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Acts immediately relating to the Company, which Acts are hereinafter referred to as the "Company's Acts," and are designated by the Year in which they passed, and by virtue of the said Acts the Undertaking of the Company is divided into various Sections, which have for certain Purposes their Capitals and Revenues distinct from one another, and from that of the general Undertaking of the Company, but which are all under the same Management: And whereas the Second Schedule to this Act contains a Statement of the Amounts which the Company have been authorized to raise by Shares and by Loan: And whereas the Undertaking of the Company, which now is and for the most part has long been open to the Public, consists of Railways exceeding One hundred Miles in Length, commencing in *London*, where they are directly or indirectly connected with all the Railways having Termini in *London*, and there were conveyed upon the said Undertaking in the Year One thousand eight hundred and sixty-six nearly Eleven Millions of Passengers, and more than Four hundred thousand Tons of Goods: And whereas Questions have arisen as to the mutual Rights and Liabilities of the several Undertakings and Sections, and as to the Priorities of the several Capitals, and as to the Validity of certain Leases and Working Agreements, and numerous Proceedings have been taken in the Court of Chancery with reference to the Matters in dispute: And whereas, by reason of the Complication of Interests and the large Number of Persons interested, it is expedient that special Powers be conferred upon the said Court: And whereas, by reason of the incomplete State of the Company's Undertaking and the undeveloped Condition of its Traffic, the Company have been unable to pay Interest on their Debentures, or to discharge certain other Claims, and the Debts of the Company are large and are constantly increasing: And whereas certain Creditors of the Company have obtained Judgments and issued Executions against the surplus Lands and Rolling Stock of the Company, and Proceedings have also been taken by unpaid Vendors of Land against the Company, and the whole Undertaking of the Company is now in the Hands of Receivers appointed by the Court of Chancery at the Instance of Debenture Holders of the Company: And whereas, in order to avoid the Stoppage of the Traffic, Monies in the Hands of the Receivers have, by the Direction of the Court of Chancery, been provisionally applied in making necessary Payments on Capital Account: And whereas the Company have executed a Deed, dated the Nineteenth Day of *January* One thousand eight hundred and sixty-seven, purporting to assign all their Rolling Stock and other Chattels to Trustees upon trust for the Debenture Holders and all other Creditors of the Company, and the same are now being used for the Purposes of the Line at a Rent payable to such Trustees: And whereas, in order to enable the Company to keep the Line open for Traffic and ultimately

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ultimately to meet its Engagements, it is essential that the Provisions herein-after contained should be made, and that during the Period herein-after defined all Suits, Actions, Executions, Attachments, and other Proceedings against the Company and its Property with respect to existing Debts shall be stayed, subject to the Provisions herein-after contained, unless with such Leave of the Court of Chancery as herein-after enacted: And whereas it is expedient that during such limited Period the Management of the Company should be vested, with all necessary Powers, in a Board, on which both the Mortgagees of the Company and the Shareholders should be represented: And whereas it is expedient that Powers should be given with reference to the Sale and leasing of the superfluous Lands of the Company, and for the Application of the Proceeds thereof: And whereas it is expedient to facilitate the Consolidation into Debenture Stock of various Classes of Mortgages, and to facilitate the Conversion into Debenture Stock of the Sums due to general Creditors of the Company, and to give Facilities to the Mortgagees and to the Shareholders of the Company for effecting a general Compromise and Readjustment of their respective Rights and Liabilities: And whereas Mortgagees of the Company, representing more than 2,000,000*l.* of Loan Capital, have appointed a Committee for the Protection of their Interests, and the Provisions herein-after contained are assented to by the said Committee, who have concurred with the Directors in the Promotion of this Act: And whereas the Objects 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 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,)

1. This Act may be cited for all Purposes as "*The London, Chatham, and Dover Railway (Arrangement) Act, 1867.*" Short Title.

2. Sections 28, 29, and 31 of "*The Companies Clauses Act, 1863,*" as to Debenture Stock, are incorporated with this Act, except so far as the same are inconsistent with the Provisions of this Act. Certain Parts of 26 & 27 Vict. c. 118. incorporated.

3. In this Act, except when repugnant to the Context, the following Words have the following Meanings: Interpretation of Terms.

The Words "the Company" mean the *London, Chatham, and Dover Railway Company*:

The Words "the entire Undertaking" mean the aggregate of all the Undertakings and Property of the Company:

The Word "Mortgage" shall mean and include the Debentures of the Company and any Debenture Stock created under the Powers of this Act, and also any Share or Stock in any Rent-charge,

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charge, and any other Share or Stock of or in the Company, or any of the Undertakings, Sections, and Capitals thereof, which Shares or Stock in such Rentcharge or other Shares or Stock are as to Dividends or Interest entitled to rank in priority to or *pari passu* with any Debentures of the Company; and the Word "Mortgagee" shall mean and include the Holder of any "Mortgage" so defined as aforesaid :

The Word "Shareholders" shall include all Persons holding Shares or Stock in any Rentcharge, or any other Shares or Stock of or in the Company, or any of the Undertakings, Sections, and Capitals thereof, excepting such Shares or Stock as are included in the Word "Mortgage:" Provided always, that until it shall be determined by the Court that the Holders of any Shares or Stock in any Rentcharge, or of any other Shares or Stock, are included in the Word "Mortgagee," such Holders respectively shall vote as Shareholders and not as Mortgagees :

The Words "general Creditor" mean any Creditor of the Company other than a Mortgagee :

The Words "general Debts" mean the Sums lawfully due to any general Creditors :

The Words "the Court" mean the High Court of Chancery :

The Words "the Rolling Stock Deed" mean the Assignment herein-before mentioned of Rolling Stock and other Property of the Company to Trustees.

Stay of Proceedings.

4. Save as is herein-after provided, from and after the passing of this Act no Actions, Suits, Executions, Attachments, or other Proceedings against the Company, or affecting the Property thereof, except Proceedings against the Company as Carriers of Goods or Passengers, or in respect of Liabilities contracted after the passing of this Act, shall be continued or commenced during the Period herein-after defined and referred to as "the Suspense Period," unless with the Leave of the Court, and upon such Terms as the Court may impose: Provided that the Costs of any Actions, Suits, Executions, Attachments, or other Proceedings against the Company, or affecting the Property thereof, which shall be discontinued pursuant to this Clause, shall be in the Discretion of the Court, and, if allowed, shall be added to the Debt.

Application of Money in Court and in Hands of Receivers.

5. From and after the passing of this Act the Functions of any Receivers heretofore appointed on behalf of any Debenture Holders in any Causes over any Part of the Property of the Company shall, as regards all Tolls or Sums of Money thereafter accruing, absolutely cease, and upon the Application of the Board, or of the respective Plaintiffs in any Causes in which Receivers of any Part of the Property of

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of the Company have been appointed on behalf of Debenture Holders, the Court may in its Discretion in the first place provide, out of any Sums standing to the Credit of such Causes or in the Hands of the Receivers, for all the Costs of such Causes, and may in its Discretion direct the Balance of all such Sums as aforesaid to be transferred to the Company, and may in its Discretion discharge the Receivers upon passing their Accounts.

6. The Suspense Period shall be a Period of Ten Years from the passing of this Act.

Suspense
Period de-
fined.

7. From and after the passing of this Act, and thenceforth during the Suspense Period, and until the Powers of the Board and of the Mortgage Directors under this Act shall have ceased, the Powers conferred on the former Board of Directors and on the Shareholders of the Company in General Meeting by the Company's Acts and the Acts incorporated therewith shall be in abeyance, and the Management of the Company shall be vested in the Board as hereby constituted, subject only to such Powers as are by this Act given to the Shareholders and Mortgagees respectively in General Meeting.

Suspension
of Powers
of Manage-
ment.

8. The Board shall consist of Eight Directors, Four being Mortgage Directors to represent the Mortgagees, and Four being Share Directors to represent the Shareholders; the Chairman of the Board shall be a Share Director, and the Vice Chairman a Mortgage Director, and the Chairman shall have a Casting Vote in addition to his own Vote, excepting in Cases where the Two Classes of Directors differ upon a Question affecting, or deemed by either Class of Directors to affect, the Interests represented by them respectively.

Constitu-
tion of the
Board.

9. *William Edward Hilliard, Grosvenor Hodgkinson, and Henry De Grey Warter*, Esquires, shall be Three of the First Share Directors, and *Joshua Dixon, Richard Hodgson, and Henry Jelf Sharp*, Esquires, shall be Three of the First Mortgage Directors; and until the Numbers of the Board shall have been completed as herein-after directed, the Directors above named shall have all the Powers by this Act conferred upon the Board.

