



## CHAPTER cxcviii.

An Act to confer further powers on the South Hampshire Railway and Pier Company and for other purposes. A.D. 1889.

[26th August 1889.]

**W**HEREAS the South Hampshire Railway and Pier Company (herein-after called "the Company") were incorporated by the South Hampshire Railway and Pier Act 1886 (herein-after called the Act of 1886) and authorised to raise 250,000*l.* by shares and 80,000*l.* by borrowing:

And whereas by the Act of 1886 the Southern Section undertaking of the Midland and South-western Junction Railway Company was agreed to be transferred to the Company on the conditions in that Act mentioned:

And whereas the said Southern Section undertaking consists of two railways authorised by the Swindon Marlborough and Andover Railway Act 1882 (herein-after called the Act of 1882) and a pier or jetty and works authorised by the Swindon Marlborough and Andover Railway Act 1883 (herein-after called the Act of 1883):

And whereas the period limited by the Act of 1886 for the compulsory purchase of lands for the purposes of the railways authorised by the Act of 1882 have expired and the period limited for the completion of those railways will expire on the tenth day of August one thousand eight hundred and ninety and it is expedient that such respective periods should be revived and extended as herein-after mentioned:

And whereas the period limited by the Act of 1886 for the compulsory purchase of lands for the purposes of the pier and works authorised by the Act of 1883 have expired and the period limited for the completion of the said pier and works will expire on the sixteenth day of July one thousand eight hundred and ninety-one and it is expedient that such respective periods should be revived and extended as herein-after provided:

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And whereas the capital authorised by the Act of 1883 is insufficient for the construction of the pier jetty and works by that Act authorised in consequence of the necessity for building the pier and works of a more efficient character than was contemplated at the passing of that Act and it is expedient that the Company should be authorised to raise additional capital for those purposes as in this Act provided :

And whereas the Company have raised no moneys by shares or by mortgage or by the creation and issue of debenture stock :

And whereas by the Act of 1886 it was provided as a condition for the transfer of the Southern Section undertaking to the Company that they should within twelve months after the passing of the Act of 1886 and before the Company proceeded to exercise any of the compulsory powers of the Acts of 1882 and 1883 and the Act of 1886 pay to the Midland and South-western Junction Railway Company the sum of five thousand five hundred pounds :

And whereas the completion of the Midland and South-western Junction Railway has been for some years suspended by want of funds and until the completion of the same as a through line to Cheltenham (which is considered to be now assured) it was not deemed expedient to proceed with the South Hampshire Railway and that provision has not been complied with and it is expedient that such condition be cancelled and that other provisions be made in lieu thereof :

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

May it therefore please Your Majesty that it may be enacted and be it enacted by the 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 South Hampshire Railway and Pier Act 1889 and this Act and the Act of 1886 as amended and varied by this Act shall be read and construed together as one Act.

Incorporation of Act.

2. Part II. (relating to extension of time) of the Railways Clauses Act 1863 is (except where expressly varied by this Act) incorporated with and forms part of this Act.

Interpretation.

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

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“the Company” means the South Hampshire Railway and Pier Company the expression “the Southern Section” or “the undertaking” means the undertaking conditionally transferred to the Company by the Act of 1886 : A.D. 1889.

“The Act of 1882” means the Swindon Marlborough and Andover Railway Act 1882 ;

“The Act of 1883” means the Swindon Marlborough and Andover Railway Act 1883 ;

“The Act of 1886” means the South Hampshire Railway and Pier Act 1886 :

And for the purposes of this Act 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.

4. The time limited by the Act of 1886 for the compulsory purchase of lands for the purposes of the railways and works authorised by the Act of 1882 is hereby revived extended and enlarged and shall continue in force until the expiration of two years from the tenth day of August one thousand eight hundred and eighty-eight. Extension of time for compulsory purchase of lands for railways

5. The time limited by the Act of 1886 for the completion of the railways authorised by the Act of 1882 shall be and the same is hereby extended and enlarged and shall continue in force until the expiration of three years from the tenth day of August one thousand eight hundred and ninety and that period shall for all purposes be deemed to be the period originally limited by the Act of 1882 for the completion of the railways. Extension of time for completion of works for railways.

