



CHAPTER xliv.

An Act to empower the Dore and Chinley Railway Com- A.D. 1885.
pany to make a new Railway to deviate part of their
authorised Railway and to raise further Capital and for
other purposes. [25th June 1885.]

WHEREAS by the Dore and Chinley Railway Act 1884 (in this Act called the Act of 1884) the Dore and Chinley Railway Company (in this Act called the Company) were incorporated and empowered to make the railways in the county of Derby therein described and it is expedient that the Company should be empowered to construct the railway by this Act authorised and to deviate the portions herein-after described of the railway No. 1 authorised by the Act of 1884 and to acquire additional lands :

And whereas it is expedient that the agreement made between the Company and the Midland Railway Company and set forth in the Schedule to this Act should be confirmed and made binding upon the parties thereto :

And whereas it is expedient that the Company should be empowered to raise further capital and that the Midland Railway Company should be empowered to subscribe towards and hold shares in the undertaking of the Company and to raise money for that purpose :

And whereas plans and sections showing the lines and levels of the said railway and deviations and the lands by this Act authorised to be acquired and also a book of reference to the plans containing the names of the owners and lessees or reputed owners and lessees and of the occupiers of the said lands were duly deposited with the clerk of the peace for the county of Derby and are herein-after referred to as the deposited plans sections and book of reference :

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

A.D. 1885. — 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:

Short title. 1. This Act may be cited as the Dore and Chinley Railway Act 1885.

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

The Lands Clauses Consolidation Acts 1845 1860 and 1869 as amended by the Lands Clauses (Umpire) Act 1883:

The Railways Clauses Consolidation Act 1845 and Part I. (relating to the construction of a railway) of the Railways Clauses Act 1863:

The provisions of the Companies Clauses Consolidation Act 1845 relating to the following matters namely:—

The distribution of the capital of the Company into shares;

The transfer or transmission of shares;

The payment of subscriptions and the means of enforcing the payment of calls;

The forfeiture of shares for non-payment of calls;

The remedies of creditors of the Company against the shareholders;

The borrowing of money;

The conversion of the borrowed money into capital;

The consolidation of shares into stock;

The general meetings of the Company;

The making of dividends;

The giving of notices; and

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

and Part I. (relating to cancellation and surrender of shares)

Part II. (relating to additional capital) and Part III. (relating to debenture stock) of the Companies Clauses Act 1863.

Interpretation of terms. 3. In this Act the several words and expressions to which meanings are assigned by the Acts wholly or partially incorporated herewith shall have the same respective meanings unless there be something in the subject or context repugnant to such construction the expression "the railway" or "the railways" means the railway and deviation railways by this Act authorised the expression "the new railway" means the Dore South Junction Curve by this Act authorised the expression "the undertaking" means the undertaking

of the Company as authorised by the Act of 1884 and this Act and the expression "superior courts" or "court of competent jurisdiction" or any other like expression in this Act or any Act wholly or partially incorporated herewith shall be read and have effect as if the debt or demand with respect to which the expression is used were a simple contract debt and not a debt or demand created by statute.

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4. Subject to the provisions of this Act the Company may make and maintain in the lines and according to the levels shown on the deposited plans and sections the railways herein-after described with all proper stations sidings approaches works and conveniences connected therewith and may enter upon take and use such of the lands delineated on the said plans and described in the deposited books of reference as may be required for that purpose The railways authorised by this Act are:

Power to make railways.

A railway (to be called "the Dore South Junction Curve") one furlong nine chains thirty links in length wholly in the parish of Norton in the county of Derby commencing by a junction with the Chesterfield and Sheffield line of the Midland Railway at a point twenty-six and a-half chains or thereabouts measured in a south-easterly direction from the booking office of the Dore and Totley station and terminating by a junction with the railway No. 1 authorised by the Act of 1884 at a point twenty chains or thereabouts in a south-westerly direction from the commencement of that railway:

A deviation railway (No. 1) five miles one furlong four chains thirty-five links in length commencing in the parish of Dronfield in the county of Derby by a junction with the said authorised railway No. 1 as proposed to be constructed at or near the point where the southern limit of deviation of that railway is shown upon the plans deposited in respect of the Act of 1884 as intersecting the boundary between the properties numbered on those plans 110 and 111 in the said parish of Dronfield and terminating in the parish of Hathersage in the same county by another junction with the said railway No. 1 at a point six miles and four furlongs or thereabouts from the commencement thereof as shown on the said plans and in a certain field numbered on the said plans 80 in the said parish of Hathersage:

