



ANNO VICESIMO QUINTO & VICESIMO SEXTO

VICTORIÆ REGINÆ.

Cap. cxc.

An Act for authorizing the *West Cheshire* Railway Company to make and maintain additional Lines of Railway and other Works, and to raise further Monies ; and for other Purposes.

[29th July 1862.]

WHEREAS by "The *West Cheshire* Railways Act, 1861," 24 & 25 Vict. c. cxliii.
the *West Cheshire* Railway Company (in this Act called "the Company") were incorporated, with a Capital of Two hundred thousand Pounds, and Power to borrow not exceeding Sixty-six thousand six hundred Pounds, and were authorized to make and maintain the *West Cheshire* Railway, consisting of a Railway (Number 1) commencing by a Junction near to *Northwich* with the authorized Line of the *Cheshire Midland* Railway, and terminating in the Township of *Mouldsworth*, and a Railway (Number 6) commencing by a Junction with the Railway (Number 1) at the Termination thereof in that Township, and terminating by a Junction with the authorized Line of the *Hooton and Helsby* Railway of the *Birkenhead* Railway Company (in this Act called the "*Birkenhead* Company"), and the *Manchester, Sheffield, and Lincolnshire* Railway Company (in this Act called "the *Sheffield* Company") were required to work the Line by the recited Act authorized as an integral Portion of a Through Line as between *Sheffield* and *Helsby* for *Birkenhead*,
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and also as between *Stockport* and *Helsby* for *Birkenhead*, and Working and Traffic Arrangements between the Company and the *Cheshire Midland* Railway Company (in this Act called "the *Cheshire Company*"), the *Sheffield* Company, and the *Great Northern* Railway Company (in this Act called "the *Great Northern Company*"), or either of them, were authorized, and the *Sheffield* Company and the *Great Northern* Company respectively were authorized to contribute towards the Funds of the Company, and to raise Monies for the Purpose: And whereas it is expedient that the Company be authorized to make and maintain a Deviation from the Line of their Railway (Number 1), and to abandon the making of Part of that Railway, and to make and maintain a Railway (in this Act called the *Winsford* Branch) commencing by a Junction with the Railway (Number 1), and terminating in the Township of *Over*, and a Railway (in this Act called the *Winnington* Branch) commencing by a Junction with the Railway (Number 1), and terminating in the Township of *Winnington*: And whereas Plans and Sections showing the Lines and Levels of the Deviation and of the Railways and Works by this Act authorized, together with Books of Reference to the Plans containing the Names of the Owners or reputed Owners, Lessees or reputed Lessees, and Occupiers of the Lands in which the same are to be made and maintained, have been deposited with the Clerk of the Peace for the County of *Chester*, and those Plans, Sections, and Books of Reference are in this Act referred to as the deposited Plans, Sections, and Books of Reference: And whereas it is expedient that the Company and the *Sheffield* Company and the *Great Northern* Company be authorized to enter into Working and Traffic and other Arrangements as herein-after provided: And whereas it is expedient that the Company be authorized to apply their Funds for the Purposes of this Act, and to raise further Monies: And whereas the *Sheffield* Company are willing and it is expedient that they be authorized to contribute towards the Funds of the Company for the Purposes of this Act, and to apply or raise Monies for such Purposes, as herein-after mentioned: And whereas the *Great Northern* Company are willing and it is expedient that they be authorized to contribute towards the Funds of the Company for the Purposes of the proposed *Winnington* Branch, and to apply or raise Monies for such Purpose, as herein-after mentioned: And whereas 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,)

Short Title.

1. This Act may for all Purposes be cited as "*The West Cheshire Railways Act, 1862.*"

2. "The

The West Cheshire Railways Act, 1862.

2. "The Lands Clauses Consolidation Act, 1845," and "The Lands Clauses Consolidation Acts Amendment Act, 1860," and "The Railways Clauses Consolidation Act, 1845," (save so far as any of the Sections and Provisions of those Acts respectively are by this Act expressly varied or excepted,) are respectively incorporated with this Act.

8 & 9 Vict.
cc. 18. & 20.
and
23 & 24 Vict.
c. 101. in-
corporated.

