequent Act) have priority over all principal moneys secured by such debenture stock and by the second debenture stock which the London Company is authorised to create and issue by the London Act of 1919 and this Act or either of them Notice of the effect of this subsection shall be endorsed on all certificates for such last mentioned second debenture stock.

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5. The directors of the London Company may from time to time by virtue of this Act and without further or other sanction or authority create and issue the second debenture stock which the London Company is by the London Act of 1919 or by this Act authorised to create and issue or any part thereof so as to be redeemable either at par or at such premium (not exceeding five per centum) and at such dates or in such events and on such terms and conditions and in such manner as such directors may determine at or before the issue thereof.

Power to
London
Company
to create
and issue
redeemable
second
debenture
stock.

6.—(1) The City Company may for the purposes of its undertaking borrow any sums not exceeding in the whole one million two hundred and fifty thousand pounds by mortgaging its undertaking or by the creation and issue of second debenture stock carrying interest at such a rate not exceeding six per centum per annum as the City Company thinks fit Such second debenture stock shall all rank *pari passu* and shall rank *pari passu* with the second debenture stock authorised to be created and issued under the City Act of 1919 and shall with the interest thereon be a charge on the whole undertaking from time to time of the City Company but such charge or any mortgage created under this Act shall rank subject

Power to
City
Company
to borrow.

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A.D. 1922. — to the charge securing the debenture stock created and issued under or by virtue of the City and South London Railway Acts 1884 to 1913.

(2) Notwithstanding anything to the contrary in the City Act of 1919 contained the City Company may create and issue the second debenture stock which it is by that Act authorised to create and issue so as to carry interest at such rate not exceeding six per centum per annum as that Company shall think fit.

(3) Notwithstanding anything contained in Part III. of the Companies Clauses Act 1863 or this Act (a) any subsequent Act which authorises the City Company to raise money by borrowing or by mortgage or by the creation and issue of debenture stock may authorise the City Company to raise the same so as to rank as regards the principal and interest thereof and the security therefor either in priority to or *pari passu* with the second debenture stock which the City Company is authorised to create and issue by the City Act of 1919 and this Act or otherwise as such subsequent Act may provide and (b) the interest on all debenture stock which is at any time created and issued under any subsequent Act so as to rank *pari passu* with the second debenture stock which the City Company is authorised to create and issue under the City Act of 1919 and this Act shall (subject to the provisions of such subsequent Act) have priority over all principal moneys secured by such debenture stock and by the second debenture stock which the City Company is authorised to create and issue by the City Act of 1919 and this Act Notice of the effect of this subsection shall be endorsed on all certificates for such last mentioned debenture stock.

Power to
City
Company
to create
and issue
redeemable
second
debenture
stock.

7. The directors of the City Company may from time to time by virtue of this Act and without further or other sanction or authority create and issue the second debenture stock which the City Company is by the City Act of 1919 or this Act authorised to create and issue or any part thereof so as to be redeemable either at par or at such premium (not exceeding five per centum) and at such dates or in such events and on such terms and conditions and in such manner as such directors may determine at or before the issue thereof.

8.—(1) The London Company and the City Company respectively may if the terms of issue so provide (a) call in and pay off at any time before the fixed date of redemption thereof any second debenture stock which is issued by them respectively under the powers of this Act as redeemable second debenture stock and (b) redeem any redeemable second debenture stock so issued or any part thereof either by paying off the same or by issuing to any holder thereof subject to his consent other second debenture stock either redeemable or not redeemable in substitution therefor.

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Redemption of second debenture stock.

(2) The London Company and the City Company respectively may for the purpose of providing money for paying off second debenture stock issued by them respectively under the powers of this Act as redeemable second debenture stock or of providing substituted second debenture stock create and issue new second debenture stock either redeemable or irredeemable.

Provided always that the new second debenture stock so created and issued by the London Company and the City Company respectively shall not make the total nominal amount of the second debenture stock (both redeemable and irredeemable) from time to time issued by such Company and outstanding exceed the amount of debenture stock which that Company is for the time being authorised to create and that unless any subsequent Act of Parliament otherwise authorises the new second debenture stock so created and issued by such Company shall be created and issued as second debenture stock ranking *pari passu* as regards principal interest and security with the second debenture stock which such Company is authorised to create and issue by the London Act of 1919 and this Act or the City Act of 1919 and this Act as the case may be :

Provided also that the powers of the London Company and the City Company respectively of borrowing on mortgage or by the creation and issue of debenture stock shall not by reason of section 34 of the Companies Clauses Act 1863 be cancelled by the creation and issue of redeemable second debenture stock under any of the provisions of this section.