A deviation railway (No. 2) two miles two furlongs five chains fifty links in length commencing in the parish of Castleton in the county of Derby by a junction with the said authorised railway No. 1 at a point sixteen miles four furlongs and two chains or thereabouts from the commencement thereof as

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shown on the said plans and in a certain field numbered on the same plans 158 in the said parish of Castleton and terminating in the parish of Chapel-en-le-Frith in the same county by another junction with the said railway No. 1 at a point eighteen miles seven furlongs and five chains or thereabouts from the commencement thereof as shown on the said plans and in a certain field numbered on the said plans 20 in the said parish of Chapel-en-le-Frith.

Railways to form part of Company's railway.

5. The railways shall for all purposes whatever (including the demanding and recovering of tolls rates and charges) be part of the Company's railway and for the purposes of sections 35 and 36 of the Act of 1884 the deviation railways shall be deemed to take the place of the respective portions of railway for which the same are substituted.

Power to Company to acquire lands.

6. Subject to the provisions of this Act the Company may in addition to the other lands which they are by this Act authorised to acquire enter upon take and use for purposes connected with their undertaking the lands and houses in the county of Derby hereinafter described and delineated on the deposited plans and described in the deposited book of reference relating thereto (that is to say):

Certain lands and houses in the parish of Dronfield on the northern side of the limits of deviation of the said Dore and Chinley Railway No. 1 shown upon the deposited plans referred to in the Act of 1884 and lying between the properties numbered on the said plans 41 and 42 in the said parish:

Certain lands and houses in the parish of Hope lying south of and adjoining the properties numbered upon the last-mentioned deposited plans 135 and 136 in the said parish and between those properties and the road from Killhill Bridge past the Cheshire Cheese Inn in the village of Hope.

Power to raise additional capital.

7. The Company may subject to the provisions of Part II. of the Companies Clauses Act 1863 raise any additional capital not exceeding in the whole twenty thousand pounds by the issue of new shares but the Company shall not issue any share of less nominal value than ten pounds nor shall any share vest in the person or corporation accepting the same unless and until a sum not being less than one fifth of the amount of such share shall have been paid in respect thereof.

New shares to be subject to the same incidents as other shares or stock.

8. The capital in new shares created by the Company under this Act and the new shares therein and the holders thereof respectively shall be subject and entitled to the same powers provisions liabilities rights privileges and incidents whatsoever in all respects as if that capital were part of the capital of the Company authorised by the

Act of 1884 and the new shares were shares in that capital. The capital in new shares so created shall form part of the capital of the Company. A.D. 1885.

9. Every person who becomes entitled to new shares shall in respect of the same be a holder of shares in the Company and shall be entitled to a dividend with the other holders of shares of the same class or description proportioned to the whole amount from time to time called and paid on such new shares. Dividends on new shares.

10. If any money is payable to a shareholder being a minor idiot or lunatic the receipt of the guardian or committee of his estate shall be a sufficient discharge to the Company. Receipt clause in case of persons not sui juris.

11. The provisions contained in sections 9 to 16 both inclusive of the Act of 1884 with reference to the division of the shares in the capital by that Act authorised into half shares shall extend and apply to the shares in the additional capital by this Act authorised as if the same had been re-enacted in this Act with reference thereto. Extending to additional capital provisions of Act of 1884 as to dividing shares.

12. The Company may in respect of the additional capital of twenty thousand pounds which they are by this Act authorised to raise from time to time borrow on mortgage of the undertaking any sum not exceeding in the whole six thousand six hundred and sixty pounds but no part thereof shall be borrowed until the whole of the said additional capital is issued and accepted and one half thereof is paid up and the Company have proved to the justice who is to certify under the fortieth section of the Companies Clauses Consolidation Act 1845 before he so certifies that the whole of such additional capital has been issued and accepted and that one half thereof has been paid up and that not less than one fifth part of the amount of each separate share in such capital has been paid on account thereof before or at the time of the issue or acceptance thereof and that such capital was issued bonâ fide and is held by the persons or corporations to whom the same was issued or their executors administrators successors or assigns and that such persons or corporations or their executors administrators successors or assigns are legally liable for the same and upon production to such justice of the books of the Company and of such other evidence as he shall think sufficient he shall grant a certificate that the proof aforesaid has been given which certificate shall be sufficient evidence thereof. Power to borrow.

