



ANNO SEXTO

# VICTORIÆ REGINÆ.

\*\*\*\*\*

## *Cap. xxvii.*

An Act to enable the *London and Brighton Railway Company* to raise a further Sum of Money; and for altering and amending the Act relating to such Railway. [31st *May* 1843.]

**W**HEREAS an Act was passed in the Session of Parliament held in the Seventh Year of the Reign of King *William* the Fourth and in the First Year of the Reign of Her present Majesty Queen *Victoria*, intituled *An Act for making a Railway from the London and Croydon Railway to Brighton, with Branches to Shoreham, Newhaven, and Lewes*, whereby certain Persons were incorporated by the Name and Style of "The *London and Brighton Railway Company*," for carrying into execution the said Undertaking: And whereas by the said Act it was enacted that the Capital of the said Company thereby incorporated should be One million eight hundred thousand Pounds, divided into Thirty-six thousand Shares of Fifty Pounds each, and that such Shares should be apportioned and divided as therein mentioned, and the Directors of the said Company were thereby empowered to increase the Number of the Shares of the said Company, by diminishing the Amount and Value of each Share, in order the better to allot the same among the Subscribers: And whereas under and by virtue of the said recited

[*Local.*] 7 H Act

7 W. 4. &  
1 Vict. c. 119.

Act the said Company were authorized to borrow and take up at Interest any Sum in addition to their said Capital of One million eight hundred thousand Pounds, not exceeding in the whole the Sum of Six hundred thousand Pounds, on the Credit of the said Undertaking, and to mortgage, assign, and charge the Property of the said Undertaking, and the Rates, Tolls, and other Sums arising and to arise by virtue of that Act, or any Part thereof, as a Security for any such Money to be borrowed as aforesaid, with Interest: And whereas the said Sums of One million eight hundred thousand Pounds and Six hundred thousand Pounds have been found insufficient to defray the Expences of completing the Works, and effecting the Purposes authorized by the said recited Act, and it is expedient that the said Company should be authorized to raise a further Sum of Money to meet such Expences, and for effecting the Purposes aforesaid: And whereas the Objects aforesaid 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, That all the Powers, Provisions, Matters, and Things contained in the said recited Act (except such of them as are hereby repealed, altered, or otherwise provided for,) shall extend to this Act, and shall operate and be in force in respect to the Objects and Purposes of this Act, as fully and effectually, to all Intents and Purposes whatsoever, as if the same Powers, Provisions, Matters, and Things were re-enacted in this Act with reference to the Objects and Purposes thereof.

Powers of recited Act to extend to this Act.

Power to raise an additional Sum of Money for Purposes of this Act.

II. And be it enacted, That it shall be lawful for the said Company from Time to Time, by an Order of any General or Special General Meeting of the said Company, to raise by Contribution among themselves, or by the Admission of other Persons as Subscribers to the said Undertaking, or in part by each of those Means, such Sums of Money as they shall from Time to Time think expedient, not exceeding in the whole the Sum of Two hundred and twenty-five thousand Pounds, in addition to the Monies authorized to be raised by the said recited Act.

Power to issue new Shares.

III. And be it enacted, That for the Purpose aforesaid it shall be lawful for the said Company to issue such and so many distinct and integral Shares of such Amount, and to be appropriated and disposed of in such Manner, for such Prices, and by such Ways and Means as by the Order of any such Meeting shall be determined; and all such new Shares shall be deemed Personal Estate, and shall be transmissible and transferrable as such in the Manner directed by the said recited Act in respect of the original Shares in the said Undertaking.

Subscribers to pay up the Amount of their Shares.

IV. And be it enacted, That all Persons and Corporations, and their several and respective Successors, Executors, Administrators, and Assigns, who shall severally subscribe for One or more of the said new or additional Share or Shares, and shall pay such Sum or Sums of Money as shall be fixed by the said Company as the Price of

such Share or Shares, shall be Proprietors of the Stock in the said Undertaking, and interested therein, and entitled to Dividends and Profits, and to vote in respect thereof, in proportion to the Amount of such new Share or Shares, in the same Manner and as beneficially to all Intents and Purposes as the Proprietors of original Shares in the said Undertaking.

V. And be it enacted, That to such new Shares and the Proprietors thereof shall apply all the Powers to make Calls, and charge Interest upon the Calls made thereon, to sue for Calls and Interest, to declare forfeited and to sell Shares in case of Nonpayment of Calls, and to receive Payment in advance on account of Calls, and all other the Powers, Matters, and Things contained in the said recited Act with reference to the original Shares in the said Undertaking and the Proprietors thereof, except as to the Time of making Calls for the said new Shares, and the Amount of such Calls, which Calls the Directors of the said Company are hereby empowered to appoint to be of such Amount and payable at such Times as they may think fit, and save so far as any other of such Powers, Matters, or Things are hereby expressly varied or altered.