(3) If the London Company or the City Company deposits any second debenture stock to secure advances from time to time on current account or otherwise such

A.D. 1922. second debenture stock shall not be taken to have been redeemed by reason only of the account of such Company having ceased to be in debit whilst such second debenture stock remains so deposited.

Power to form fund for redemption of redeemable second debenture stock.

9.—(1) The London Company and the City Company respectively may set aside out of net revenue after providing for the payment of interest on any loan or on any guaranteed stock preference stock debenture stock or second debenture stock of such respective Company and for other fixed charges and obligations such sums as they may respectively consider proper for the purpose of forming a fund for the redemption at maturity of any second debenture stock which is issued by such respective Company and which under the conditions of the creation and issue thereof is to be redeemed wholly or partly in cash and may invest any sums so set apart and the income therefrom in any securities in which trustees are for the time being by law authorised to invest trust funds or in any other securities (not being securities of such Company except as hereinafter provided) in which such respective Company may be authorised to invest those sums by a resolution passed at a general meeting of such Company.

(2) Any sums so set apart shall be applied for the redemption at maturity of any second debenture stock for the redemption of which they have been set apart but may if the directors of such Company think fit be also at any time applied in the purchase of any such stock at a price not exceeding the redemption price and any second debenture stock so purchased shall be cancelled.

For appointment of a receiver.

10. Section 15 (For appointment of a receiver) of the London Act of 1919 and section 36 (For appointment of a receiver) of the City Act of 1919 are hereby repealed but without prejudice to any appointment which may have been made or to the continuance of any proceedings which may have been commenced prior to the passing of this Act under such provisions. The mortgagees of the London Company and of the City Company respectively may enforce payment of arrears of interest or principal or principal and interest due on their mortgages by the appointment of a receiver. In order to authorise the appointment of a receiver in respect of arrears of principal the amount owing to the mortgagees by whom the application for a receiver is made shall not be less than ten thousand pounds in the whole.

11. The principal moneys secured by all mortgages granted by the London Company and the City Company respectively before the passing of this Act in pursuance of the powers of any former Act of Parliament and subsisting at the passing hereof shall during the continuance of any such mortgages have priority over the principal moneys secured by any mortgages granted by such respective Company by virtue of this Act.

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Existing mortgages to have priority.

12. If any money is payable to a mortgagee or debenture stockholder of the London Company or of the City Company being a minor idiot or lunatic the receipt of the guardian or committee of his estate shall be a sufficient discharge to such Company.

Receipt in case of person not sui juris.

13. The powers of borrowing conferred on the London Company by the London Act of 1919 and this Act and the powers of borrowing conferred on the City Company by the City Act of 1919 and this Act shall not nor shall any of them be subject to reduction owing to the London Company or the City Company (as the case may be) having purchased or purchasing lands in consideration of rentcharges or having paid or paying under the provisions of this or any previous Act interest out of capital.

Power of borrowing not to be reduced by creation of rent-charges &c.

14. The directors of the London Company and of the City Company respectively may from time to time and without further or other sanction or authority exercise all or any of the powers of mortgaging the undertaking creating and issuing debenture stock and borrowing which are conferred on those Companies respectively by the London Act of 1919 and this Act or either of them or the City Act of 1919 and this Act or either of them but nothing in this section contained shall be deemed to limit the powers of such directors to exercise on behalf of the London Company or the City Company as the case may be the powers conferred by any other section of this Act.

Directors may exercise powers of borrowing &c.

15. The London Company and the City Company respectively may contribute out of the moneys which they are by the London Act of 1919 and this Act or the City Act of 1919 and this Act (as the case may be) authorised to raise and in such proportions as they may think fit the whole or any part of the expenditure on the

Power to London Company and City Company to contribute to cost

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of certain
works and
to enter
into agree-
ments.

construction and equipment of railways Nos. 1 2 3 4 and 5 and deviation railways Nos 1 and 2 authorised by the London Act of 1913 and on the provision of joint rolling stock for use on the railways of the London Company and the City Company and may contribute in such proportions as they may think fit out of their respective revenues to the interest charges in respect of the moneys raised and expended for those purposes and for the purposes aforesaid may enter into carry into effect vary and rescind such agreements as they may from time to time think fit.

Extension
of time for
construction
of London
Company's
works.

16.—(a) The period limited by the Edgware and Hampstead Railway Act 1912 for the completion of so much of the railway No. 1 and the works connected therewith described in and authorised by the Edgware and Hampstead Railway Act 1902 as was not abandoned by the Edgware and Hampstead Railway Acts 1905 1909 and 1912;

(b) The period limited by the Edgware and Hampstead Railway Act 1909 for the completion of the deviation railway authorised by that Act ; and

(c) The period limited by the Edgware and Hampstead Railway Act 1912 for the completion of the deviation railway and other works authorised by that Act ;

as such respective periods were extended by the orders made by the Board of Trade and Minister of Transport under the Special Acts (Extension of Time) Act 1915 dated the twenty-second day of September one thousand nine hundred and sixteen the ninth day of June one thousand nine hundred and seventeen the nineteenth day of April one thousand nine hundred and eighteen the eighth day of April one thousand nine hundred and nineteen the seventeenth day of March one thousand nine hundred and twenty the twenty-fourth day of January one thousand nine hundred and twenty-one and the twelfth day of January one thousand nine hundred and twenty-two.