13. Section 20 of the Act of 1884 with reference to the appointment of a receiver is hereby repealed and the mortgagees of the For appointment of a receiver.

A.D. 1885. — Company may enforce payment of arrears of interest or principal or principal and interest due on their mortgages by the appointment of a receiver. In order to authorise the appointment of a receiver in respect of arrears of principal the amount owing to the mortgagees by whom the application for a receiver is made shall not be less than ten thousand pounds in the whole.

Debenture stock.

14. The Company may create and issue debenture stock subject to the provisions of Part III. of the Companies Clauses Act 1863 but notwithstanding anything therein contained the interest of all debenture stock and of all mortgages at any time created and issued or granted by the Company under the Act of 1884 or this Act or any subsequent Act shall subject to the provisions of any subsequent Act rank *pari passu* without respect to the dates of the securities or of the Acts of Parliament or resolutions by which the stock and mortgages were authorised and shall have priority over all principal moneys secured by such mortgages.

Power to apply funds.

15. The Company may apply to the purposes of this Act to which capital is properly applicable any of the moneys which they are by the Act of 1884 authorised to raise and which may not be required for the purposes of that Act.

Application of moneys.

16. All moneys raised under this Act whether by shares debenture stock or borrowing shall be applied only to the purposes of the Act of 1884 and this Act to which capital is properly applicable.

Power to Midland Railway Company to subscribe and to apply funds.

17. The Midland Railway Company may with the authority of three fourths of the votes of their shareholders present in person or by proxy at a general meeting of the said Company specially convened for the purpose from time to time subscribe any sum which they think fit towards the undertaking not exceeding in the whole one hundred thousand pounds and the said Company may with the like authority contribute and apply in or towards payment of their said subscription any moneys which they are already authorised to raise and which may not be required by them for the purposes of their undertaking and also any moneys which they are by any Act to be passed in the present session of Parliament authorised to raise and the said Company shall in respect of the sums to be subscribed and the corresponding shares in the Company to be held by them have all the powers rights and privileges (except in regard to voting at general meetings which shall be as herein-after provided) and be subject to all the obligations and liabilities of proprietors of shares in the Company provided always that the Midland Railway Company shall not sell dispose of or transfer any of the shares in the Company for which they may subscribe.

18. The powers of the Company for the compulsory purchase of lands for the purposes of this Act shall not be exercised after the expiration of three years from the passing of this Act.

Period for compulsory purchase of lands.

19. Persons empowered by the Lands Clauses Consolidation Act 1845 to sell and convey or release lands may if they think fit subject to the provisions of that Act and of the Lands Clauses Consolidation Acts Amendment Act 1860 and of this Act grant to the Company any easement right or privilege (not being an easement of water) required for the purposes of this Act in over or affecting lands and the provisions of the said Acts with respect to lands and rentcharges as far as the same are applicable in this behalf shall extend and apply to such grants and to such easements rights and privileges as aforesaid respectively.

Power to owners to grant easements.

20. Notwithstanding anything contained in this Act or shown on the deposited plans the Company shall not purchase and take any part of the Totley Bents Recreation Ground in the parish of Dronfield or disturb the surface thereof but the Company may acquire the right or easement of constructing and maintaining the works authorised by this Act by means of a tunnel through and under the said recreation ground as shown on the deposited plans and sections.

For protection of Totley Bents Recreation Ground.

21. (1.) The Company shall not under the powers of this Act purchase or acquire in any city borough or other urban sanitary district or any parish or part of a parish not being within an urban sanitary district ten or more houses which after the passing of this Act have been or on the 15th day of December last were occupied either wholly or partially by persons belonging to the labouring class as tenants or lodgers unless and until—

Restriction on displacing persons of labouring class.

(a) They shall have obtained the approval of the Local Government Board to a scheme for providing new dwellings for such number of persons as were residing in such houses on the 15th day of December last or for such number of persons as the Local Government Board shall after inquiry deem necessary having regard to the number of persons on or after that date residing in such houses and working within one mile therefrom and to the amount of vacant suitable accommodation in the immediate neighbourhood of such houses or to the place of employment of such persons and to all the circumstances of the case and

(b) They shall have given security to the satisfaction of the Local Government Board for the carrying out of the scheme.