3. The following Provisions of "The Companies Clauses Consolidation Act, 1845," are incorporated with this Act; (that is to say,)

Part of
8 & 9 Vict.
c. 16. in-
corporated.

With respect to the Distribution of the Capital of the Company into Shares :

With respect to the Transfer or Transmission of Shares :

With respect to the Payment of Subscriptions, and the Means of enforcing the Payment of Calls :

With respect to the Forfeiture of Shares for Nonpayment of Calls :

With respect to the Remedies of the Creditors of the Company against the Shareholders :

With respect to the borrowing of Money by the Company on Mortgage or Bond :

With respect to the Conversion of the borrowed Money into Capital :

With respect to the Consolidation of the Shares into Stock.

4. The several Words and Expressions to which by the Acts in whole or in part incorporated with this Act Meanings are assigned have in this Act the same respective Meanings, unless excluded by the Subject or Context.

Same Mean-
ing to
Words, &c.
in incorpo-
rated Acts
as in this
Act.

5. Subject to the Provisions of this Act, the Company from Time to Time may enter upon, take, and use, for the Purposes of the Railways, Deviation, and Works by this Act authorized, such of the Lands shown on the deposited Plans and specified in the deposited Books of Reference as they think requisite.

Power to
take and
use Lands
for Works
authorized
by Act.

6. The Powers of the Company under this Act for the compulsory Purchase of Lands for the Purposes of the Railways and Deviation by this Act authorized shall not be exercised after the Expiration of Three Years after the passing of this Act.

Powers for
compulsory
Purchases
limited.

7. The Company from Time to Time may purchase, by Agreement, in addition to the Lands by this Act authorized to be taken compulsorily, any Quantity of Land for the extraordinary Purposes specified in "The Railways Clauses Consolidation Act, 1845," not exceeding in the whole Three Acres.

Lands for ex-
traordinary
Purposes.

8. Subject to the Provisions of this Act, the Company from Time to Time may make and maintain in the Lines and according to the Levels respectively shown on the deposited Plans and Sections, and in the Lands shown

Power to
make Works
according to
deposited
Plans

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shown on the deposited Plans and specified in the deposited Books of Reference, and within the Limits of Deviation shown on the deposited Plans, the Railways, Deviation, and Works by this Act authorized.

Works
authorized
by Act.

9. The Railways, Deviation, and Works which the Company are by this Act authorized to make and maintain comprise the following Railways and Deviation, with all proper Sidings, Stations, Approaches, Bridges, Viaducts, Buildings, Works, and Conveniences connected therewith; (that is to say,)

First, (the *Winsford* Branch,) being a Railway, commencing by a Junction with the Railway Number 1 in the Township of *Oakmere* in the Parish of *Delamere* in the County of *Chester*, and terminating in the Township of *Over* in the Parish of *Whitegate* in that County:

Secondly, (the *Winnington* Branch,) being a Railway commencing by a Junction with the Railway Number 1 in the Township of *Hartford* in the Parish of *Great Budworth* in the County of *Chester*, and terminating in the Township of *Winnington* in that Parish:

Thirdly, a Railway by way of a Deviation of the Railway Number 1, commencing by a Junction with the Railway Number 1 in the Township of *Oakmere* in the Parish of *Delamere* in the County of *Chester*, and terminating by a Junction with the Railway Number 1 in the Township of *Ashton-juxta-Tarvin* in the Parish of *Tarvin* in that County.

As to Road
No. 16. in
Delamere
Deviation.

10. In the Construction of the Railway in the Parish of *Delamere* in the County of *Chester* by this Act authorized the Company shall so effect the raising or Alteration of the public Road No. 16 in the Township of *Eddisbury* within the same Parish that the Gradient of the said Road when raised or altered shall not be steeper than at the Rate of One in Thirty.

Power to
alter En-
gineering
Works.