(d) The period limited by the London Act of 1913 for the construction of the railways and works by that Act authorised;

as such period was extended by the Orders made by the Board of Trade and the Minister of Transport under

the Special Acts (Extension of Time) Act 1915 dated the sixth day of December one thousand nine hundred and eighteen the third day of October one thousand nine hundred and nineteen the twentieth day of August one thousand nine hundred and twenty the tenth day of March one thousand nine hundred and twenty-one and the twentieth day of December one thousand nine hundred and twenty-one; and

- (e) The period limited by the London Act of 1914 for the construction of the subways and works by section 6 of that Act authorised as such period was extended by order made by the Board of Trade and the Minister of Transport under the Special Acts (Extension of Time) Act 1915 dated the twenty-third day of October one thousand nine hundred and nineteen the twenty-fourth day of August one thousand nine hundred and twenty the tenth day of March one thousand nine hundred and twenty-one and the twentieth day of December one thousand nine hundred and twenty-one;

are hereby extended to the thirty-first day of August one thousand nine hundred and twenty-six :

And if the railways deviation railways subways and works aforesaid be not completed within such extended period then on the expiration of such period the powers granted by the said Acts as extended by the said orders and by this Act for making and completing the same or otherwise in relation thereto shall cease except as to so much thereof as shall then be completed.

- 17.—(a) The period limited by the City Act of 1913 for the completion of the enlargement of tunnels and works authorised by that Act as extended by the City Act of 1919 ; and
 (b) The period limited by the City Act of 1919 for the construction of the subways and works authorised by that Act;

Extension
of time for
construction
of City
Company's
works.

are hereby extended to the thirty-first day of August one thousand nine hundred and twenty-six and if the said enlargement of tunnels and the subways and works be not completed within such extended period then on the expiration of such period the powers granted by the City Acts of 1913 and 1919 for making and completing

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Payment
of interest
out of
capital by
London
Company.

18. The London Company may charge to capital account the interest accruing during the period of construction as extended and limited by this Act on all money which shall be raised by it by borrowing or by the creation and issue of second debenture stock under the powers conferred by the London Act of 1919 and this Act or either of them.

Payment
of interest
out of
capital by
City
Company.

19. The City Company may charge to capital account interest accruing during the period of construction as extended and limited by this Act on all money which shall be raised by it by borrowing or by the issue of second debenture stock under the powers conferred by the City Act of 1919 and this Act or either of them.

Applica-
tion of
capital.

20. All moneys raised under this Act by the London Company and the City Company whether by debenture stock or borrowing shall be applied only to the purposes of this Act to which capital is properly applicable.

As to
application
of capital
authorised
by previous
Acts of
London
Company
and City
Company.

21. Notwithstanding anything to the contrary in the London Electric Railway Acts 1910 to 1919 or in the City and South London Railway Acts 1884 to 1919 all moneys raised by the London Company or the City Company under those Acts or any of them whether by shares stock preference stock debentures debenture stock or borrowing may be applied to any purposes of the undertaking of the London Company or of the City Company as the case may be to which capital is properly applicable and any application which has been made by either of the said Companies of any money which was authorised to be raised for any specific purpose to any purposes of its undertaking to which capital was properly applicable but which was not the specific purpose aforesaid is hereby sanctioned and confirmed.

Deposit
for future
Bills not to
be paid out
of capital.

22. The London Company and the City Company respectively shall not out of any money by this Act authorised to be raised pay or deposit any sum which by any standing order of either House of Parliament now or hereafter in force may be required to be deposited in respect of any application to Parliament for the purpose

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of obtaining an Act authorising such respective Companies to construct any other railway or to execute any other work or undertaking. A.D. 1922.

23. Nothing in this Act contained shall exempt the London Company or the City Company or their respective railways from the provisions of any general Act relating to railways or the better and more impartial audit of the accounts of railway companies passed before or after the passing of this Act or from any future revision or alteration under the authority of Parliament of the maximum rates of fares and charges or of the rates for small parcels authorised to be taken by such respective Companies. Provision as to general Railway Acts.

24. All costs charges and expenses of and incident to the preparing for obtaining and passing of this Act or otherwise in relation thereto shall be paid by the London Company and the City Company in equal portions. Costs of Act.

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