(2.) The approval of the Local Government Board to any scheme under this section may be given either absolutely or conditionally

A.D. 1885. — and after the Local Government Board have approved of any such scheme they may from time to time approve either absolutely or conditionally of any modifications in the scheme.

(3.) Every scheme under this section shall contain provisions prescribing the time within which it shall be carried out and shall require the new dwellings proposed to be provided under the scheme to be completed fit for occupation before the persons residing in the houses in respect of which the scheme is made are displaced :

Provided that the Local Government Board may dispense with the last-mentioned requirement subject to such conditions if any as they may see fit.

(4.) Any conditions subject to which the Local Government Board may have approved of any scheme under this section or of any modifications of any scheme or subject to which they may have dispensed with the above-mentioned requirement shall be enforceable by a writ of mandamus to be obtained by the Local Government Board out of the Queen's Bench Division of the High Court of Justice.

(5.) If the Company acquire or appropriate any house or houses for the purposes of this Act in contravention of the foregoing provisions or displace or cause to be displaced the persons residing in any house or houses in contravention of the requirements of the scheme they shall be liable to a penalty of five hundred pounds in respect of every such house which penalty shall be recoverable by the Local Government Board by action in the High Court of Justice and shall be carried to and form part of the Consolidated Fund of the United Kingdom :

Provided that the Court may if it think fit reduce such penalty.

(6.) For the purpose of carrying out any scheme under this section the Company may appropriate any lands for the time being belonging to them or which they have power to acquire and may purchase such further lands as they may require and for the purpose of any such purchase sections 176 and 297 of the Public Health Act 1875 shall be incorporated with this Act and shall apply to the purchase of lands by the Company for the purposes of any scheme under this section in the same manner in all respects as if the Company were a local authority within the meaning of the Public Health Act 1875 and the scheme were one of the purposes of that Act.

(7.) The Company may on any lands belonging to them or purchased or acquired under this section or any provisional order issued in pursuance of this section erect such dwellings for persons of the labouring class as may be necessary for the purpose of any scheme under this section and may sell demise or let or otherwise dispose

of such dwellings and any lands purchased or acquired as aforesaid and may apply for the purposes of this section to which capital is properly applicable or any of such purposes any moneys which they may be authorised to raise or apply for the general purposes of their undertaking :

Provided that all lands on which any buildings have been erected or provided by the Company in pursuance of any scheme under this section shall for a period of 25 years from the passing of this Act be appropriated for the purpose of dwellings and every conveyance demise or lease of such lands and buildings shall be endorsed with notice of this enactment :

Provided also that the Local Government Board may at any time dispense with all or any of the requirements of this sub-section subject to such conditions if any as they may see fit.

(8.) So much of section 157 of the Public Health Act 1875 as provides that the provisions of that section and of sections 155 and 156 of the same Act shall not apply to buildings belonging to any railway company and used for the purposes of such railway under any Act of Parliament shall not apply to buildings erected or provided by the Company for the purpose of any scheme under this section.

(9.) The Local Government Board may direct any inquiries to be held by their inspectors which they may deem necessary in relation to any scheme under this section and for giving effect to any of the provisions of this section and the inspectors of the Local Government Board shall for the purposes of any such inquiry have all such powers as they have for the purposes of inquiries directed by that Board under the Public Health Act 1875.

(10.) The Company shall pay to the Local Government Board a sum to be fixed by that Board in respect of the preparation and issue of any provisional order in pursuance of this section and any expenses incurred by that Board in relation to any inquiries under this section including the expenses of any witnesses summoned by the inspector and a sum to be fixed by that Board not exceeding three guineas a day for the services of such inspector.

(11.) For the purposes of this section the expression "labouring class" includes mechanics artizans labourers and others working for wages hawkers costermongers persons not working for wages but working at some trade or handicraft without employing others except members of their own family and persons other than domestic servants whose income does not exceed an average of thirty shillings a week and the families of any such persons who may be residing with them.

Company to
abandon
portion of
authorised
railway
No. 1.

22. The Company shall abandon the construction of such portions of the railway No. 1 authorised by the Act of 1884 as will be rendered unnecessary by the deviations thereof by this Act authorised.

Compensa-
tion for
damage to
land by entry
&c. for pur-
poses of
portion of
railway
abandoned.