The Power to make Calls shall apply to such new Shares.

VI. And be it enacted, That the several Proprietors of such new Shares shall be united to and incorporated with the said *London and Brighton* Railway Company; provided, nevertheless, that the Proprietors of such new Shares shall only be entitled to Dividends or Profits in respect thereof in proportion to the Amount which shall have been actually paid upon such Shares at the Time of declaring such Dividends respectively, unless otherwise directed from Time to Time by an Order of any General or Special General Meeting of the said Company.

Proprietors of new Shares incorporated with the Company.

VII. Provided also, and be it enacted, That the Proprietors of such new Shares shall be entitled only to such Number of Votes in respect thereof as the Amount of Stock represented by such Shares would have entitled them to had they been original Shareholders in the said Undertaking; and no Proprietor shall be entitled to any Vote unless possessed of some Share or Shares representing Fifty Pounds at least of the Capital Stock of the said Company.

Voting by Proprietors of new Shares.

VIII. And be it enacted, That after One Half of the Money by this Act and the said recited Act authorized to be raised by Subscription shall have been paid up it shall be lawful for the said Company to borrow on Mortgage such Sums of Money as shall from Time to Time be authorized to be borrowed by an Order of a General or Special General Meeting of the Company, not exceeding in the whole the Sum of Seventy-five thousand Pounds, in addition to the Money authorized by the said recited Act to be borrowed, and to secure Repayment of the Money so borrowed, with Interest, in like Manner as the Sums authorized to be raised by Mortgage by the said recited Act, but subject and without prejudice to any Mortgage made or to be made pursuant to the said recited Act, and to the prior Right of Payment of the Holder of every such last-mentioned Mortgage.

Power to raise Money on Mortgage.

IX. And

Transfers of Interest to be stamped.

IX. And be it enacted, That the Interest on any such Mortgage shall not be transferable except by an Instrument duly stamped.

Power to raise Money by Subscription to pay off Mortgages.

X. And be it enacted, That it shall be lawful for the said Company, by Order from Time to Time of any General or Special General Meeting, to raise by Contribution among themselves, or by the Admission of other Persons as Subscribers to the said Undertaking, or in part by each of those Means, such Sum or Sums of Money as shall be sufficient for paying off and discharging the Whole or any Part of any Monies which they may have borrowed by virtue of this or the said recited Act, from Time to Time; and the Money so hereby authorized to be raised from Time to Time by Subscription shall be divided into distinct and integral Shares, and shall be appropriated and disposed of in such Manner, and by such Ways and Means, as by the Order of any such Meeting shall be determined; and all Provisions herein-before contained or referred to with regard to the Money by this Act before authorized to be raised by Subscription, and to the Shares to be issued in respect thereof, and to the Holders of such Shares, shall apply to the said Shares so to be raised as last aforesaid.

In case the Mortgages are paid off the Company may raise the Amount again.

XI. And be it enacted, That if, after having borrowed any Part of the Money which by this or the said recited Act they are authorized to borrow, the Company shall pay off the same, it shall be lawful for them again to borrow the Amount so paid off, and so from Time to Time, but such Power of reborrowing shall not be exercised without the Authority of a General or Special General Meeting of the Company, unless the Money be so reborrowed in order to pay off any existing Mortgage.

Expences of the Act to be paid by the Company.

XII. And be it enacted, That all the Costs, Charges, and Expences of obtaining and passing this Act, and of carrying the same into effect, or incident thereto, shall be paid and defrayed by the said Company out of the Money already raised or received or to be raised and received by virtue of this or the said recited Act, in preference to all other Payments.

For reducing the present Number of Directors to Ten.

XIII. And whereas it is by the said recited Act enacted, that Twenty Persons qualified as therein mentioned should be elected Directors to manage the Affairs of the said Company, and Provision is thereby made for the Continuance of such Number of Directors; but so large a Number of Directors has been found unnecessary for the Management of the Affairs of the said Company, and being attended with unnecessary Expence it is expedient that the Number of Directors should be reduced to Ten; be it therefore enacted, That so much of the said recited Act as requires, directs, or authorizes that there should be Twenty Directors of the said Company be and the same is hereby repealed, and that within Twenty-one Days after the passing of this Act a Special General Meeting of the said Company shall be called, in the Manner directed by the said recited Act, at which Meeting all the Directors for the Time being of the said Company shall go out of Office and cease to be Directors thereof, and that at the same Special General Meeting, or at some Meeting