11. Notwithstanding anything in "The Railways Clauses Consolidation Act, 1845," contained, the Company in the Construction of the Railways, Deviation, and Works may deviate from the Line of any Arches, Tunnels, or Viaducts described in the deposited Plans or Sections, so as the Deviations be made within the Limits of Deviation shown on those Plans, and subject to the Limitations contained in the Eleventh, Twelfth, and Fifteenth Sections of that Act, and so as the Nature of the Work as described be not altered, and they may also substitute any other Engineering Work not shown on those Plans or Sections instead of a Tunnel, Viaduct, Arch or Arches, as shown thereon; provided that every such Substitution be authorized by a Certificate of the Board of Trade; and the said Board is hereby empowered to grant such Certificates, provided it shall appear to them, upon due Inquiry, that the Company has acted in the Matter with good Faith, and that the Owners, Lessees, and Occupiers of the Land in which the Substitution is to be made consent thereto,

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thereto, and also that the Safety and Convenience of the Public will not be diminished thereby; provided that nothing herein contained shall take away or affect any of the Powers given to the Company or to the Board of Trade by the Eleventh, Twelfth, Fourteenth, or Fifteenth Sections of "The Railways Clauses Consolidation Act, 1845."

12. The several Railways by this Act authorized shall be completed within Five Years, and the Deviation by this Act authorized shall be completed within Four Years after the passing of this Act, and on the Expiration of those respective Periods the Powers of the Company for making the same, or otherwise in relation thereto, shall cease to be exercised, except as to so much thereof as is then completed.

Period of
Completion
of Railways.

13. Whereas, pursuant to the Standing Orders of both Houses of Parliament, and to an Act of the Session of the Ninth and Tenth Years of Her present Majesty, Chapter Twenty, a Sum of Sixteen thousand Pounds has been deposited with the Court of Chancery with respect to the Application to Parliament for this Act, which Sum was Eight *per Cent.* on Two hundred thousand Pounds, the Amount of the Estimate of Expense of the Undertaking of the Company for which such Application was made: And whereas since the said Sum was deposited the Estimate of Expense of Two hundred thousand Pounds has, by the Abandonment of a Portion of the Undertaking, been reduced to the Sum of Sixty-three thousand Pounds, Eight *per Cent.* upon the Amount whereof is Five thousand and forty Pounds: Therefore, notwithstanding anything contained in the said last-recited Act, the said Sum of Five thousand and forty Pounds, Part of the said deposited Sum of Sixteen thousand Pounds, or the Interest or Dividends thereof, shall not, except on the Execution and Deposit of such Bond as herein-after expressed, be paid or transferred to or upon the Application of the Person or Persons or the Majority of the Persons named in the Warrant or Order issued in pursuance of that Act, or the Survivors or Survivor of them, except the Company before the Expiration of the Period by this Act limited for the Completion of the Railways either open the Railways for the public Conveyance of Passengers, or prove to the Satisfaction of the Board of Trade that the Company have paid up One Half of the Amount of the Capital by this Act authorized to be raised by Shares, and have expended for the Purposes of this Act a Sum equal in Amount to One Half of that Capital; and if that Period expire before the Company either have opened the Railways for the public Conveyance of Passengers, or have given the Proof to the Satisfaction of the Board of Trade, the deposited Sum and the Interest and Dividends thereof shall, immediately from and after the Expiration of that Period, be forfeited to Her Majesty, and be paid and transferred by the Officer or Person in whose Name they are then deposited or invested to the Account of Her Majesty's Exchequer, and when so paid and transferred shall be carried to and form Part of the Consolidated

Bond for
Completion
of Railways.

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Fund

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Fund of the United Kingdom; provided that at any Time after the passing of this Act if a Bond in twice the Amount of that deposited Sum be executed by the Company, with One or more Sureties, (the Bond to be prepared to the Satisfaction of, and the Surety or Sureties to be approved by, the Solicitor to the Treasury,) conditioned for Payment to Her Majesty, Her Heirs or Successors, of the Sum of Five thousand and forty Pounds if the Company do not, within the Time by this Act limited for the Completion of the Railways, either open the Railways for the public Conveyance of Passengers, or prove to the Satisfaction of the Board of Trade that the Company have paid up One Half of the Amount of the Capital by this Act authorized to be raised by Shares, and have expended for the Purposes of this Act a Sum equal in Amount to One Half of that Capital, and if the Bond be deposited with the Solicitor to the Treasury, then the deposited Sum, and the Interest or Dividends thereof, shall be paid to or on the Application of the Person or Persons or the Majority of the Persons named in the Warrant or Order, or the Survivors or Survivor of them, and it shall not be necessary to produce any Certificate of this Act having passed; and the Monies to be recovered on the Bond shall be dealt with in like Manner as the deposited Sum and the Interest or Dividends thereof would be dealt with under this Act if the Bond were not executed and deposited; and the Certificate of that Solicitor that the Bond has been so executed and deposited, and the Certificate of the Board of Trade that the Proof has been given to their Satisfaction, shall respectively be sufficient Evidence of the Facts so certified.