6. The time limited by the Act of 1886 for the compulsory purchase of lands for the purposes of the pier and works authorised by the Act of 1883 is hereby revived extended and enlarged and shall continue in force until the expiration of one year from the sixteenth day of July one thousand eight hundred and eighty-nine. Extension of time for compulsory purchase of lands under Act of 1883.

7. The time limited by the Act of 1886 for the completion of the pier and works authorised by the Act of 1883 shall be and the same is hereby extended and enlarged and shall continue in force until the expiration of two years from the sixteenth day of July one thousand eight hundred and ninety-one and that period shall for all purposes be deemed to be the period originally limited by the Act of 1883 for the completion of the pier and works. Extension of time for completion of pier authorised by Act of 1883.

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Restriction  
on taking  
houses of  
labouring  
class.

8. The Company shall not under the powers of this Act or under the powers of any former Act revived or extended by this Act without the consent of the Local Government Board 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 fifteenth day of December next before the passing of this Act or of the respective former Act by which such purchase or acquisition was originally authorised as the case may be were occupied either wholly or partially by persons belonging to the labouring class as tenants or lodgers.

Defining  
labouring  
class.

For the purposes of this section the expression "labouring class" includes mechanics artificers 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.

Provisions as  
to deposit  
fund.

9. 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 cap. 20 there was transferred into the name of the Paymaster-General for and on behalf of the Chancery Division of the High Court of Justice in respect of the application to Parliament for the Railways No. 1 and No. 2 authorised by the Act of 1882 a sum of three per cent. Consolidated Bank Annuities now converted into seven thousand four hundred and eighty-eight pounds two pounds fifteen shillings per cent. Consolidated Stock (herein-after called the deposit fund) representing five per centum upon the amount of the estimate in respect of the said railways :

And whereas by section 23 of the Act of 1886 it is provided that the Company shall within such time as may be agreed on after the passing of that Act pay a sum of money equal in amount to the sum deposited with the Chancery Division of the High Court of Justice in England with reference to the Act of 1882 relating to the railways of the Southern Section to the persons who deposited that sum (now represented by the Midland and South-western Junction Railway Company) and thereupon the deposit fund shall be deemed to have been deposited by the Company and shall be subject in all respects to the provisions of the Act of 1882 as amended by the Act of 1886 :

And whereas the Company have paid to the Midland and South-western Junction Railway Company a sum of money equal in

amount to the said Consolidated Stock Therefore the deposit fund shall be deemed to have been deposited by the Company and the Paymaster-General for and on behalf of the Chancery Division of the High Court of Justice shall at any time hereafter on the application of the Company transfer the deposit fund into the names of any person or persons on behalf of the Company and such deposit fund shall thereafter remain subject to the purposes for which it was deposited and also subject to the provisions of the Acts of 1882 and 1886 and this Act and the deposit fund shall as the case may be from time to time be transferred and all interest and dividends thereon shall be paid to the person or persons so named on the application of the Company.

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10. Sections 18 19 20 and 21 of the Act of 1886 are hereby repealed and the following provisions shall apply in lieu thereof (that is to say) On and after the passing of this Act all powers rights privileges and authorities granted by the Acts of 1882 and 1883 respectively for the taking of lands and the execution of works the levying and recovery of tolls rates and charges and all other necessary powers for making maintaining working and using the Southern Section undertaking shall be vested in and may be exercised by the Company in all respects as fully and freely as if the Company had been named throughout in the said Acts instead of the Companies by the said Acts respectively authorised to construct the works by those Acts authorised Provided always that the Company shall not open the railways authorised by the Act of 1882 for the public conveyance of traffic unless and until they shall have paid to the Midland and South-western Junction Railway Company the sum of five thousand five hundred pounds.

Repeal of sections 18 to 21 of the Act of 1886 and enactment of other provisions in lieu thereof.

Within three months after the payment of the said sum of five thousand five hundred pounds the Company shall produce to the Commissioners of Inland Revenue a receipt duly stamped with the ad valorem stamp duty as if such payment had been upon a deed of transfer And if the Company shall not within the said period produce such receipt duly stamped as aforesaid they shall be liable for such duty and interest thereon at the rate of five pounds per centum per annum from the date of such receipt and the same shall be recoverable from the Company with full costs of suit and all costs and charges attending the same.