As to First
Board.

10. The Fourth Share Director shall be elected by the Shareholders present personally or by proxy at a General Meeting of Shareholders to be called by the Share Directors within Two Months after the passing of the Act, and the Fourth Mortgage Director shall be elected by the Mortgagees present personally or by proxy at a General Meeting of Mortgagees to be called by the Mortgage Directors within Two Months after the passing of the Act.

Providing
for filling
up Board.

[Local.]

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11. Upon

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As to Vacancies in Board.

11. Upon any Vacancy or Vacancies occurring in the Share Directors the remaining Share Directors shall, as soon as practicable after the Occurrence thereof, cause a General Meeting of the Shareholders to be called at some convenient Time and Place, and at such Meeting the Shareholders present personally or by proxy shall elect a new Share Director or new Share Directors to supply such Vacancy or Vacancies; and upon any Vacancy or Vacancies occurring in the Mortgage Directors the remaining Mortgage Directors shall, as soon as practicable after the Occurrence thereof, cause a General Meeting of the Mortgagees to be called at some convenient Time and Place, and at such Meeting the Mortgagees present personally or by proxy shall elect a new Mortgage Director or new Mortgage Directors to supply such Vacancy or Vacancies.

As to Meetings of Shareholders and Mortgagees.

12. Separate General Meetings of Shareholders and Mortgagees respectively shall be called by the Share Directors and the Mortgage Directors respectively, and held half-yearly in the last Weeks of *February* and *August* in every Year, which Meetings shall be called the Ordinary Meetings of Shareholders and Mortgagees respectively; all other Meetings shall be called Extraordinary Meetings.

As to Rotation of Directors.

13. At the *February* Ordinary Meeting of the Shareholders in every Year One Share Director shall retire in rotation with Liberty to offer himself for Re-election, and at the *February* Ordinary Meeting of Mortgagees in every Year One Mortgage Director shall retire in rotation with Liberty to offer himself for Re-election, and the Vacancies so occasioned shall be filled up at the said Meetings by the Shareholders and Mortgagees respectively present personally or by proxy; the original Share Directors, including the Fourth Share Director to be elected as herein-before provided, shall retire in such Order as they shall themselves determine, and in default of Agreement by Lot, and after they have all retired the subsequently elected or re-elected Share Directors shall retire in the Order of the Dates of their Elections or last Re-elections, as the Case may be; and the original Mortgage Directors, including the Fourth Mortgage Director to be elected as herein-before provided, shall retire in such Order as they shall themselves determine, and in default of Agreement by Lot, and after they have all retired the subsequently elected or re-elected Mortgage Directors shall retire in the Order of the Dates of their Elections or last Re-elections, as the Case may be.

Providing for half-yearly Reports, &c.

14. At all the Ordinary Meetings of Shareholders and Mortgagees respectively half-yearly Reports and Statements of Account to be prepared by the Board shall be submitted to the Shareholders and Mortgagees respectively.

15. All

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15. All Meetings of Shareholders and Mortgagees respectively shall be convened by the like Notice as by "The Companies Clauses Consolidation Act, 1845," is required to be given of a General Meeting. As to convening of Meetings.

16. At every Meeting of Shareholders the Chairman shall be One of the Share Directors to be chosen by the Share Directors, or in the Absence of all the Share Directors any Shareholder to be chosen by the Meeting; and at every Meeting of Mortgagees the Chairman shall be One of the Mortgage Directors to be chosen by the Mortgage Directors, or in the Absence of all the Mortgage Directors any Mortgagee to be chosen by the Meeting. Chairman at Meetings.

17. At every Meeting of Shareholders every Shareholder shall have the like Powers of voting whether personally or by proxy, and the Meeting shall be conducted as nearly as may be in the like Manner as a Meeting of the Company before the passing of this Act; and at every Meeting of Mortgagees every Mortgagee shall have One Vote for every One hundred Pounds of Mortgage held by him, and shall have the like Powers of giving his Vote either personally or by proxy, and the Meeting shall be conducted as nearly as may be in the like Manner as if it were a Meeting of Shareholders in a Company under "The Companies Clauses Consolidation Act, 1845." Votes at Meetings.

18. The Board shall at their First Meeting in every Year appoint some Person as Arbitrator for the ensuing Year, and if any Difference shall at any Time arise in the Board between the Mortgage Directors on the one hand and the Share Directors on the other touching any Matter wherein the Interests represented by them respectively are deemed, either by the Share Directors or by the Mortgage Directors, to be affected; such Difference shall be from Time to Time referred to the said Arbitrator, or in default of the Appointment of such Arbitrator by the Board then to an Arbitrator to be nominated by the Board of Trade on the Application of the Board, and the Arbitrator may, on Application made to him by the Board, attend at any Meeting of the Board, and summarily decide any such Matter of Difference, and every Award or Decision of such Arbitrator shall be final with respect to the Matters submitted to him, and the said Board or the Board of Trade, as the Case may be, may fix the Remuneration to be paid to such Arbitrator: Provided always, that if any Matter which may have been referred to the Arbitrator shall be left undecided by him at the Expiration of his Year of Office, the same Matter shall be decided by the said Arbitrator, and his Decision shall be binding although he may no longer fill the said Office. For Appointment of permanent Referee.

19. The

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Power of
the Board.

19. The Board shall have the Seal of the Company, with Power in the Name of the Company at their own Discretion to sue and do all Acts, and enter into all Contracts and Agreements, and exercise all Powers, which the former Board of Directors or the Company in General Meeting could heretofore have done, entered into, or exercised, and shall also have Power in the Name of the Mortgage Directors to enforce against all Shareholders in the Company and other Persons all Claims which might have been enforced by the Debenture Holders or other Creditors of the Company, or any of them, whether the same could or could not have been enforced by the Company, and for this last Purpose all the Rights of all Debenture Holders or other Creditors of the Company shall be and be deemed to be vested in the Mortgage Directors, but not so as to deprive any Debenture Holder or other Creditor of any Remedy to which he would otherwise be entitled against such Shareholders and other Persons, and the Directors appointed by or in pursuance of this Act shall not be personally liable for Acts done by them in their Capacity as Directors, and shall be indemnified out of any of the Assets of the Company against all Loss and Damage which may accrue to them in their said Capacity.

As to
Powers and
Proceedings
of Board.

20. The following Provisions of "The Companies Clauses Consolidation Act, 1845," with respect to the Proceedings of Directors, shall, subject to the Provisions of this Act, apply to the Board of Directors appointed under the Powers of this Act; namely,

Section 92, with respect to Meetings, Quorum, and Votes :

Section 94, with respect to occasional Chairman of Directors :

Section 95, as to Committees of Directors :

Section 96, as to Meetings of Committees :

Section 97, as to Power to make Contracts :

Section 98, as to Entry of Proceedings :

Section 99, providing that Acts of Directors shall be valid, notwithstanding Defects in their Appointment.

As to
Auditors.

21. The following Provisions shall relate to the Auditors of the Company :

(a) The Shareholders at their First Ordinary Meeting after the passing of this Act shall elect One Auditor, and the Mortgagees at their First Ordinary Meeting under the Provisions of this Act shall elect One Auditor, and it shall not be necessary for the Auditor so chosen by the Mortgagees to be either a Shareholder or Mortgagee :

(b) The said Auditors shall go out of Office at the Ordinary Meetings of Shareholders and Mortgagees to be held in the Month of *February* in the Year One thousand eight hundred and sixty-nine, and thenceforward during the Suspense Period shall

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shall go out of Office at the Ordinary Meeting in *February* of Mortgagees and of Shareholders respectively in each Year, but shall be immediately re-eligible:

- (c) If an Auditor elected by Shareholders or Mortgagees vacates his Office either by Death, Resignation, or otherwise during the current Year, his Place shall be supplied at the next Half-yearly Meetings of Shareholders or of Mortgagees respectively, as the Case may be:
- (d) The Directors shall deliver to the Auditors the half-yearly Accounts Fourteen Days at least before the ensuing Ordinary Meeting of Shareholders and Mortgagees respectively, and it shall be the Duty of the Auditors to examine and audit such Accounts, and it shall be lawful for the Auditors to employ such Accountants and other Persons as they may think proper at the Expense of the Company, and the Auditors shall either make a special Report on the said Accounts, or simply confirm the same, and such Report or Confirmation shall be read, together with the Report of the Board, at the Ordinary Meetings of Shareholders and Mortgagees respectively.