Court of
Chancery to
order trans-
fer to Com-
pany of
Monies
in respect
of reduced
Estimate.

14. Notwithstanding anything in this Act contained, the High Court of Chancery may and shall, at any Time after the passing of this Act, on Application by the Company or on their Behalf by Petition in a summary Way, order that the Sum of Ten thousand nine hundred and sixty Pounds, or the Stock or Funds in which the same may be invested, and the Dividends or Interest thereon, being Part of the said Sum of Sixteen thousand Pounds so deposited with the Court of Chancery, pursuant to the Act of the Ninth Year of Her present Majesty, Chapter Twenty, in respect of the Application to Parliament for this Act, be transferred and paid to the Company, or to such Person or Persons as the Company may appoint in that Behalf, and that upon such Order being made the said Sum of Ten thousand nine hundred and sixty Pounds, or the Stock or Funds in which the same may be invested, and the Dividends or Interest thereon, shall be transferred and paid to the Company, or to such Person or Persons as the Company shall appoint.

Company
may aban-
don Portion
of Railway
(No. 1.)

15. The Company may and shall abandon the making of so much of the Railway (Number 1) as lies between the Points at or near to the Commencement and the Termination respectively of the Deviation by this

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this Act authorized, and as will become unnecessary by reason of the making of the Deviation. superseded by Deviation.

16. Where before the passing of this Act any Contract was entered into or Notice given by the Company for purchasing any Land which they were authorized to purchase for the Purpose of making the Portion of Railway so to be abandoned, they shall make to the Owners or Occupiers of and other Parties interested in the Land full Compensation for all Injury or Damage sustained by them respectively by reason of the Purchase not being completed in pursuance of the Contract or Notice, and the Amount and Application of the Compensation shall be determined in manner provided by "The Lands Clauses Consolidation Act, 1845," for determining the Amount and Application of Compensation for Lands taken under the Provisions thereof. Compensation to be made where Contracts made or Notices given, and Purchases not completed.

17. The Authority by this Act given for abandoning the making of that Portion of Railway shall not prejudice or affect the Right of the Owner or Occupier of any Land which the Company were so authorized to purchase, and the Purchase of which they do not complete for the Purposes of this Act, to receive from them Compensation for any Damage occasioned by their Entry on the Land for the Purpose of surveying and taking Levels, or boring to ascertain the Nature of the Soil, or of setting out the Line of the Works. Compensation to be made for Damage by boring, &c.

18. The Railways, Deviation, and Works by "The *West Cheshire Railways Act, 1861*," and this Act respectively authorized to be made and maintained by the Company, shall together form the *West Cheshire Railway*, and shall for all Purposes whatsoever be the Railway of the Company. Railways to form West Cheshire Railway.

19. Sections Thirty-two, Thirty-three, Thirty-four, and Thirty-five of "The *West Cheshire Railways Act, 1861*," shall apply to the Railway in this Act thirdly described, and to the Stations, Sidings, Watering Places, and Appurtenances, Works and Conveniences, belonging to or connected therewith, as fully and effectually in all respects as if that Railway had formed Part of the Railway of the Company by that Act authorized to be constructed, but shall not apply to the Railways in this Act firstly and secondly described. Sections 32, 33, 34, and 35 of 24 & 25 Vict. c. cxliii. to apply to Railway thirdly described in this Act.

20. Subject to the Provisions of "The *West Cheshire Railways Act, 1861*," and this Act respectively, the Company from Time to Time may demand and take, in respect of the *West Cheshire Railway*, for all Passengers, Animals, and Things conveyed thereon, and for Carriages, Waggon, and Trucks respectively conveying the same, and for Locomotive Engines or other Power, and for all Services performed by them thereon and thereat, the like Amount of Tolls, Fares, Rates, and other Charges Tolls on Railways.