11. 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 seventy-two thousand pounds by the issue at their option of new ordinary shares or stock or partially by either of those modes but the Company shall not issue any share of less

Power for the Company to raise additional capital.

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A.D. 1889. — 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 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 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 consolidation of the shares into stock ,

The borrowing of money ;

The conversion of the borrowed money into capital ;

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 subject to the provisions of this Act extend and apply to the Company and to the additional capital which they are by this Act authorised to raise.

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

**12.** Except as by this Act otherwise provided the capital in new shares or stock created by the Company under this Act and the new shares or stock 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 now existing capital of the Company of the same class or description and the new shares or stock were shares or stock in that capital The capital in new shares or stock so created shall subject to the provisions of this Act form part of the capital of the Company.

Dividends on shares or stock.

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

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

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Receipt  
clause in  
case of  
persons non  
sui juris.  
Power to  
borrow.

15. The Company may in respect of the additional capital of seventy-two 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 twenty-four thousand pounds but no part thereof shall be borrowed until shares for so much of the said additional capital as is to be raised by means of shares are issued and accepted and one-half of such capital is paid up and the Company have proved to the justice who is to certify under the 40th section of the Companies Clauses Consolidation Act 1845 before he so certifies that shares for the whole of such capital have 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 until stock for one-half of so much of the said additional capital as is to be raised by means of stock is fully paid up and the Company have proved to such justice as aforesaid before he so certifies that such shares or stock as the case may be were issued and accepted bonâ fide and are held by the persons or corporations to whom the same were issued or their executors administrators successors or assigns and also so far as the said additional capital is raised by shares that such persons or corporations 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.

16. Every provision in any Act passed before the present session of Parliament whereby the Company is authorised to raise by borrowing money for the purposes of their undertaking with respect to the appointment of a receiver for enforcing payment by the Company of arrears of principal or interest or principal and interest shall be and the same is hereby repealed but without prejudice to any appointment which may have been made or to the continuance of any proceedings which may have been commenced prior to the passing of this Act under such provision. The mortgagees of the Company may enforce payment of arrears of interest or principal or principal and interest due on their mortgages by the appointment

For appoint  
ment of a  
receiver.

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A.D. 1889. 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.

17. The Company may create and issue debenture stock subject to the provisions of Part III. of the Companies Clauses Act 1863 and of section 11 of the Act of 1886 Notice of the effect of this enactment shall be endorsed on all mortgages and certificates of debenture stock.

Power to divide shares.

18. Subject to the provisions of this Act the Company with the authority of three-fourths of the votes of the shareholders present in person or by proxy at a general meeting of the Company specially convened for the purpose may from time to time divide any share in the capital by the Act of 1886 and by this Act authorised to be raised into half-shares of which one shall be called "preferred half-share" and the other shall be called "deferred half-share" but the Company shall not divide any share under the authority of this Act unless and until not less than sixty per centum upon such share has been paid up and upon every such division fifty per centum upon the entire share shall be carried to the credit of the deferred half-share (being the whole amount payable thereon) and the residue to the credit of the preferred half-share.

Dividends on half-shares.

19. The dividend which would from time to time be payable on any divided share if the same had continued an entire share shall be applied in payment of dividends on the two half-shares in manner following (that is to say) First in payment of dividend after such rate not exceeding six pounds per centum per annum as shall be determined once for all at a general meeting of the Company specially convened for the purpose on the amount for the time being paid up on the preferred half-share and the remainder (if any) in payment of dividend on the deferred half-share and the Company shall not pay any greater amount of dividend on the two half-shares than would have from time to time been payable on the entire share if the same had not been divided.

Dividend on preferred shares to be paid out of profits of the year only.

20. Each preferred half-share shall be entitled out of the profits of each year to the dividend which may have been attached to it by the Company as aforesaid in priority to the deferred half-share bearing the same number but if in any year ending the thirty-first day of December there shall not be profits available for the payment of the full amount of dividend on any preferred half-share



for that year no part of the deficiency shall be made good out of the profits of any subsequent year or out of any other funds of the Company. A.D. 1889.  
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**21.** Forthwith after the creation of any half-shares the same shall be registered by the directors and each half-share shall bear the same number as the number of the entire share certificate in respect of which it was issued and the directors shall issue certificates of the half-shares accordingly and shall cause an entry to be made in the register of the entire shares of the conversion thereof but the directors shall not be bound to issue a certificate of any half-share until the certificate of the existing entire share be delivered to them to be cancelled unless it be shown to their satisfaction that such certificate is destroyed or lost and on any certificate being so delivered up the directors shall cancel it. Half-shares  
to be regis-  
tered and  
certificates  
issued.