Meeting to be held by Adjournment therefrom, Ten Persons, qualified to be Directors thereof according to the said recited Act, and no more, shall be elected by the Majority of the Proprietors of Shares in the said Undertaking present, personally or by Proxy, to be Directors of the said Company; instead of those so going out of Office or ceasing to be Directors as aforesaid; and that at the Half-yearly General Meeting of the said Company held next after the Election of such Ten new Directors in the Third Week of the Month of *January*, or within Twenty-one Days thereafter, under the Provision in that Behalf contained in the said recited Act, Three of the Directors who shall have been so elected as aforesaid (to be determined by Ballot among themselves) shall go out of Office and cease to be Directors of the said Company, and an equal Number of Persons who shall be Proprietors and respectively possessed in their own Right of Twenty Shares of Fifty Pounds each, or their Equivalent in less Shares, at the least, in the said Undertaking, shall be elected by the said Company to be Directors in their Place and Stead; and at the General Meeting to be held in the Third Week in the Month of *January*, or within Twenty-one Days therefrom, which will be in the Year of our Lord One thousand eight hundred and forty-five, Three of the remaining Directors who shall have been so primarily elected as aforesaid (to be determined as aforesaid) shall go out of Office and cease to be Directors of the said Company, and their Places be supplied in like Manner; and at a General Meeting to be held in the Third Week of the Month of *January*, or within Twenty-one Days thereafter, which will be in the Year of our Lord One thousand eight hundred and forty-six, the Four remaining Directors who shall have been so primarily elected as aforesaid shall go out of Office and cease to be Directors of the said Company, and their Places be supplied in like Manner; and at the General Meeting to be held in the Third Week of the Month of *January*, or within Twenty-one Days thereafter, in every subsequent Year, such Three or Four of the Directors, as the Case may be, who shall have been longest in Office shall go out of Office and cease to be Directors of the said Company, and their Places be supplied in like Manner.

XIV. Provided always, and be it enacted, That in the meantime and until the first Election of such Ten new Directors the present Directors and their Successors, during their respective Continuance in Office, and at all Times from and after such Election such Ten Directors and their Successors, shall have, exercise, and perform all the Powers, Authorities, Privileges, and Duties given to and imposed upon the Directors of the said Company for the Time being by the said recited Act, and that all the Enactments, Provisions, Matters, and Things relating to or concerning Directors of the said Company in the same Act expressed and contained shall be and continue in force, and extend and apply to such present and future Directors, except so far as the same are hereby expressly repealed or altered.

Until first Election of such Ten Directors present Directors to act.

XV. Provided also, and be it enacted, That any One or more of the Directors going out of Office and ceasing to be Directors as  
[Local.] 7 I aforesaid

Directors going out may be re-elected.

aforesaid may be re-elected as One or more of the said Ten new Directors.

Repealing the Clause in recited Act empowering Directors to supply Vacancies in Direction.

XVI. And be it enacted, That so much of the said recited Act as enacts that when and so often as any Director of the said Company shall die or resign, or shall become disqualified or incompetent to act as a Director, or shall cease to be a Director by any other Cause than that of going out of Office by Ballot or Rotation, it should be lawful for the remaining Directors, if they should think proper so to do, to elect some other Proprietor duly qualified to be a Director, be and the same is hereby repealed.

Such Vacancies to be supplied by General Meeting of Proprietors.

XVII. And be it enacted, That when and so often as any Director of the said Company shall die or resign, or shall become disqualified or incompetent to act as a Director, or shall cease to be a Director by any other Cause than that of going out of Office by Ballot or Rotation, some other Proprietor of Shares in the said Undertaking, duly qualified according to the said recited Act, shall be elected by the said Company to be a Director in his Place or Stead at the Half-yearly General Meeting of the said Company held next after such Death, Resignation, becoming disqualified or incompetent or ceasing to be a Director; and every such Proprietor so elected to fill up any such Vacancy shall be a Member of the Direction, and shall continue in Office as a Director so long only as the Person in whose Place or Stead he may be elected would have been entitled to continue had he lived and remained in Office.

First General Meeting to choose Auditors.

XVIII. And be it enacted, That at the first General Meeting to be held after the passing of this Act, or at some Meeting to be held by Adjournment therefrom, Three Persons who shall be Proprietors and respectively possessed in their own Right of Twenty Shares in the said Undertaking shall be elected Auditors of the said Company by the Proprietors present at such Meeting, either personally or by Proxy, and of the Auditors so elected as aforesaid Two shall be competent to act; and the several Persons so to be elected, being neither removed, disqualified, or resigning, shall continue in Office, and be Auditors until the Half-yearly General Meeting of the said Company which shall be held in the Third Week of the Month of *January*, or within Twenty-one Days thereafter, which will be in the Year of our Lord One thousand eight hundred and forty-four, and until others shall be elected in their Stead in pursuance of this Act.