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Charges as by "The *West Cheshire* Railways Act, 1861," the Company are from Time to Time authorized to demand and take for like Traffic, Services, and Matters on or with respect to the Parts by that Act authorized of the *West Cheshire* Railway, and with and subject to the like Powers and Provisions as if the whole of the *West Cheshire* Railway had been originally authorized by "The *West Cheshire* Railways Act, 1861."

Maximum
Tolls.

21. Provided, That the maximum Charges to be made by the Company with respect to Tolls, Fares, Rates, and Charges for the User of the *West Cheshire* Railway or any Part thereof, and for Locomotive Engines or other Power, and for Carriages, Waggon, and Trucks, and every Expense incidental to the Conveyance of Traffic thereon, shall not exceed the several Sums in that Behalf limited by "The *West Cheshire* Railways Act, 1861."

Railways
used by
Company
to be deemed
continuous
for Tolls.

22. The several Lines of Railway of the Company from Time to Time used by the Company shall for the Purposes of Tolls, Fares, Rates, and Charges be deemed to be One continuous Line of Railway.

Power for
Company
and Sheffield
and Great
Northern
Companies
to enter into
Agreements.

23. The Company on the one hand, and the *Sheffield* Company and the *Great Northern* Company or either of them on the other hand, from Time to Time may enter into, make, and carry into effect all such Agreements and Arrangements with respect to any of the Purposes in that Behalf by this Act authorized, and all Matters incidental and accessory thereto, and on such Terms and Conditions, as the contracting Companies from Time to Time think fit.

Purposes for
which the
Agreements
may be
made.

24. The Purposes for which Agreements and Arrangements may under this Act be from Time to Time entered into between the Company on the one hand, and the *Sheffield* Company and the *Great Northern* Company or either of them on the other hand, comprise the following Purposes; (that is to say,)

First, the maintaining by the contracting Companies or any of them of all or any Parts of the Railways, Works, and Conveniences of the Company by the "*West Cheshire* Railways Act, 1861," and this Act respectively authorized:

Secondly, the working, managing, and using by the contracting Companies or any of them of all or any Parts of those Railways, Works, and Conveniences:

Thirdly, the supplying by the contracting Companies or any of them of Engines, Carriages, and other Rolling and other Stocks and Plant for all or any Parts of those Railways, Works, and Conveniences:

Fourthly, the Collection, Regulation, Management, and Transmission by the contracting Companies or any of them of Traffic passing to and from all or any Parts of those Railways:

Fifthly;

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Fifthly, the fixing, collecting, and regulating by the contracting Companies or any of them of Tolls in respect of Traffic:

Sixthly, the Application, Division, and Apportionment to, for, or between the contracting Companies or any of them of all or any Part of those Tolls:

Seventhly, the Employment by the contracting Companies or any of them of any Officers and Servants for all or any of those Purposes:

Eighthly, the Payment by the contracting Companies to each other, or by any of them to any others or other of them, in respect of all or any of those several Matters, of any Sum in gross or yearly Payment, either fixed or contingent, and either by way of Toll or of Commutation for Toll or otherwise, or any other Consideration:

Ninthly, the Appointment by the contracting Companies or any of them of any Joint Committee for carrying into effect the respective Agreement or Arrangement, or any of the Purposes thereof:

Tenthly, the Exercise by any such Joint Committee or otherwise of any of the Rights, Powers, and Privileges of the Company with respect to all or any of the Purposes of the respective Agreement or Arrangement:

Eleventhly, the Exercise by any such Joint Committee of all such other Rights, Powers, and Privileges as the contracting Companies deem expedient for carrying the respective Agreement or Arrangement into effect.

25. No such Agreement under this Act shall in any Manner increase, diminish, alter, or affect any of the Tolls and Charges which the contracting Companies or any of them are from Time to Time respectively authorized to demand or take from any other Company or Person, but all other Companies or Persons shall, notwithstanding any such Agreement, be entitled to the User and Benefit of the Railways to which the Agreement relates, on the same Terms and Conditions, and on Payment of the same Tolls and Charges, as if the Agreement were not entered into.

Agreements
not to affect
third Parties.