23. The abandonment by the Company under the authority of this Act of the said portions of railway shall not prejudice or affect the right of the owner or occupier of any land to receive compensation for any damage occasioned by the entry of the Company on such land for the purpose of surveying and taking levels or probing or boring to ascertain the nature of the soil or setting out of the line of railway and shall not prejudice or affect the right of the owner or occupier of any land which may have been temporarily occupied by the Company to receive compensation for such temporary occupation or for any loss damage or injury which may have been sustained by such owner or occupier by reason thereof or of the exercise as regards such land of any of the powers contained in the Railways Clauses Consolidation Act 1845 or the Act of 1884.

Compensa-
tion for non-
completion of
contracts in
respect of
portion of
railway
abandoned.

24. Where before the passing of this Act any contract has been entered into or notice given by the Company for the purchasing of any land for the purposes of or in relation to the portions of railway by this Act authorised to be abandoned the Company shall be released from all liability to purchase or to complete the purchase of any such lands but notwithstanding full compensation shall be made by the Company to the owners and occupiers or other persons interested in such lands for all injury or damage sustained by them respectively by reason of the purchase not being completed pursuant to such contract or notice and the amount and application of the compensation shall be determined in manner provided by the Lands Clauses Consolidation Act 1845 as amended by any subsequent Act for determining the amount and application of compensation paid for lands taken under the provisions thereof.

Deposit
money not
to be repaid
except so
far as new
railway is
opened.

25. Whereas pursuant to the standing orders of both Houses of Parliament and to an Act of the ninth year of the reign of Her present Majesty chapter twenty a sum of nine hundred and sixty-five pounds Three pounds per centum consolidated Bank annuities being equal in value to five per centum upon the amount of the estimate in respect of the new railway has been transferred into the name of the Paymaster General for and on behalf of the Supreme Court of Judicature in England in respect of the application to Parliament for this Act which sum is referred to in this Act as the deposit fund Be it enacted that notwithstanding anything contained in the said Act the said deposit fund shall not be

paid or transferred to or on the application of the person or persons or the majority of the persons named in the warrant or order issued in pursuance of the said Act or the survivors or survivor of them (which persons survivors or survivor are or is in this Act referred to as the depositors) unless the Company shall previously to the expiration of the period limited by this Act for completion of the railway open the same for the public conveyance of passengers. Provided that if within such period as aforesaid the Company open any portion of the railway for the public conveyance of passengers then on the production of a certificate of the Board of Trade specifying the length of the portion of the railway opened as aforesaid and the portion of the deposit fund which bears to the whole of the deposit fund the same proportion as the length of the railway so opened bears to the entire length of the railway the Chancery Division of the High Court of Justice in England (herein-after referred to as the Chancery Division) shall on the application of the depositors or the majority of them order the portion of the deposit fund specified in the certificate to be paid or transferred to them or as they shall direct and the certificate of the Board of Trade shall be sufficient evidence of the facts therein certified and it shall not be necessary to produce any certificate of this Act having passed anything in the above-mentioned Act to the contrary notwithstanding.

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26. If the Company do not previously to the expiration of the period limited by this Act for the completion of the new railway complete and open the same for the public conveyance of passengers then and in every such case the deposit fund or so much thereof as shall not have been paid to the depositors shall be applicable and after due notice in the London Gazette shall be applied towards compensating any landowners or other persons whose property has been interfered with or otherwise rendered less valuable by the commencement construction or abandonment of the railway or any portion thereof or who may have been subjected to any injury or loss in consequence of the compulsory powers of taking property conferred upon the Company by this Act and for which injury or loss no compensation or inadequate compensation has been paid and shall be distributed in satisfaction of such compensation as aforesaid in such manner and in such proportions as to the Chancery Division may seem fit. And if no such compensation is payable or if a portion of the deposit fund has been found sufficient to satisfy all just claims in respect of such compensation then the deposit fund or such portion thereof as may not be required as aforesaid shall either be forfeited to Her Majesty and accordingly be paid or transferred to or for the account of Her

Application
of deposit.

A.D. 1885. Majesty's Exchequer in such manner as the Chancery Division thinks fit to order on the application of the Solicitor to Her Majesty's Treasury and shall be carried to and form part of the Consolidated Fund of the United Kingdom or in the discretion of the Court if the Company is insolvent and has been ordered to be wound up or a receiver has been appointed shall wholly or in part be paid or transferred to such receiver or to the liquidator or liquidators of the Company or be otherwise applied as part of the assets of the Company for the benefit of the creditors thereof Provided that until the deposit fund has been repaid to the depositors or has become otherwise applicable as herein-before mentioned any interest or dividends accruing thereon shall from time to time and as often as the same shall become payable be paid to or on the application of the depositors.