Auditors to go out of Office annually by Rotation.

XIX. And be it enacted, That at the General Meeting to be held in the Third Week of the Month of *January*, or within Twenty-one Days thereafter, which will be in the Year of our Lord One thousand eight hundred and forty-four, One of the Auditors who shall have been so elected as aforesaid, to be determined by Ballot amongst themselves, shall go out of Office and cease to be an Auditor of the said Company, and the Person who shall be a Proprietor possessed in his own Right of Twenty Shares at the least in the said Undertaking shall be elected by the said Company to be an Auditor in his Place and Stead; and at the General Meeting to be held in the

the Third Week of the Month of *January*, or within Twenty-one Days thereafter, which will be in the Year of our Lord One thousand eight hundred and forty-five, One of the remaining Auditors who shall have been so primarily elected as aforesaid (to be determined as aforesaid) shall go out of Office and cease to be an Auditor of the said Company, and his Place be supplied in like Manner; and at a General Meeting to be held in the Third Week of the Month of *January*, or within Twenty-one Days thereafter, which will be in the Year of our Lord One thousand eight hundred and forty-six, the remaining Auditor who shall have been so primarily elected as aforesaid shall go out of Office and cease to be an Auditor of the said Company, and his Place to supplied in like Manner; and at the General Meeting to be held in the Third Week of the Month of *January*, or within Twenty-one Days thereafter in every subsequent Year, One of the Auditors who shall have been longest in Office shall go out of Office and cease to be an Auditor of the said Company, and his Place be supplied in like Manner.

XX. Provided always, and be it enacted, That every Auditor who shall go out of Office on any annual Day of Election shall not be eligible to be re-elected an Auditor of the said Company for such a Period as shall be decided on by the Proprietors present or by Proxy at the first General Meeting to be held after the passing of the said Act, or at some subsequent Meeting to be held by Adjournment therefrom.

Auditors going out of Office not re-eligible.

XXI. And be it enacted, That when and so often as any Auditor of the said Company shall die or shall resign, or shall become disqualified or incompetent to act as an Auditor, or shall cease to be an Auditor by any other Cause than that of going out of Office by Ballot or Rotation as aforesaid, it shall be lawful for the Directors, if they shall think proper so to do, to elect some other Proprietor duly qualified to be an Auditor; and every such Proprietor so elected to fill up any such Vacancy shall continue in Office as an Auditor until the General Meeting which will be held next after he shall have been so elected by the Directors as aforesaid, at which Meeting the Proprietors present shall elect some Person duly qualified to be an Auditor, who shall continue in Office as an Auditor so long only as the Person so dying, resigning, becoming disqualified or incompetent to act would have been entitled to continue had he remained in Office.

For supplying Vacancies among Auditors.

XXII. Provided nevertheless, and be it enacted, That no Person holding any Office or Place of Trust or Profit under the said Company, or being concerned or interested in any Contract with the said Company, shall be capable of being chosen an Auditor of the said Company, nor shall any Auditor be capable of accepting any other Office or Place of Trust or Profit under the said Company, or of being concerned or interested in any Contract with the said Company during the Time he shall be an Auditor of the said Company; and if any Auditor of the said Company shall at any Time subsequently to his Election accept or continue to hold any other Place or Office of Trust or Profit under the said Company, or shall either

No Person holding Office capable of being an Auditor.

either directly or indirectly be concerned in any Contract with the said Company, or shall participate in any Manner in any Work to be done for the said Company, or shall at any Time cease to be a Proprietor of Twenty Shares in the said Undertaking, the Office of such Auditor shall thereupon become vacant, and he shall thenceforth be disqualified from voting or acting as an Auditor.

Accounts of  
Tolls rateable  
to the Poor  
to be kept.

XXIII. And for the Purpose of providing for the proper rating of the Railway to the Relief of the Poor, be it enacted, That the Company shall keep an Account of the whole Tolls and other Profits, if any, received by them and rateable for the Relief of the Poor, showing the gross Amount of the monthly Receipts in respect of such Tolls and Profits received in every Year, and the Amount and Particulars of the Expenditure in every such Year on account of any Expences, the probable annual average Cost of which is to be taken into account in ascertaining the net annual Value of the Railway, for the Purpose of rating the same for the Relief of the Poor; and if the Company carry for their own Benefit any Passengers, Cattle or other Animals, Goods, or other Matters, they shall keep a separate Account showing the Amount of Tolls or Sums which would have been received by the Company in every such Year for the Use of the Railway, in respect of such Passengers, Cattle, Goods, or other Matters, if the same had been carried by any other Party, and the Amount of Tolls or Sums which shall have been actually received by the Company for the Carriage of the same, and also of all other Profits, if any, received by the Company which shall be rateable to the Relief of the Poor.