26. Every such Agreement under this Act (save such Agreements as can from Time to Time be entered into under the Provisions of "The Railways Clauses Consolidation Act, 1845,") shall be subject to the Approval of the Board of Trade, and they shall not approve any such Agreement without being satisfied as to its having the Sanction of Shareholders by this Act required.

Approval of
Agreements
by Board of
Trade.

27. No such Agreement under this Act shall have any Operation or Effect, nor shall it be approved of by the Board of Trade, unless it be

Sanction of
Shareholders
for Agree-
ments.

[*Local.*]

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sanctioned

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sanctioned by not less than Three Fourths of the Votes of the Shareholders present, in Person or by Proxy, at a Meeting of every Company Party thereto specially convened for the Purpose.

Agreement between Companies may be modified, if required by Board of Trade.

28. If at the Expiration of Ten Years from the making of any such Agreement for which the Approval of the Board of Trade is required by this Act, and so from Ten Years to Ten Years, the Board of Trade are of opinion that the public Interests are injuriously affected by any of the Terms or Conditions thereof, the Board of Trade may require the Parties thereto to modify the Terms and Conditions of the Agreement in such Manner as the Board of Trade may think necessary for removing the public Injury, and the Agreement shall be modified accordingly.

Public Notice at Expiration of decennial Period.

29. The Company previous to the Expiration of each decennial Period shall give such public Notice as the Board of Trade may prescribe that the Board is about to enter on the said Revision, and will entertain Complaints with a view to the Removal of any Evil resulting to the Public from any such Arrangement.

Meetings of Shareholders for sanctioning Agreements to be convened by Advertisements and Circulars.

30. Every Meeting of any of the contracting Companies for sanctioning any Agreement entered into under this Act and "*The West Cheshire Railways Act, 1861*," shall be called by Advertisement inserted for Two successive Weeks in a *London* daily Morning Newspaper, and in some Newspaper of the County in which the principal Office of the Company convening the Meeting is situate, the last of which Advertisements shall be published not less than Seven Days before the Day for holding the Meeting.

Power to raise additional Capital by new Shares.

31. The Company from Time to Time may raise by the Creation and Issue of new Shares the additional Capital of Sixty-three thousand Pounds.

Classes and Privileges of new Shares.

32. The new Shares which the Company from Time to Time may create and issue under this Act may be issued by them, with the Sanction of at least Three Fifths of the Votes of the Shareholders present, in Person or by Proxy, at an Extraordinary General Meeting of the Company specially convened for the Purpose, when and as the Company from Time to Time think fit, and the Company as they from Time to Time think fit may fix the Amounts of the new Shares, and the Amounts and Times of Payment of Calls thereon.

If ordinary Shares at a Premium, new Shares

33. If at the Time of the issuing by the Company of any new Shares under this Act the then ordinary Shares of the Capital of the Company are at a Premium, the new Shares to be then issued by them shall (except

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(except so far as a General Meeting of the Company specially convened for the Purpose by at least Three Fifths of the Votes of the Shareholders present, in Person or by Proxy, thereat otherwise determine,) be of such Amount as will conveniently allow the same to be apportioned among the then Holders of the ordinary Shares of the Capital of the Company in proportion to the ordinary Shares held by them respectively, and shall be offered to them at Par in that Proportion.

to be offered
to exist-
ing Share-
holders.

34. Every such Offer of new Shares shall be made by Letter under the Hand of the Secretary of the Company, delivered or sent by Post addressed to every ordinary Shareholder of the Company according to his Address in the Shareholders Address Book, or left for him at his usual or then last known Place of Abode; and every such Offer made by Letter sent by Post shall be considered as made on the Day on which the Letter in the ordinary Course of the Post ought to be delivered at the Place to which it is addressed.

Offer of new
Shares to be
made by
Letter.

35. The new Shares so offered shall vest in and belong to the ordinary Shareholders who accept them, or their Nominees.

New Shares
to vest in
accepting
Share-
holders.

36. If any such ordinary Shareholder fail for One Month after the Offer of new Shares to accept them, the Company may dispose of the so offered and unaccepted new Shares to any other Persons.

Disposal of
unaccepted
new Shares
to others.