22. The following Provisions shall apply to Lands acquired by the Company, and not required by them for the Purposes of their Undertaking: As to
superfluous
Lands.

Subject to the Provisions of "The Lands Clauses Consolidation Act, 1845," with respect to the Sale of superfluous Lands, the Board may grant Building or Repairing Leases of such Lands within the Limits of the Metropolis as defined by "The Metropolis Local Management Act, 1855," and may sell the said Lands subject to such Leases:

The Exercise of the Powers granted to the Board by this Enactment shall not prejudicially affect, but shall in all respects be subject to, the Rights of any unpaid Vendor or Incumbrancer of or on the respective Lands over which the said Powers are proposed to be exercised.

23. The net Sale Monies and Rents derived from the superfluous Land, after Payment of all incidental Expenses, shall be applied to the following Purposes in the Order specified: Application
of Proceeds
of superflu-
ous Land.

1. In satisfaction of the Vendor's Liens and of all other valid Liens, Charges, or Incumbrances on the Lands from which such Sale Monies and Rents shall respectively have been derived:

2. In Payment of the Monies due to Vendors or Parties having Charges, Liens, or Incumbrances upon Land belonging to the same Section as the Lands from which such Sale Monies and

[Local.]

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Rents

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Rents shall respectively have been derived, and after such Payment at the Discretion of the Board to any other Purpose of such Section :

3. In Payment of the Monies due to other Vendors of Land.

Power to
issue Debenture
Stocks.

24. It shall be lawful for the Board to create and issue in the Name of the Company Debenture Stocks of Three Classes, to be called A, B, and C Debenture Stocks respectively, to be permanently, until redeemed, charged upon the entire Undertaking, and to be redeemable or irredeemable, and to be subject to the Conditions herein-after specified; but none of the said Debenture Stocks shall operate as a Charge upon superfluous Lands conveyed by the Company, or shall prejudicially affect any specific Lien or Charge or Incumbrance on any such Lands.

As to "A"
Debenture
Stock.

25. "A" Debenture Stock shall not exceed in Amount Six hundred thousand Pounds, and shall be issued at Par, and bear Interest at a Rate not exceeding Six *per Centum per Annum*, and shall have Priority over all existing Mortgages, and the Deferred Dividend Warrants issued in respect thereof, the Holders of which Mortgages shall consent in Writing, in the Form set forth in the Schedule hereto, or in a Form to the like Effect, to be postponed to the said Debenture Stock, but not over any such Mortgages the Holders of which shall not consent to such Postponement: Provided that the Consent of a Mortgagee shall be binding on every subsequent Holder of the Mortgage deriving Title from such consenting Mortgagee: Provided also, that the Board shall send by Post to all Mortgagees at their last known Place of Abode a Copy of the Circular contained in Schedule III. to this Act.

Application
of Proceeds
of "A"
Stock.

26. The Monies raised by the Issue of "A" Debenture Stock may be applied, in such Order and Proportion as the Board in their Discretion shall think fit, to any of the following Purposes :

1. In or towards the Purchase from the Trustees of the Rolling Stock Deed, of the Interest of the general Creditors in the Property comprised in the said Deed; or in the Monies received or receivable as Rent for the same, after Payment out of such Rent of the Costs and Expenses attending the Trusts of the said Deed, and all other their Interest under the said Deed, at such Price, not less than Seventy-five thousand Pounds, as shall be determined by Arbitration or by the Court; upon the Completion of which Purchase all the Rolling Stock and other Property mentioned in the Rolling Stock Deed, or comprised therein, and the Monies received or receivable as Rent or otherwise, shall thereupon become and be Part of the Security of the
Mortgagees

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Mortgagees as if such Rolling Stock and other Property had been originally comprised in their Mortgages, but without Power of Sale during the Suspense Period, and, subject thereto, shall be at the Disposal of the Board, free from all Claims of general Creditors, or of the Trustees of the said Deed, or of any other Persons, and the Price so paid as aforesaid shall be divided by the Trustees of the said Deed rateably among the general Creditors in proportion to their several Debts:

2. In or towards such Outlay on Works and other Expenses as the Board in their Discretion shall deem to be of pressing Importance for the efficient Working, Maintenance, and Management and Development of the Undertakings of the Company:
3. In or towards Repayment of the Sums expended on account of Capital out of the Monies received by the Receivers:
4. In or towards defraying the Costs incurred by the Committee of Investigation appointed by the Shareholders to inquire into the Affairs of the Company, and the Costs of any Accountants or other Persons employed by the said Committee, or with relation to the said Inquiry, such Costs not to exceed in the whole the Sum of Two thousand Pounds:
5. In or towards any of the Purposes to which the Proceeds of superfluous Lands are applicable under the Provisions herein-before contained:

Provided that not less than One hundred thousand Pounds out of the Monies so raised shall be applied in or towards Satisfaction of the Claims of unpaid Vendors of Lands.

27. "B" Debenture Stock shall bear Interest at a Rate not exceeding Five Pounds *per Centum per Annum*, and shall rank after all Mortgages as herein-before interpreted existing at the Time of the passing of this Act, but, subject thereto, shall rank in priority over the entire Undertaking next after "A" Debenture Stock.

Conditions of
"B" Stock.

"B" Debenture Stock shall be issued for the following Purposes:

In substitution upon the Demand of any Debenture Holder for equal Amounts of existing Debentures which shall thereupon be cancelled:

In lieu of an equal Amount of Deferred Dividend Warrants issued under the Powers herein-after contained:

In exchange for equal Amounts of Debentures, if any, not exceeding the Sum of One hundred and fifty thousand Pounds in the Hands of *bonâ fide* Holders, which may have been issued in excess of the Powers of the Company, such "B" Debenture Stock to bear Interest at the Rate of Five *per Centum per Annum*, and the said *bonâ fide* Holders shall have a Right to demand such Exchange; but the said "B" Debenture Stock shall not be issued in exchange for certain other Debentures, amounting to

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to about One hundred and twenty-eight thousand Pounds, charged upon the City Lines Section, and forming Part of the First Issue of Debentures on the City Lines, such Issue having been made to or through the Contractors, until the Validity thereof shall be established; but it is hereby expressly declared that nothing herein contained shall be taken in any way to impugn the Validity of, or to give Validity to, the said last-named Debentures.

Providing
for Arrears
of Interest.

28. The Board shall issue Deferred Dividend Warrants bearing *Five per Centum Interest per Annum* in respect of all Interest now due, or from Time to Time accruing due and remaining unpaid, on any Mortgages, which Warrants shall confer on the Holders thereof the same Rights as regards the Payment thereof and the Interest accruing thereon as the Mortgages in respect of which they are issued: Provided that instead of such Deferred Dividend Warrants the Board may, with the Consent of the Person entitled to such Interest, issue in respect thereof "B" Debenture Stock bearing Interest at the Rate of *Five per Centum per Annum*.

Conditions of
"C" Stock.

29. "C" Debenture Stock shall bear yearly Interest at the Rate of *Five Pounds per Centum*, and shall rank in priority over the entire Undertaking next after "B" Debenture Stock. "C" Debenture Stock shall be issued at Par in exchange for equal Amounts of general Debts to any general Creditor who shall demand the same: Provided that it shall be lawful for the Board to state Accounts, compromise and ascertain general Debts by Arbitration or otherwise with general Creditors, and to issue "C" Debenture Stock for the Amounts so stated, compromised, or ascertained.

Power to
Trustees
and others.

30. It shall be lawful for all Trustees, Executors, and Administrators, Corporations, and married Women, holding or being entitled to or interested in any Mortgage or general Debt upon any Trust or otherwise, and for the Guardians and Committees respectively of any Infants and Lunatics respectively who may hold or be entitled to or interested in any Mortgage or general Debt, to accept any Offer of Debenture Stock made to them under the Provisions aforesaid, and to exercise all or any of the Powers of voting or consenting and other Powers and Discretions by this Act given to Mortgagees and general Creditors respectively.

Application
of Income.