**22.** The terms and conditions on which any preferred half-share or deferred half-share created under this Act is issued shall be stated on the certificate of each such half-share. Terms of  
issue to be  
stated on  
certificates.

**23.** The provisions of the Companies Clauses Consolidation Act 1845 with respect to the forfeiture of shares for non-payment of calls shall apply to all preferred half-shares created under the authority of this Act and every such preferred half-share shall for that purpose be considered an entire share distinct from the corresponding deferred half-share and until any forfeited preferred half-share shall be sold by the directors all dividends which would be payable thereon if the same had not been forfeited shall be applied in or towards payment of any expenses attending the declaration of forfeiture thereof and of the arrears of calls for the time being due thereon with interest. Forfeiture of  
preferred  
shares.

**24.** No preferred half-share created under the authority of this Act shall be cancelled or be surrendered to the Company. Preferred  
shares not to  
be cancelled or  
surrendered.

**25.** The several half-shares under this Act shall be half-shares in the capital of the Company and every two half-shares whether preferred or deferred or one of each held by the same person shall confer such right of voting at meetings of the Company and (subject to the provisions herein-before contained) shall confer and have all such other rights qualifications privileges liabilities and incidents as attach and are incident to an entire share. Half-shares  
to be half-  
shares in  
capital.

**26.** All moneys raised under this Act whether by shares debenture stock or borrowing shall be applied only to the purposes of the Act of 1886 and of this Act to which capital is properly applicable. Application  
of moneys.

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Power to  
pay interest  
out of capital.

27. Notwithstanding anything contained in the Companies Clauses Consolidation Act 1845 the Company may out of any moneys by the Act of 1886 and by this Act authorised to be raised pay interest at such rate not exceeding three pounds per centum per annum as the directors may determine to the shareholders of the Company on the amount from time to time paid up on the shares held by them respectively from the respective times of such payments until the expiration of the time by this Act limited for the completion of the works by the Acts of 1882 and 1883 authorised or such less period as the directors may determine subject to the following conditions (that is to say) :—

- (a.) No such interest shall begin to accrue until the Company have obtained a certificate of the Board of Trade to the effect that two-thirds of the share capital by the Act of 1886 and by this Act authorised in respect of which such interest may be paid have been actually issued and accepted and are held by the shareholders who or whose executors administrators successors or assigns are legally liable for the same :
- (b.) No such interest shall accrue in favour of any shareholder for any time during which any call on any of his shares is in arrear :
- (c.) The aggregate amount to be so paid for interest shall not exceed ten thousand pounds :
- (d.) Every prospectus advertisement or other document of the Company inviting subscriptions for shares and every certificate of shares shall contain a notice that the Company has power so to pay interest out of capital :
- (e.) The half-yearly accounts of the Company shall show the amount of the capital on which and the rate at which such interest has been paid :

And except as aforesaid no interest or dividend shall be paid out of any share or loan capital which the Company have been or may be 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 the Company 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.

Saving  
rights of  
Crown under  
Crown  
Lands Act.

28. Nothing contained in this Act or to be done under the authority thereof shall in any manner affect the title to any of the subjects or any rights powers or authorities mentioned in or reserved by sections twenty-one and twenty-two of the Crown

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*Pier Act, 1889.*

Lands Act 1866 and belonging to or exerciseable on behalf of Her Majesty Her heirs or successors. A.D. 1889.

**29.** The Company shall not out of any money by this Act authorised to be raised pay or deposit any sum which by any standing order of either House of Parliament now or hereafter in force may be required to be deposited in respect of any application to Parliament for the purpose of obtaining an Act authorising the Company to construct any other railway or to execute any other work or undertaking. Deposits for future Bills not to be paid out of capital.

**30.** Nothing in this Act contained shall exempt the Company or the 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. Provision as to general Railway Acts.

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

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