37. Provided, That where from Absence abroad or other Cause satisfactory to the Directors any such ordinary Shareholder omits to signify within the Time by this Act limited his Acceptance of the new Shares offered to him, the Directors, if they think proper, but not otherwise, may permit him to accept them notwithstanding the Time has elapsed.

Directors
may enlarge
Time for ac-
cepting new
Shares.

38. Except as is by this Act otherwise provided with respect to offering new Shares to ordinary Shareholders, the Company from Time to Time may dispose of the new Shares created by them under this Act at such Times, to such Persons, and on such Terms and Conditions as the Company think fit.

General Dis-
posal by
Company of
new Shares.

39. Every Person who becomes entitled to any new Share created by the Company under this Act shall in respect of the same be a Shareholder of the Company, and shall be entitled to a Dividend with the other Shareholders proportioned to the Amount from Time to Time paid up on the new Share.

Dividend on
new Shares.

40. All new Shares issued by the Company under this Act shall, in proportion to the Amount from Time to Time paid up thereon, confer

Other
Rights and
Privileges on
new Shares.

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on the Holders thereof like Rights and Privileges, and subject them to like Liabilities, as Shares of the Company's original Capital.

Power to
borrow on
Mortgage.

41. The Company from Time to Time may borrow on Mortgage under this Act, in addition to the Sums which they are by "The *West Cheshire Railways Act, 1861*," authorized to borrow, any Sums not exceeding in the whole Twenty-one thousand Pounds, but no Part thereof shall be borrowed until the whole of the additional Capital of Sixty-three thousand Pounds by this Act authorized to be raised by new Shares is subscribed for or taken, and One Half thereof is actually paid up, and until the Company shall prove to the Justice who is to certify, under the Provisions contained in the Fortieth Section of "The Companies Clauses Consolidation Act, 1845," before he so certifies, that all such Capital has been subscribed for or taken *bonâ fide*, and is held by Subscribers or their Assigns, and for which such Subscribers or their Assigns are legally liable.

Priority of
existing
Mortgages.

42. Provided, That the several Mortgages from Time to Time before the passing of this Act granted by the Company, and on the passing of this Act in force, shall during the Continuance thereof respectively have Priority over the Mortgages from Time to Time granted by the Company under this Act.

Arrears may
be enforced
by Appoint-
ment of a
Receiver.

43. The Mortgagees of the Company may enforce the Payment of Principal and Interest due on their respective Mortgages by the Appointment of a Receiver, and the Amount to authorize a Requisition for a Receiver is Two thousand Pounds.

Application
of Monies
by Com-
pany.

44. All and every Part of the Money raised by the Company under this Act by new Shares and by borrowing shall be applied only for the Purposes by "The *West Cheshire Railways Act, 1861*," and this Act respectively authorized, and the Company may apply for Purposes of this Act any Money raised by them under "The *West Cheshire Railways Act, 1861*," and not required for the Purposes of that Act.

Power for
Sheffield and
Great
Northern
Companies
to contri-
bute to
Funds of
Company.

45. The *Sheffield Company* and the *Great Northern Company*, or either of them, with, as regards each of those Companies, the Sanction of at least Three Fifths of the Votes of the Shareholders present, in Person or by Proxy, at an Extraordinary General Meeting of the respective Company specially convened for the Purpose, may, if and when they respectively think fit, subscribe for or take and hold Shares in the additional Capital which by this Act the Company are authorized to raise.

Limit of-
Amount to

46. Provided, That the total Amount which shall be so contributed by the *Sheffield Company* to the Funds of the Company shall not exceed the

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the Sum of Twenty-one thousand Pounds, and the total Amount which shall be so contributed by the *Great Northern* Company to the Funds of the Company shall not exceed the Sum of Eight thousand Pounds, and such last-mentioned Sum shall be applied towards the Construction of the *Winnington* Branch.

47. For the Purposes of any such Contribution by such Companies towards the Funds of the Company such Companies from Time to Time may apply any of their respective Monies not by any Act relating to them expressly appropriated for any particular Purpose, or if so appropriated not required for that Purpose, and may from Time to Time respectively raise any Monies by the Creation and Issue of new Shares or Stock, either ordinary or preferential; provided that no preferential Shares or Stock shall be so issued with a Dividend thereon exceeding Five Pounds *per Centum per Annum*.