31. The Income received by the Board shall be applied to the following Purposes in the Order specified:

1. In Payment of all working and incidental Expenses, and of all Rates and Tithes, and of all annual Rentcharges payable by the Company in pursuance of the Tenth Section of "The Lands Clauses Consolidation Act, 1845," or of "The Lands Clauses Consolidation

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Consolidation Acts Amendment Act, 1860," and also of Rents or Sums in the Nature of Rent from Time to Time payable to the *Sittingbourne and Sheerness Railway Company*, the *Victoria Station and Pimlico Railway Company*, and the *Mid Kent Railway (Bromley to Saint Mary's Cray) Company*, and to any other Company who shall establish their Rights to such Rent or Sums, in priority over Debentures:

2. In Payment of any Sums which may be required for the immediate Completion of such Purchase as is herein-before authorized from the Trustees of the Rolling Stock Deed, subject to the Amount so paid being recouped to Income out of the First Monies raised by the Issue of "A" Debenture Stock, or available for that Purpose out of the Proceeds of superfluous Lands:

3. In Payment according to their Classes and Priorities, and out of such Part of the Income as is appropriated thereto respectively, of current Interest or Dividend on all Mortgages and Deferred Dividend Warrants:

Provided that any Increase of the net Revenues which would otherwise be applicable to Payment of Interest or Dividend to Holders of any such Mortgages beyond the Amount of such Revenues shown by the published Accounts of the Company to have been earned in the Year ending the Thirtieth Day of *June* One thousand eight hundred and sixty-seven shall, to the Extent of Thirty thousand Pounds *per Annum*, as well after as during the Suspense Period, be applied first in Payment of Interest to the Holders of "A" Debenture Stock until such Interest shall be paid in full:

4. In or towards any of the Purposes to which the Proceeds of "A" Debenture Stock are applicable under the Provisions herein contained:

5. The Surplus to be divided among the Shareholders according to their Rights and Priorities:

Provided that when by reason of having consented to be postponed to "A" Debenture Stock as aforesaid, or from any other Cause, the Holder of any Mortgage shall not have been paid, or not paid in full, the Amount of the Interest or Dividend payable to him, Deferred Dividend Warrants as herein-before provided, or "B" Debenture Stock, shall be given for the Amount so payable.

32. The Board shall keep separate Accounts of all the particular Undertakings, Sections, and Capitals, and shall debit the same respectively with all Monies or Debenture Stock applied in redemption of their respective Mortgages or otherwise for their Benefit, and credit the same respectively with all Monies derived therefrom or payable thereto as between them and the other particular Under-

Adjustment
of Accounts.

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takings, Sections, and Capitals; and in such Accounts Interest at the Rate of Five Pounds *per Centum per Annum* shall be debited and credited respectively, except where Payments shall be made in Satisfaction or Redemption of Debt carrying any other Rate of Interest, in which Case such other Rate of Interest shall be substituted for the said Rate of Five Pounds *per Centum*, to the Intent that any Rights and Liabilities of the particular Undertakings, Sections, and Capitals in account between themselves may remain undisturbed, but not so as to prejudice any Debenture Stock created under the Powers of this Act.

Powers to
the Court of
Chancery.

33. And with respect to the Powers of the Court of Chancery and Applications to the said Court:

The Board, or the Share Directors, or the Mortgage Directors, may at any Time apply summarily or by Petition or Motion to the Court touching any of the following Matters; namely,

1. The Validity, Amount, or Priority of any Mortgages, Shares, Claims, or Classes thereof, having regard to the Provisions of this Act:
2. The Application of any Funds in or coming to the Hands of the Board:
3. Any Lease, Working or Traffic Agreement, or any Contract or other Engagement between the Company and any other Company or Persons, and the respective Rights and Liabilities of the Company, its Mortgagees, general Creditors, or Shareholders, or any of them, and any Companies and Persons in respect thereof:
4. Any other Matter in which the Interposition of the Court is hereby expressly authorized, or as to which such Interposition may be expedient for the more perfect Execution of this Act:

And any Mortgagee, general Creditor, or Shareholder, or Person claiming to be such respectively, or any Company claiming in respect of any Lease, Working or Traffic Agreement, or any Contract or other Engagement with the Company, or any Person having any Charge, Lien, or Claim upon any Property of the Company, may at any Time apply summarily or by Petition or Motion to the Court touching any of the following Matters:

1. The Validity, Amount, or Priority of his or their Mortgage, Debt, Share, Charge, Lien, or Claim, Lease, Agreement, Contract, or other Engagement:
2. Any alleged Breach or Neglect of Duty on the Part of the Board in the Execution of this Act:

And any such Application as aforesaid may be made either to the Master of the Rolls or any Vice Chancellor in the first instance or (at the Option of the Party or Parties applying) to the Court of Appeal

The London, Chatham, and Dover Railway (Arrangement) Act, 1867.

Appeal in Chancery, and the Decision of the Court of Appeal in Chancery, whether on Appeal from the Master of the Rolls or a Vice Chancellor, or on an original Application, shall be final without further Appeal, or without Appeal from the said Court of Appeal, as the Case may be, unless by special Leave of the Court if they should deem an Appeal to the House of Lords desirable, but not so as to prevent a Rehearing before the said Court of Appeal if the Court shall so direct, and on any original Application to the Court of Appeal the Court may, if it thinks fit, direct that the further Prosecution of the Suit shall, subject to such Declaration of Right or other Order as the Court may think fit to make, be conducted, or that any Inquiry or Inquiries shall be made, before the Master of the Rolls or a Vice Chancellor.

34. Upon any Application to the Court the Court may give Directions as to the Person or Persons to be served, and may approve or select Persons to represent such Classes and Interests as in the Judgment of the Court ought to be represented, and for this or any Purpose connected with such Application may direct Advertisements, and settle Lists of Mortgagees, general Creditors, and Shareholders, and the Classes thereof, and determine the Validity, Amount, and Priority of all Mortgages, general Debts, and Shares, and Classes thereof, and may adjust all Matters and Questions brought before it under the Authority of this Act between the various Undertakings, Sections, and Capitals of the Company, and between the Company, its Mortgagees, general Creditors, or Shareholders, or any of them, and any other Companies and Persons, in respect of any Lease, Working or Traffic Agreement, or any Contract or other Engagement, and may determine all other Matters brought before it under the Authority of this Act, and may modify its Practice whether in Court or in Chambers for any of the Purposes aforesaid in such Manner as it may deem advisable, and may direct such Inquiries and Proceedings in Chambers as it may think fit, and may adjourn any Matter from Court to Chambers or from Chambers to Court as it may deem advisable, and may make such Declarations and Orders as it shall deem just in any of the Matters aforesaid, and all such Declarations and Orders shall be binding upon all Persons and Classes interested, or such of them as the Court shall declare or direct, whether such Persons and Classes shall have been actually present at the Proceedings, or have been represented thereat only by Persons approved or selected by the Court for the Purpose, or shall otherwise in the Judgment of the Court have been adequately represented by the Persons present at such Proceedings, or some of them, and the Court on any such Application may adopt so much as it may think fit of any Proceedings instituted before the passing of this Act.

Power of
the Court.

35. The

The London, Chatham, and Dover Railway (Arrangement) Act, 1867.

Remuneration of Directors.

35. The Remuneration of the Board shall be the Sum of Two thousand Pounds *per Annum*, subject to such Increase, if any, as shall be approved by a General Meeting of Mortgagees, and also by a General Meeting of Shareholders, and the same shall be apportioned as the Board shall determine.

Saving Rights of certain Landowners.

36. Nothing herein contained shall affect the Rights and Remedies of the Ecclesiastical Commissioners for *England*, *William Edward Cooper*, and *Richard Stocker* respectively, or the Rights and Remedies of the Imperial Mercantile Credit Association, Limited, or any Company or Person claiming through or under them, in respect of or in relation to a certain alleged Mortgage or Charge on certain Lands of the Company purporting to have been created on or about the 21st Day of *February* 1866, or to the Proceeds of the Sale of the said Lands, so far as the Court of Chancery may hereafter hold the said Imperial Mercantile Credit Association, Limited, or any Company or Person claiming through or under them, entitled to such Proceeds, and in order to enforce which said alleged Mortgage or Charge a Suit has been instituted in the High Court of Chancery by the said Association, to which said Suit and to the said Lands, until freed from the said alleged Mortgage or Charge, the Provisions of this Act shall not apply.

Saving Rights of General Credit, &c. Company.