Period for completion of works.

27. The railways shall be completed within five years from the passing of this Act and if the railways shall not be completed within that period then on the expiration thereof the powers by this Act granted to the Company for making and completing the railways or otherwise in relation thereto shall cease to be exercised except as to so much thereof as shall then be completed.

Confirming agreement between Company and Midland Railway Company.

28. The agreement made between the Company of the one part and the Midland Railway Company of the other part and which is set forth in the Schedule to this Act is hereby confirmed and made binding upon the parties thereto and full effect may and shall be given thereto Provided always that the said agreement shall be subject to revision by the Railway Commissioners in the manner provided by section 27 of the Railways Clauses Act 1863 as amended by the Regulation of Railways Act 1873.

Power to Midland Railway Company to raise additional money by creation of shares or stock.

29. For the purposes of the contribution by the Midland Railway Company to the undertaking of the Company the Midland Railway Company may from time to time raise by the creation and issue of new shares or stock such sums of money as they shall think necessary not exceeding one hundred thousand pounds exclusive of the moneys which they are or may be authorised to raise by any other Act or Acts of Parliament and the Midland Railway Company may create and issue such shares or stock either wholly or partially as ordinary or wholly or partially as preferential shares or stock as they may think fit and the clauses and provisions of the Companies Clauses Consolidation Act 1845 with respect to the following matters that is to say—

The distribution of the capital of the Company into shares;

The transfer or transmission of shares;

The payment of subscriptions and means of enforcing the payment of calls;

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The forfeiture of shares for non-payment of calls ;
 The remedies of creditors of the Company against the shareholders ;
 The consolidation of the shares into stock ;
 The general meetings of the Company and the exercise of the right of voting by the shareholders ;
 The making of dividends ;
 The giving of notices ; and
 The provision to be made for affording access to the special Act by all parties interested ;
 and Part I. (relating to cancellation and surrender of shares) and Part II. (relating to additional capital) of the Companies Clauses Act 1863 shall extend and apply to the Midland Railway Company and to the additional capital which they are by this Act authorised to raise.

30. The Midland Railway Company shall not issue any new share created under the authority of this Act nor shall any such share vest in the person accepting the same unless and until a sum not being less than one fifth of the amount of such share shall have been paid in respect thereof.

Shares in Midland Railway Company not to be issued until one-fifth part thereof shall have been paid up.

31. If at the time of the creation of new shares or stock under this Act the then existing ordinary consolidated stock in the Midland Railway Company be at a premium or of greater actual value (according to the market price thereof in the City of London) than the nominal value thereof such new shares may be of such amounts (not other than an integral number of pounds sterling per share) or such new stock may be so divided as will allow the same to be conveniently apportioned among the then holders of all shares or stock in the said Company (other than and except shares or stock to which any guaranteed or preferential dividend of a fixed amount without further participation in the profits of that Company shall have been assigned) in proportion to the number of shares or amount of stock held by them respectively and such new shares or stock may be either of one class or of different classes The directors of the Midland Railway Company may from time to time (but subject to the provisions of this Act) fix the amounts and times of payment of the calls on the new shares created under the powers of this Act And unless that Company shall at the time of the creation of the new shares or stock otherwise determine every holder of shares or stock in the said Company at the time of such creation as aforesaid (other than and except as aforesaid) shall in such proportion as aforesaid be entitled to an allotment of the new shares or stock according to the provisions of this Act and upon

As to amount and issue of new shares or stock by Midland Railway Company.

A.D. 1885. such terms and conditions as the said Company shall determine at the time of the creation of the new shares or stock But no holder of any shares or stock entitled to a fixed amount of dividend without further participation in the profits of the said Company shall be entitled to any apportionment of any such new shares or stock.

Votes in respect of new shares or stock of Midland Railway Company.

32. The Midland Railway Company may if they think fit attach to all or any new shares or stock or any class of new shares or stock created under the powers of this Act before the creation thereof any total or partial permanent or temporary restrictions of the rights of voting and other qualifications of the holders thereof.

Shares or stock of Midland Railway Company of same class to have like privileges.

33. All new shares or stock in the Midland Railway Company of the same class created under this Act shall confer like privileges and shall bear like dividends or interest and be subject to like restrictions if any.