Power for Companies to raise and apply Monies for Contributions towards Funds of Company.

48. The preferential Dividend, if any, to be paid by such Companies respectively on any Sums which they are by this Act authorized to contribute to the Funds of the Company shall be payable half-yearly out of the Profits of every Year applicable for the Payment of Dividends of those Companies respectively, and in priority to the Dividend on the ordinary Shares or Stock of those Companies respectively; but if and whenever the Profits of any Year ending with the Thirty-first Day of *December* applicable for the Payment of Dividend on any Sums so contributed by those Companies respectively are insufficient for the Payment in full of the preferential Dividend thereon for that Year, the Deficiency shall not be paid or payable by those Companies respectively wholly or in part out of the Profits of any subsequent Year, or out of any other Funds of those Companies respectively.

Payment of preferential Dividend.

49. Provided, That the Terms and Conditions to which the Preference is subject shall be clearly stated on the Certificate of every Share to which the Preference attaches.

Restriction as to Shares.

50. Provided, That any Preference or Priority in the Payment of Interest or Dividend granted by such Companies with respect to any new Shares or Stock created by them in pursuance of this Act shall not prejudice or affect any Preference or Priority in the Payment of Interest or Dividend on any other Shares or Stock previously granted by them respectively by or in pursuance of or confirmed by any Act of Parliament passed before this Act, or otherwise from Time to Time lawfully subsisting.

Saving for existing preferential Shares of Companies.

51. The Company, or any other Railway Company to which this Act relates, shall not, out of any Money by this Act or any other Act
[*Local.*]

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relating

Interest not to be paid on Calls paid up.

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relating to the Company or the other Railway Company authorized to be raised by Shares or by borrowing, pay Interest or Dividend to any Shareholder on the Amount of Calls made in respect of the Shares held by him; provided that the Company and the other Railway Companies respectively may pay to any Shareholder such Interest on Money advanced by him beyond the Amount of the Calls actually made as is in conformity with "The Companies Clauses Consolidation Act, 1845."

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

52. The Company, or any other Railway Company to which this Act relates, shall not, out of any Money by this Act or any other Act relating to the Company or the other Railway Company authorized to be raised by Shares or by borrowing, pay or deposit any Sum of Money which, by any Standing Order of either House of Parliament from Time to Time in force, is required to be deposited in respect of any Application to Parliament for the Purpose of obtaining an Act authorizing the Company or the other Railway Company to construct any Railway, or execute any other Work or Undertaking.

Saving
Rights of
the Crown.

53. Nothing contained in this Act or in any of the Acts herein referred to shall authorize the said Company to take, use, or in any Manner interfere with any Land, Soil, Tenements, or Hereditaments, or any Rights, of whatsoever Nature, belonging to or enjoyed or exerciseable by the Queen's most Excellent Majesty in right of Her Crown, without the Consent in Writing of the Commissioners for the Time being of Her Majesty's Woods, Forests, and Land Revenues, or One of them, on behalf of Her Majesty, first had and obtained for that Purpose (which Consent such Commissioners are hereby respectively authorized to give), neither shall anything in the said Act or Acts contained divest, take away, prejudice, diminish, or alter any Estate, Right, Privilege, Power, or Authority vested in or enjoyed or exerciseable by the Queen's Majesty, Her Heirs or Successors.

Saving
Rights of
Company.

54. Except as is by this Act otherwise expressly provided, nothing in this Act contained shall take away, lessen, prejudice, or alter any of the Estates, Rights, Powers, or Privileges of the Company, or of any other Railway Company named in this Act.

Railway not
exempt from
Provisions
of present
and future
General
Acts.

55. Nothing in this Act contained shall exempt any Railway to which this Act relates from the Provisions of any present or future General Act relating to Railways, or to the better or more impartial Audit of the Accounts of Railway Companies, or from any future Revision and Alteration, under the Authority of Parliament, of the maximum Rates of Fares and Charges by this Act or any other Act relating to the respective Railway authorized, or the Rates for small Parcels thereby authorized.

56. All

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56. All the Costs, Charges, and Expenses of and incident to the Expenses of
applying for, obtaining, and passing of this Act shall be paid by the Act.
Company.

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