37. In case the General Credit and Finance Company of *London* (Limited) and the General Credit and Discount Company (Limited) shall, under the Suit which has been instituted in the Court of Chancery, and which is not to be stayed under this Act, in relation to a certain alleged Mortgage or Charge on certain Lands of the Company purporting to have been created on or about the Twenty-first Day of *February* One thousand eight hundred and sixty-six, establish their Right to such Charge, and to be paid any Sum of Money in respect thereof, then, without Prejudice to the said Limited Company's Rights against other Parties, the Company shall, within Twelve Months from the Decree or Order establishing such Right, pay to the said Limited Company the Sum or Sums by such Decree recognized, with Interest at *Five per Centum per Annum* from the Date of such Decree, and their reasonable Costs, Charges, and Expenses which may have been incurred in the said Suit, and upon such Payment being made within the Period aforesaid the said Limited Company shall, if and when required by the Board, release the said Lands to the Company: Provided that within the Suspense Period the said Limited Company shall not seize, sell, or do anything to interfere with the User by the Company of any of the said Lands.

38. The

The London, Chatham, and Dover Railway (Arrangement) Act, 1867.

38. The Enactments contained in Section 4 of this Act with regard to staying of Actions, Suits, and other Proceedings shall not be taken to extend to any Cause of Action which shall accrue after the passing of this Act in respect of Interest which shall accrue due to *Harry John Bigge*, Clerk.

Saving Rights of Mr. Bigge.

39. All Sums which at the Time of the passing of this Act are due by the Company to the Ecclesiastical Commissioners for *England* for Interest on Purchase Monies owing to the Commissioners shall be paid within Three Months from the passing of this Act, or if not so paid shall be added to the said Purchase Monies, and Interest on the aggregate Sum formed by the Addition thereof to the said Purchase Monies shall accrue from the Time of the passing of this Act, and shall be paid half-yearly.

Providing for Interest due to Ecclesiastical Commissioners.

40. The *Great Northern Railway Company* shall, in respect of the Rentcharge created in their Favour by "*The London, Chatham, and Dover Railway (City Undertaking) Act, 1864,*" have all the same Rights and Priorities as Mortgagees under this Act as are by this Act conferred on the Holders of Shares or Stock in any Rentcharge.

As to Rentcharge in favour of Great Northern Railway Company.

41. The Company shall, within Twelve Months from the passing of this Act, pay to *John Martin, James Martin, and Robert Martin* the Sum of Eight thousand eight hundred and forty-three Pounds Four Shillings and Threepence, with Interest at Five Pounds *per Centum* from the Eighth Day of *June* One thousand eight hundred and sixty-seven, and their reasonable Costs, Charges, and Expenses which may have been subsequently incurred in any Suit in relation to the Leasehold Hereditaments and Premises comprised in their Memorandum of Deposit of the Second *May* One thousand eight hundred and fifty-nine, and upon such Payment being made within the Period aforesaid the said *John Martin, James Martin, and Robert Martin* shall, if and when required by the Board, release the said Leasehold Hereditaments and Premises to the said Company: Provided that within the Suspense Period the said *John Martin, James Martin, and Robert Martin* shall not seize, sell, or do anything to interfere with the User of any Lands on which the Railway is constructed, or which may be used for any of the Purposes thereof.

Saving Rights of Messrs. Martin.

42. Nothing herein contained shall prejudice or affect, diminish, increase, or vary any Rights or Remedies of the *Mid Kent Railway (Bromley to Saint Mary's Cray) Company, the Sevenoaks, Maidstone, and Tonbridge Railway Company, the Victoria Station and Pimlico Railway Company, the Great Western Railway Company, the*
[Local.]

Saving Rights of various Railway Companies.

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Crystal Palace and South London Junction Railway Company, and the Kent Coast Railway Company respectively: Provided that nothing herein contained shall be deemed to give to any of the said Companies any further or other Rights or Remedies affecting the Property heretofore comprised in the Rolling Stock Deed, or any Part thereof, than the said Companies respectively would have had while such Property remained vested in the Trustees of the said Deed upon the Trusts thereof.

As to Metropolitan Extension Shares.

43. And whereas the Holders of Shares in the Metropolitan Extensions of the Company insist that they are entitled in priority to all Claims whatsoever, except the Claims of Debenture Holders of the Metropolitan Extensions, to the gross Receipts of the Metropolitan Extensions, after deducting for Working Expenses the Amounts by "The London, Chatham, and Dover Railway (Metropolitan Extensions) Act, 1860," in that Behalf authorized, and further that the Company or its general Undertaking is indebted to the Metropolitan Extensions Undertaking in a large Sum, and that such Debt ought to be satisfied out of the Assets of the Company in priority to the Payment of any Principal or Interest on any Mortgages other than Mortgages of the Metropolitan Extensions: Now it is hereby enacted and declared, That, saving the Priority hereby given to the "A" Debenture Stock, nothing herein contained shall affect such Priorities (if any) as aforesaid.

Saving Agreements in Schedule.

44. Nothing in this Act contained shall in any way prejudice or affect the Validity of the Agreement of the First of August One thousand eight hundred and sixty-seven, which forms the Fourth Schedule to this Act, nor of any of the Agreements or Deeds referred to in such last-mentioned Agreement, nor prejudice or affect any of the Rights or Remedies thereunder of the several Persons and Partnership Firms Parties thereto respectively: Provided always, that nothing in this Act, or in the said Agreement of the First of August One thousand eight hundred and sixty-seven, or in the Agreements or Deeds therein referred to, shall confer or be construed to confer any Right or Power of Sale of the Lands on which the Railway is constructed, or which are now absolutely used for the Purposes of the Railway.

Saving Rights of Sittingbourne and Sheerness Railway Company.

45. Nothing in this Act shall take away, lessen, prejudice, alter, or affect any of the Estates, Rights, Interests, Powers, Claims, and Demands of the *Sittingbourne and Sheerness Railway Company*, or any of their Mortgagees or other Creditors or Shareholders, but the same shall continue and be in all respects the same as if this Act were not passed.

46. Nothing

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46. Nothing in this Act shall be deemed to apply to or affect any of the Lands and Property vested in the Board of Trade by "The Harbours and Passing Tolls, &c. Act, 1861," or in any way to affect any Agreement between the Board of Trade and the *Kent Coast Railway Company*, or between the Board of Trade and the Company, nor shall anything in this Act take away, lessen, prejudice, alter, or affect the Estates, Rights, Powers, Claims, and Demands of the Board of Trade as the Owners of the Royal Harbour of *Ramsgate*.

Saving
Lands vested
in Board of
Trade.

47. If any One or more interested in the Western Extension Rentcharge shall at any Time accept in lieu of his, her, or their Share in such Rentcharge any Stock created under the Powers of this Act, such Acceptance shall in nowise affect or invalidate the Priority or Remedies of any other Person so interested who shall not accept such Stock, but such Priority and Remedies shall continue as they existed before any Acceptance of such Stock.

Providing
for Con-
version of
Western
Extension
Shares.

48. Excepting as by this Act is expressly provided, nothing in this Act contained shall alter the Rights or Priorities of any Classes of Shareholders or of Mortgagees, or shall give Validity to or shall invalidate any alleged or actual Lease, Agreement, Rentcharge, Debenture, Share, Security, or Claim of, in, or affecting the Company or its Undertaking, or to which the Company is Party.

Saving
existing
Rights.

49. And whereas by the Twenty-first Section of the Company's (Various Powers) Act, 1861, it is provided that the Company shall in every Half Year set apart a Sum of Two thousand five hundred Pounds out of Profits defined by the Act for the Redemption within Twelve Years of a certain Sum of Sixty thousand Pounds, authorized by the said Act to be raised for the Discharge of certain Arrears of guaranteed Dividend, and the same Section prohibits the Company from paying Dividend on any of its Ordinary Share Capital after the Expiration of Twelve Years unless the said Sum of Sixty thousand Pounds has been redeemed, and by the Fifty-fourth Section of the Company's (Various Powers) Act, 1865, the Provisions of the Act of One thousand eight hundred and sixty-one were varied and extended, it being by the said Fifty-fourth Section provided that the Period for Redemption should be Fifteen Years, that the Fund to be provided for such Redemption shall be Five thousand six hundred and sixty-six Pounds Thirteen Shillings and Fourpence set aside half-yearly, and that the Amount to be redeemed shall be One hundred and ten thousand Pounds in addition to the said Sum of Sixty thousand Pounds, and inasmuch as the setting aside of the said Sum annually for the Purposes of a Sinking Fund would be in the present Circumstances of the Company illusory, the said Provisions are hereby repealed,
and

Repeal of
24 & 25 Vict.
c. ccxxxix.
s. 21., and
28 & 29 Vict.
c. ccxlix.
s. 54.

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and the Company shall no longer be required to set aside the said Sums or any Part thereof for the Purposes mentioned in the said Sections.

Deposits
not to be
paid out of
Company's
Capital.