Vesting of new shares or stock in Midland Railway Company.

34. Subject to the provisions of this Act all new shares or stock in the Midland Railway Company created under this Act shall vest in and belong to such of the then holders of shares or stock as shall accept the same and pay the first instalment on the shares or the amount of the stock at the time which shall be fixed by the directors of that Company and specified in the letter offering the new shares or stock.

Shares or stock of Midland Railway Company not accepted may be disposed of by that Company.

35. If any holder of shares or stock in the Midland Railway Company for one month after such offer of new shares or stock fail to accept the same and pay the required sum in respect thereof the directors of that Company shall dispose of the same in such manner as they may deem most for the advantage of that Company.

Qualifications of new shares or stock in Midland Railway Company.

36. Except as by or under the powers of this Act otherwise provided all new shares or stock in the Midland Railway Company issued under the powers of this Act shall in proportion to the aggregate amount from time to time paid up on the new shares held by the same person at the same time or to the amount of the stock so held entitle the respective holders of such new shares or stock to the same dividends and profits and confer on them the like qualifications and the like rights of voting as the like amount paid up on the existing shares or stock of that Company other than and except shares or stock to which any guaranteed or preferential dividend of a fixed amount without further participation in the profits of that Company shall have been assigned Provided always that unless otherwise determined by the meeting sanctioning the new shares or stock no person shall be entitled to vote in respect of any of the new

shares or stock to which a fixed or preferential dividend or other special advantage shall be assigned. A.D. 1885.

37. This Act or anything therein contained shall not prejudice or affect any preference or priority in the payment of interest or dividend on any other shares or stock which shall have been granted by the Midland Railway Company in pursuance of or which may have been confirmed by any previous Act of Parliament or which may otherwise be lawfully subsisting or any dividend on any Midland Railway debenture stock. Saving rights of existing preference shareholders of Midland Railway Company.

38. Subject to the provisions of any Act already passed by which the Midland Railway Company are authorised to raise capital by new shares or stock and to the provisions of this Act and any other Act passed in the present session whether before or after the passing of this Act by which that Company may be authorised to raise capital by new shares or stock that Company may if they think fit raise by the creation and issue of new shares or stock of one and the same class all or any part of the aggregate capital which they are by such other Act and this Act respectively authorised to raise by means of new shares or stock. New shares or stock of Midland Railway Company raised under this Act and any other Act of present session may be of same class.

39. All moneys which the Midland Railway Company may raise under the powers of this Act shall be applied for the purposes of the before-mentioned subscription only. Application of moneys raised by the Midland Railway Company.

40. The Midland Railway Company whilst shareholders of the Company may by writing under their common seal from time to time appoint a person to attend any meeting of the Company and such person shall have all the privileges and powers attaching to a shareholder of the Company and may vote thereat in respect of the capital held by the Midland Railway Company. Midland Railway Company may vote at general meetings.

41. The Midland Railway Company while shareholders of the Company may by writing under their common seal from time to time appoint two of their own directors to be directors of the Company and may from time to time remove any director so appointed and appoint another to be a director of the Company in the place of any such director so removed or who shall die or become incapable or by writing under his hand resign his office and for the same period the number of directors to be appointed by the Company shall subject to the provisions of the Act of 1884 be reduced to five: Midland Railway Company may appoint directors.

From and after any such appointment the number of directors to be elected by the shareholders of the Company exclusive of the directors appointed by the Midland Railway Company shall be five but the Company may reduce the number so elected provided that the number be not less than three.

A.D. 1885.

Saving
rights of
the duchy of
Lancaster.

42. Nothing contained in this Act shall extend or operate to authorise the Company to take use enter upon or in any manner interfere with any land soil water or hereditaments or any land parcel of any manor or any manorial [rights or any other rights of whatsoever description belonging to Her Majesty in right of Her duchy of Lancaster without the consent in writing of the Chancellor for the time being of the said duchy first had and obtained (which consent the said Chancellor is hereby authorised to give) or take away prejudice or diminish any estate right privilege power or authority vested in or enjoyed or exerciseable by Her Majesty Her heirs or successors in right of Her said duchy.

Interest not
to be paid
on calls paid
up.

43. No interest or dividend shall be paid out of any share or loan capital which the Company or the Midland Railway Company are by this or any other Act authorised to raise to any shareholder on the amount of the calls made in respect of the shares held by him but nothing in this Act shall prevent those Companies from paying 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.