50. The Company shall not, out of any Money by this Act authorized 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 of obtaining an Act authorizing the Company to construct any other Railway, or to execute any other Work or Undertaking.

Company
not exempt
from Pro-
visions of
present
and future
General
Acts.

51. Nothing herein contained shall be deemed or construed to exempt the Company from the Provisions of any General Act relating to Railways, or the better or more impartial Audit of the Accounts of Railway Companies, now in force or which may hereafter pass during any future Session of Parliament, or from any future Revision and Alteration, under the Authority of Parliament, of the maximum Rates of Fares and Charges authorized to be taken by the Company, or of the Rates for small Parcels.

Expenses of
Act.

52. All Costs, Charges, and Expenses of and incidental to the obtaining and passing of this Act shall be paid by the Company in priority to all other Claims.

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SCHEDULES.

SCHEDULE I.

Containing the Names of the Acts immediately relating to the
Company.

16 and 17 Vict. Cap. 132., 1853.—An Act for making a Railway from Strood to Canterbury, with Branches to Faversham Quays and Chilham; the Short Title of which Act is “The East Kent Railway Act, 1853.”

18 and 19 Vict. Cap. 187., 1855.—An Act for enabling the East Kent Railway Company to extend their authorized Line of Railway by the Construction of a Railway from Canterbury to Dover, with Two Branches at Dover, to increase their Capital, and for other Purposes; the Short Title of which Act is “The East Kent Railway (Extension to Dover) Act, 1855.”

18 and 19 Vict. Cap. 94., 1855.—An Act to amend “The East Kent Railway Act, 1853;” the Short Title of which Act is “The East Kent Railway Act, 1855.”

20 and 21 Vict. Cap. 76., 1857.—An Act to amend “The East Kent Railway (Extension to Dover) Act, 1855;” the Short Title of which Act is “The East Kent Railway (Extension to Dover) Amendment Act, 1857.”

21 and 22 Vict. Cap. 51., 1858.—An Act to amend the Acts relating to “The East Kent Railway (Extension to Dover);” the Short Title of which Act is “The East Kent Railway (Extension to Dover) Amendment Act, 1858.”

21 and 22 Vict. Cap. 107., 1858.—An Act to enable the East Kent Railway Company to extend their Railway from Strood to join the Mid Kent Railway (Bromley to St. Mary’s Cray), and for other Purposes connected with their Undertaking; the Short Title of which Act is “The East Kent Railway (Western Extension) Act, 1858.”

22 and 23 Vict. Cap. 54., 1859.—An Act to change the Name of the East Kent Railway Company, and for other Purposes connected with their Undertaking; the Short Title of which Act is “The London, Chatham, and Dover Railway Act, 1859.”

23 and 24 Vict. Cap. 174., 1860.—An Act for the Transfer of the Farnborough Extension Railway to the London, Chatham, and Dover Railway, and for the Dissolution of the West End of London and Crystal Palace Railway Company, and for other Purposes; the Short Title of which Act is “The West London and Crystal Palace Railway (Transfer of Farnborough Extension and Dissolution of Company) Act, 1860.”

23 and 24 Vict. Cap. 177., 1860.—An Act for enabling the London, Chatham, and Dover Railway Company to extend their Railway Communications to the Metropolis, and for other Purposes connected with their Undertaking; the Short Title of which Act is “London, Chatham, and Dover Railway (Metropolitan Extensions) Act, 1860.”

23 and 24 Vict. Cap. 187., 1860.—An Act for the Creation of Capital Stocks and Debenture Stock of the London, Chatham, and Dover Railway Company, and for other Purposes; the Short Title of which Act is “London, Chatham, and Dover Railway (Capital) Act, 1860.”

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24 and 25 Vict. Cap. 239., 1861.—An Act to authorize a Lease of the Margate Railway to the London, Chatham, and Dover Railway Company, and for other Purposes; the Short Title of which Act is “The London, Chatham, and Dover Railway (Various Powers) Act, 1861.”

24 and 25 Vict. Cap. 240., 1861.—An Act to enable the London, Chatham, and Dover Railway Company to make certain Deviations and Junction Lines of Railway, and for other Purposes; the Short Title of which Act is “The London, Chatham, and Dover Railway (Works) Act, 1861.”

25 and 26 Vict. Cap. 163., 1862.—An Act to authorize the Extension of the London, Chatham, and Dover Railway Company to Walmer and Deal, and for other Purposes; the Short Title of which Act is “The London, Chatham, and Dover Railway (Deal Extension) Act, 1862.”

25 and 26 Vict. Cap. 224., 1862.—An Act for a Lease of the Undertaking of the Mid Kent Railway (Bromley to St. Mary’s Cray) Company to the London, Chatham, and Dover Railway Company, and for other Purposes; the Short Title of which Act is “Mid Kent Railway (Bromley to St. Mary’s Cray) Leasing and Transfer Act, 1862.”

25 and 26 Vict. Cap. 192., 1862.—An Act to authorize the London, Chatham, and Dover Railway Company to construct additional Works and acquire additional Land in Kent and Surrey, and for other Purposes connected with their Undertaking; the Short Title of which Act is “The London, Chatham, and Dover Railway (Additional Powers) Act, 1862.”

25 and 26 Vict. Cap. 144., 1862.—An Act for effecting Railway Communication from the Metropolitan Extension of the London, Chatham, and Dover Railway to the Crystal Palace at Sydenham; the Short Title of which Act is “The Crystal Palace and South London Junction Railway Act, 1862.”

19 and 20 Vict. Cap. 75., 1856.—An Act for making a Railway from Sittingbourne to Sheerness, all in the County of Kent, and for other Purposes; the Short Title of which Act is “The Sittingbourne and Sheerness Railway Act, 1856.”

20 & 21 Vict. Cap. 151., 1857.—An Act to enable the Sittingbourne and Sheerness Railway Company to alter the Line of Levels of Portions of their authorized Line, and abandon Portions thereof, to construct new Branches and other Works, to authorize Working Arrangements with the East Kent Railway Company, to amend “The Sittingbourne and Sheerness Railway Act, 1856,” and for other Purposes; the Short Title of which Act is “The Sittingbourne and Sheerness Railway Act, 1857.”

22 and 23 Vict. Cap. 90., 1859.—An Act to enable the Sittingbourne and Sheerness Railway Company to raise additional Capital, to amend the Acts relating to the Company, and for other Purposes; the Short Title of which Act is “The Sittingbourne and Sheerness Railway (Increase of Capital) Act, 1859.”

24 and 25 Vict. Cap. 81., 1861.—An Act to grant further Powers to the Victoria Station and Pimlico Railway Company with reference to their Share and Loan Capital, and to sanction certain Agreements with the Great Western and London, Chatham, and Dover Railway Companies, and for other Purposes; the Short Title of which Act is “The Victoria Station and Pimlico Railway Act, 1861.”

26 and 27 Vict. Cap. 204., 1863.—An Act to enable the London, Chatham, and Dover Railway Company to extend their Railway to Greenwich, to improve the Communication with the Victoria Station, and to execute certain other Works in connexion with their Undertaking; the Short Title of which Act is “The London, Chatham, and Dover Railway Act, 1863.”

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27 and 28 Vict. Cap. 93., 1864.—An Act to empower the Kent Coast Railway Company to acquire additional Lands, and to raise more Money, and to make further Provisions for the Lease of their Undertaking to the London, Chatham, and Dover Railway Company, and for other Purposes; the Short Title of which Act is “Kent Coast Railway Act, 1864.”

27 and 28 Vict. Cap. 94., 1864.—An Act to empower the Crystal Palace and South London Junction Railway Company to make a Railway to connect their authorized Railway with the Greenwich Line of the London, Chatham, and Dover Railway Company, and to let or transfer their Undertaking to the London, Chatham, and Dover Railway Company, and for other Purposes; the Short Title of which Act is “The Crystal Palace and South London Junction Railway Act, 1864.”

27 and 28 Vict. Cap. 96., 1864.—An Act to authorize the London, Brighton, and South Coast Railway Company to run Steam Vessels between Littlehampton, Places on the Coast of France, and in the Channel Islands; the Short Title of which Act is “The London, Brighton, and South Coast Railway Company (Steamboats) Act, 1864.”

27 and 28 Vict. Cap. 129., 1864.—An Act to authorize the Consolidation of the separate Capitals of the Sevenoaks, Maidstone, and Tunbridge Railway Company, to extend the existing Arrangements between them and the London, Chatham, and Dover Railway Company, to authorize the Sale or Lease of their Undertaking to that Company, and for other Purposes; the Short Title of which Act is “Sevenoaks, Maidstone, and Tunbridge Railway Act, 1864.”

27 and 28 Vict. Cap. 195., 1864.—An Act to authorize the London, Chatham, and Dover Railway Company to construct additional Works and acquire additional Lands, to alter the Works and Powers (connected with or affecting their Undertaking) of other Companies, Bodies, and Persons, and to amend the Acts relating to the above-named Company, to Dover and to Margate, and for other Purposes; the Short Title of which Act is “London, Chatham, and Dover Railway (New Lines) Act, 1864.”

27 and 28 Vict. Cap. 212., 1864.—An Act to form into a separate Undertaking Part of the City Lines of the London, Chatham, and Dover Railway Company, and to provide for a Contribution thereto by the Great Northern Railway Company, and to consolidate some of the Stocks and Shares of the first-named Company, and for other Purposes; the Short Title of which Act is “London, Chatham, and Dover Railway (City Undertaking) Act, 1864.”

28 and 29 Vict. Cap. 268., 1865.—An Act to provide for a Contribution by the London and South-western Railway Company to the Undertaking of the London, Chatham, and Dover Railway Company, and for the Use by them of Part of that Undertaking, and for other Purposes; the Short Title of which Act is “Dover and South-western Companies Act, 1865.”

28 and 29 Vict. Cap. 269., 1865.—An Act to authorize the London, Chatham, and Dover Railway Company to make connecting Railways and to widen Parts of their existing Railways in Surrey, and to acquire additional Lands, to provide for the Abandonment of a Railway authorized by the “Crystal Palace and South London Junction Railway Act, 1862,” and for other Purposes; the Short Title of which Act is “London, Chatham, and Dover Railway (Various Powers) Act, 1865.”

28 and 29 Vict. Cap. 347., 1865.—An Act to authorize the London, Chatham, and Dover Railway Company to make a short connecting Railway at Beckenham, and to abandon certain authorized Lines, to make Provisions as to the working of their Traffic and that of the South-eastern Railway Company, to confer

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confer further Powers with reference to the Kent Coast Railway, and Exemptions from Dues and Privileges at Broadstairs, Ramsgate, and Margate, and for other Purposes; the Short Title of which Act is "London, Chatham, and Dover Railway (Kent Lines) Act, 1865."

29 and 30 Vict. Cap. 282., 1866.—An Act to authorize the London, Chatham, and Dover Railway Company to make a Branch Railway to Chatham Dockyard, and to make Arrangements with the Admiralty, and for other Purposes; the Short Title of which Act is "London, Chatham, and Dover Railway (Dockyard Branch) Act, 1866."

29 and 30 Vict. Cap. 283., 1866.—An Act to authorize the London, Chatham, and Dover Railway Company to execute Works in Kent and Surrey, to authorize the Acquisition of additional Lands in London, Middlesex, Surrey, and Kent, and of the Undertakings of the Sittingbourne and Sheerness Railway Company, to extend the Time for completing and purchasing Lands for Undertakings in London, Surrey, and Kent, to amend the Acts relating to the Company, and for other Purposes; the Short Title of which Act is "London, Chatham, and Dover Railway (Various Powers) Act, 1866."

29 and 30 Vict. Cap. 318., 1866.—An Act for making Railways from the South-eastern and London, Chatham, and Dover Railways to various Districts and Places in Kent, Surrey, and Sussex, and to the Towns of Lewes and Brighton, and for other Purposes; the Short Title of which Act is "South-eastern and London, Chatham, and Dover (London, Lewes, and Brighton) Railway Act, 1866."

29 and 30 Vict. Cap. 363., 1866.—An Act to authorize the London, Chatham, and Dover Railway Company to make new Streets and Alterations of Streets for improving the Access to their Ludgate Station, to authorize the Kent Coast Railway Company to make a new Road at Ramsgate, and to confer Powers and impose Obligations on the Corporation of the City of London with respect to the new and altered Streets, and for other Purposes; the Short Title of which Act is "London, Chatham, and Dover Railway (New Streets) Act, 1866."

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SCHEDULE II.

Containing a Statement of the Capital of the Company authorized to be raised.

1.

GENERAL UNDERTAKING.

Date.	Act authorizing Issue.	Shares authorized.	Debentures authorized.
1853	16 & 17 Vict. c. 132. East Kent Railway Act - -	£ 700,000	£ 233,333
1855	18 & 19 Vict. c. 187. East Kent Railway (Extension to Dover) Act, 1855 - - - -	500,000	166,666
1858	21 & 22 Vict. c. 107. Western Extension Act, 1858. Half exchanged for Consolidated Stock under 25 & 26 Vict. c. 192. London, Chatham, and Dover Railway (Addi- tional Powers) Act, 1862. }	300,000	100,000
1859	22 & 23 Vict. c. 54. London, Chatham, and Dover Railway Act, 1859 - - - -	80,000	26,600
1860	23 & 24 Vict. c. 187. London, Chatham, and Dover Railway (Capital) Act, 1860. Exchanged for new Stock under 25 & 26 Vict. c. 192. London, Chatham, and Dover Railway (Additional Powers) Act, 1862. }	90,000	30,000
1860	23 & 24 Vict. c. 187. London, Chatham, and Dover Railway (Capital) Act, 1860 - - - -	300,000	100,000
1860	23 & 24 Vict. c. 177. London, Chatham, and Dover Railway (Metropolitan Extension) Act, 1860 - - -	100,000	33,000
1861	24 & 25 Vict. c. 239. London, Chatham, and Dover Railway (Various Powers) Act, 1861 - - - -	320,000	160,000
1861	24 & 25 Vict. c. 239. London, Chatham, and Dover Railway (Various Powers) Act, 1861 - - - -	60,000	—
1861	24 & 25 Vict. c. 239. London, Chatham, and Dover Railway (Various Powers) Act, 1861. Part exchanged for new Stock under 25 & 26 Vict. c. 192. London, Chatham, and Dover Railway (Additional Powers) Act, 1852. }	170,000	56,600
1861	Created under 25 & 26 Vict. c. 192. London, Chatham, and Dover Railway (Additional Powers) Act, 1862 - -	62,290	—
1861	24 & 25 Vict. c. 240. London, Chatham, and Dover Railway (Works) Act, 1861 - - - -	129,000	43,000
1862	25 & 26 Vict. c. 192. London, Chatham, and Dover Railway (Additional Powers) Act, 1862 - - - -	671,000	223,600
1864	27 & 28 Vict. c. 212. London, Chatham, and Dover Railway (City Undertaking) Act, 1864 - - - -	1,500,000	500,000
1865	28 & 29 Vict. c. 269. London, Chatham, and Dover Railway (Various Powers) Act, 1865 - - - -	110,000	—
1866	29 & 30 Vict. c. 293. London, Chatham, and Dover Railway (Various Powers) Act, 1866 - - - - }	5,092,290 155,556 25,000	1,618,799
		5,272,846	

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2.

METROPOLITAN EXTENSIONS.

		AUTHORIZED CAPITAL.		Shares.		Debentures.	
				£	s.	£	s.
1	1860	23 & 24 Vict. c. 177. London, Chatham, and Dover Railway (Metropolitan Extensions) Act, 1860		1,650,000	0	550,000	0
2	1862	25 & 26 Vict. c. 192. London, Chatham, and Dover Railway (Additional Powers) Act, 1862		1,050,000	0	350,000	0
3	1864	27 & 28 Vict. c. 212. London, Chatham, and Dover Railway (City Undertaking) Act, 1864		1,600,000	0	533,000	0
		Total		4,300,000	0	1,433,000	0

3.

CITY LINES.

		AUTHORIZED CAPITAL.		Shares.		Debentures.	
				£		£	
1864		27 & 28 Vict. c. 212. London, Chatham, and Dover Railway (City Undertaking) Act, 1864		1,000,000		333,000	

4.

EASTERN SECTION.

		AUTHORIZED CAPITAL.		Shares.		Debentures.	
				£		£	
1863		26 & 27 Vict. c. 204. London, Chatham, and Dover Railway Act, 1863		850,000		283,000	
1864		27 & 28 Vict. c. 195. London, Chatham, and Dover Railway (New Lines) Act, 1864		220,000		73,300	
				1,070,000		356,300	

5.

COMMON FUND.

		AUTHORIZED CAPITAL.		Shares.		Debentures.	
				£		£	
1862		25 & 26 Vict. c. 192. London, Chatham, and Dover Railway (Additional Powers) Act, 1862		750,000		250,000	

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6.