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

44. The Company and the Midland Railway Company shall not out of any money by this Act authorised to be raised by them respectively 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 authorising them or either of them to construct any other railway or to execute any other work or undertaking.

Provision as
to general
railway Acts.

45. Nothing in this Act shall exempt the Company or the Midland Railway Company or their respective railways from the provisions of any general Act relating to railways or the better and more impartial audit of the accounts of railway companies now in force or which may hereafter pass during this or any future session of Parliament or from any future revision or alteration under the authority of Parliament of the maximum rates of fares and charges or of the rates for small parcels authorised by those Companies respectively.

Costs of
Act.

46. All costs charges and expenses of and incident to the preparing and applying for and the obtaining and passing of this Act or otherwise in relation thereto shall be paid by the Company.

SCHEDULE to which the foregoing Act refers.

A.D. 1885.

AN AGREEMENT made the sixth day of May one thousand eight hundred and eighty-five between the Dore and Chinley Railway Company (herein-after called "the Owing Company") of the one part and the Midland Railway Company (herein-after called "the Working Company") of the other part.

WHEREAS by an agreement dated the eighteenth day of April one thousand eight hundred and eighty-four made between three of the promoters of the Owing Company of the one part and the Working Company of the other part (and herein-after referred to as the first agreement) which agreement is scheduled to and confirmed by the Dore and Chinley Railway Act 1884 the Owing Company undertook to construct and the Working Company undertook to maintain work and use in perpetuity upon the terms and conditions expressed therein a railway between Dore and Chinley forming junctions at each end with the railways of the Working Company And whereas it has been found expedient to deviate the line and level of the proposed railway and also to construct a southern junction with the railway of the Working Company at Dore and the Owing Company are promoting a Bill in the present session of Parliament (herein-after called the intended Act) seeking power to authorise such deviations and the construction of such junction And whereas the Owing Company have applied to the Working Company to subscribe towards the cost of this undertaking in order to facilitate the execution of the works and the Working Company have agreed to make such subscription upon the terms and subject to the conditions herein-after expressed Now it is hereby agreed between the Companies parties hereto as follows (that is to say):

1. The deviations and the Dore South Junction Curve proposed to be authorised by the intended Act shall for all purposes of the first agreement be deemed to be part of "the said railways" as therein defined and the expression "the said railways" when herein-after used shall mean and include the railways authorised by the Act of 1884 as amended by the intended Act.
2. The said railways shall for the purpose of determining the amount payable by the Working Company under the 7th article of the first agreement be deemed to be of the length of twenty-one miles.
3. The Working Company shall subject to the approval of a special general meeting of the proprietors thereof subscribe to the undertaking of the Owing Company the sum of one hundred thousand pounds which sum shall be applied by the Owing Company so far as the same may be required in opening up and commencing the works necessary for the construction of the two long tunnels on the Dore and Chinley Railway

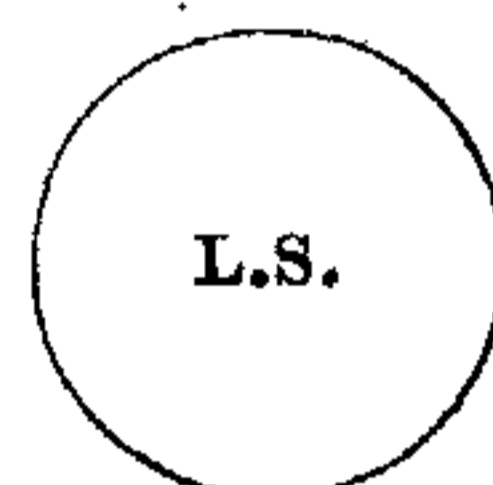
A.D. 1885.

in such manner as to facilitate the completion of the said railways as speedily as possible.

4. The Working Company shall in respect of this subscription have the right of nominating two directors of the Owing Company and the number of elected directors of that Company shall be reduced to five.
5. Except as expressly varied by these presents the first agreement is hereby confirmed.

In witness whereof the said two Companies have hereunto caused their respective common seals to be affixed the day and year first above written.

The common seal of the Midland Railway
Company was affixed in the presence of—
JAMES J. ALLPORT
Director of the Midland Railway Company
Littleover near Derby



The common seal of the Dore and Chinley Rail-
way Company was affixed in the presence of—
W. G. THORPE }
A. F. PENNELL } Directors