VICTORIA STATION IMPROVEMENTS.

AUTHORIZED CAPITAL.		Shares.	Debentures.
		£	£
1863	26 & 27 Vict. c. 204. London, Chatham, and Dover Railway Act, 1863	370,000	123,000
1864	27 & 28 Vict. c. 195. London, Chatham, and Dover Railway (New Lines) Act, 1864	150,000	50,000
		520,000	173,000

SCHEDULE III.

Form of Application for Consent of Mortgagees.

LONDON, CHATHAM, AND DOVER RAILWAY.

Sir,

UNDER an Act passed in the last Session of Parliament Power is given to the London, Chatham, and Dover Railway Company to raise Six hundred thousand Pounds by the Creation of "A" Debenture Stock, bearing Interest not exceeding Six per Centum per Annum, and charged upon the entire Undertaking of the Company.

The Stock so to be created is to have Priority only over those Mortgages (as defined by the Act) the Holders of which consent to be postponed, and any Increase in the net Revenues of the Company above the Amount thereof earned in the Year ending on the 30th Day of June 1867 is to be applied to the Extent of Thirty thousand Pounds in Payment of the Interest accruing on the said Debenture Stock.

All Holders of Mortgages who may consent to the Creation of such Stock in priority to their Securities will be entitled to Payment of Interest accruing on their respective Mortgages beyond what the Revenues of the Company will meet by means of Deferred Interest Warrants, or of Debenture Stock bearing Five per Centum Interest.

By the Terms of the Act all Shares or Rentcharges which are entitled to rank before or on a Par with the Debentures of the Company are to be deemed Mortgages, and the Holders thereof are to have the same Protection as the Holders of Debentures.

For more detailed Information we refer you to the subjoined Provisions of the Act. If you assent to the Creation of the proposed Debenture Stock in priority to

*The London, Chatham, and Dover Railway (Arrangement)
Act, 1867.*

to the Security held by you, we shall be obliged by your signing the Form of Assent hereunto annexed.

We are your very obedient Servants,

A.B., Chairman.

C.D., Secretary.

[Here follow Clauses 24, 25, 26, and 28, and the Provisoes in Clause 31.]

Form of Consent.

Here specify
the Interest of
the Party
signing.

I hereby consent to the Creation of "A" Debenture Stock in priority to the Security held by me and specified in the Margin, subject, however, to the Provisions of "The London, Chatham, and Dover Railway (Arrangement) Act, 1867."

SCHEDULE IV.

AN AGREEMENT made the First Day of August One thousand eight hundred and sixty-seven between the London, Chatham, and Dover Railway Company (herein-after called the Company) of the First Part, the several Persons or Firms whose Names are written in the First Schedule at the Foot hereof (herein-after called the Lenders) of the Second Part, and George Gunnell Newman, of Hurst Place, near Bexley, in the County of Kent, Esquire, and William Blackmore, of Founders' Court, Lothbury, in the City of London, Esquire, of the Third Part. Whereas the Lenders have from Time to Time advanced Monies for the Purchase of the Lands required for the City Lines Undertaking of the Company, and there is now due and owing to them a very large Sum, the Balance of such Advances: And whereas the Repayment of such Advances was secured by various Agreements and Deeds, the Dates and short Descriptions of which are set out in the Second Schedule hereunder written: And whereas the Company became Parties to those Agreements and Deeds at a Time when the Executive of the Company was vested in, and the Company was governed by, another and differently constituted Board of Directors: And whereas the present Directors, having fully examined the Matters aforesaid, have acknowledged and ratified the said Agreements and Deeds, and the Terms and Conditions thereof respectively, and have undertaken and agreed with the Lenders in all respects and at all Times to admit the Validity thereof, and that the same respectively are binding upon the Company, and that the Company will not dispute the same in any Court of Law or Equity, or otherwise howsoever: And whereas the present Directors have applied to the Lenders to reduce the Rate of Interest payable upon such Advances under the Terms of such Agreements and Deeds respectively, and to enter into the present Agreement, which the said Lenders have agreed to do in manner herein-after mentioned, but without Prejudice to the Rights and Remedies of the Lenders under the said Agreements and Deeds respectively, except so far as the

Terms

*The London, Chatham, and Dover Railway (Arrangement)
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Terms thereof respectively may be modified by this present Instrument: Now, therefore, it is hereby mutually covenanted and agreed between the Parties hereto as follows:

1. That if the whole Balance of the said Principal Monies so advanced by the Lenders as aforesaid, together with Interest thereon after the Rate of Five Pounds per Centum per Annum from the Thirtieth June One thousand eight hundred and sixty-six, shall be paid on or before the Thirty-first of December One thousand eight hundred and sixty-eight, the Rate of Interest on the said Balance shall be reduced to Interest after the Rate of Five Pounds per Centum per Annum as from the Thirtieth Day of June One thousand eight hundred and sixty-six (up to which Time all Interest thereon has been paid), and that in default of such Payment as aforesaid Interest shall be paid on the Balance of the said Principal Monies then unpaid after the Rate of Seven Pounds Ten Shillings per Centum per Annum from the said Thirtieth June One thousand eight hundred and sixty-six until Payment:
2. This Agreement is to be taken and read as an Agreement supplemental to the said recited Agreements and Deeds, and, except as herein expressly modified, the same are to remain in full Force as though this Agreement had not been executed.

In witness whereof the said Parties to these Presents have hereunto set their Hands and Seals the Day and Year first above written.

The FIRST SCHEDULE above referred to.

T. D. ANDERSON.	(L.S.)
JOSEPH TRITTON.	(L.S.)
BARCLAY, BEVAN, TRITTON, & Co.	(L.S.)
BROWN, SHIPLEY, & Co.	(L.S.)
CHALMERS, GUTHRIE, & Co.	(L.S.)
A. C. GUTHRIE, p. J. A. GUTHRIE.	(L.S.)
F. C. HILLS, p. S. R. PATTISON.	(L.S.)
JOHN EVERITT.	(L.S.)
GIBSON, TUKE, AND GIBSON.	(L.S.)
SHARPLES, TUKE, & Co.	(L.S.)

The SECOND SCHEDULE above referred to.

- 21st October 1863. Agreement between Sir Samuel Morton Peto, Baronet, Edward Ladd Betts, and Thomas Russell Crampton of the First Part, the London, Chatham, and Dover Railway Company of the Second Part, George Gunnell Newman and William Blackmore of the Third Part, and the Persons or Firms named in the Schedule thereto of the Fourth Part.
- 2nd January 1864. Declaration of Trust provided for by the above Agreement.
- 30th June 1864. Agreement for Extension of Time endorsed on Agreement of 21st October 1863.
- 25th January 1865. Agreement for further Extension of Time and for further Advances.
- 1st March 1865. Agreement for further Advances.

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25th

*The London, Chatham, and Dover Railway (Arrangement)
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25th January 1865. Agreement for further Advances.

29th March 1866. Declaration of Trust provided for by the Two last-mentioned Agreements.

Signed, sealed, and delivered by the above-named Barclay, Bevan, Tritton, and Co., by Joseph Gurney Barclay, a Member of their Firm—Brown, Shipley, and Co., by Mark Wilks Collet, a Member of their Firm—Chalmers, Guthrie, and Co., by James Alexander Guthrie, a Member of their Firm—Arbuthnot Charles Guthrie, by James Alexander Guthrie—Frank Clark Hills, by Samuel Rowles Pattison, his Attorney, in the Presence of

H. JOHNSON,

Clerk to Messrs. Duncans, Squarey, and Co.,
Founders' Court, Lothbury, London, Solicitors.

Signed, sealed, and delivered by the within-named John Everitt in the Presence of

H. JOHNSON.

Signed, sealed, and delivered by the within-named Gibson, Tuke, and Gibson, by George Stacey Gibson, a Member of their Firm, in the Presence of

H. JOHNSON.

Signed, sealed, and delivered by the within-named Thomas Darnley Anderson in the Presence of

CHARLES BARRY,
Cotton Broker, Liverpool.

Signed, sealed, and delivered by the within-named Joseph Tritton in the Presence of

H. JOHNSON,

Clerk to Messrs. Duncans, Squarey, and Co.,
Founders' Court, Lothbury, London, Solicitors.

Signed, sealed, and delivered by the within-named Sharples and Co., by Fredric Seebohm, a Member of their said Firm, in the Presence of

DAVID LLOYD,
Hitchin, Banker's Clerk.

LONDON:

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