Power to  
Overseers of  
Poor to in-  
spect Ac-  
counts.

XXIV. And be it enacted, That at any Time during the first Fourteen Days in the Months of *February* and *August* in each Year it shall be lawful for the Overseers of the Poor of the several Parishes through which the Railway shall pass to inspect such Accounts; and if the Company fail to keep such Accounts, or to permit such Inspection thereof, they shall forfeit to each Overseer who shall demand the said Accounts, or who shall be refused the Inspection of such Accounts, or either of them, for every such Failure to keep such Accounts Thirty Pounds, and for every Day during which the Refusal to permit such Inspection may continue the Sum of Ten Pounds *per Day*; and such Penalties shall be recoverable by Action of Debt or on the Case in any of the Superior Courts, and shall be applied for the Benefit of the Poor of the Parish within which such Failure may occur,

Annual Ac-  
count to be  
made up,  
and a Copy  
transmitted  
to the Clerk  
of the Peace.

XXV. And be it enacted, That the Company shall every Year cause an annual Account in abstract to be prepared, showing the total Receipts and Expenditure of all Funds levied by virtue of the said recited Act or this Act for the Year ending on the Thirty-first Day of *December* or some other convenient Day in each Year, under the several distinct Heads of Receipt and Expenditure, with a Statement of the Balance of such Account, duly audited and certified by the Directors, or some of them, and shall transmit a Copy of the said Account, free of Charge, to the Clerks of the Peace for the Counties of *Surrey* and *Sussex* respectively on or before the Thirty-first



first Day of *January* then next, which Account shall be open to the Inspection of the Public at all seasonable Hours on Payment of the Sum of One Shilling for every such Inspection: Provided always, that if the said Company shall omit to prepare or transmit such Account as aforesaid they shall forfeit for every such Omission the Sum of Twenty Pounds.

XXVI. And whereas by the said first-recited Act it is enacted that a Book shall be kept by the Company, in which shall be entered from Time to Time the correct Description and Place of Abode of the Shareholders of the Company, and that every Shareholder may at all convenient Times inspect the said Book, and may have Copies thereof, or any Part thereof, on Payment of Sixpence for every One hundred Words so copied; be it enacted, That the said Company shall and they are hereby required to distinguish by the Letter (D.), or some other known Mark, in the said Book, such of the Shareholders as shall from Time to Time be possessed of the requisite Number of Shares required by the said Act to qualify such Shareholders to be Directors of the Company, and every Shareholder shall be entitled to inspect and have Copies from such Book as aforesaid.

Shareholders qualified for Directors to be distinguished by the Letter (D.) in Books kept by the Company under first-recited Act.

XXVII. And whereas it was by the said recited Act enacted that no Action, Suit, or Information, nor any other Proceeding, of what Nature soever, should be brought, commenced, or prosecuted against any Person or Corporation for any thing done or omitted to be done in pursuance of that Act, or in the Execution of the Powers or Authorities or any of the Orders made, given, or directed in, by, or under that Act, unless Twenty Days previous Notice in Writing should be given by the Party intending to commence and prosecute such Action, Suit, Information, or other Proceeding to the intended Defendant, nor unless such Action, Suit, Information, or other Proceeding should be brought or commenced within Six Calendar Months after the Act committed, or in case there should be a Continuation of Damage, then within Six Calendar Months next after the doing or committing such Damage should have ceased, nor unless such Action, Suit, or Information should be laid and brought in the County or Place where the Matter in dispute or Cause of Action should arise; and the Defendant in such Action, Suit, or Information, or other Proceeding, might plead the General Issue, and give that Act and the special Matter in Evidence at any Trial to be had thereupon, and that the Acts were done or omitted to be done in pursuance of or by the Authority of that Act; and if they should appear to have been so done, or to have been so omitted to be done, or if it should appear that such Action, Suit, Information, or other Proceeding should have been brought otherwise than as herein-before directed, then and in every such Case the Jury should find for the Defendant; upon which Verdict, or if the Plaintiff should become nonsuited, or should suffer a Discontinuance of his Action, Suit, Information, or other Proceeding, after the Defendant should have appeared thereto, or if a Verdict should pass against the Plaintiff therein, or if upon Demurrer or otherwise Judgment should be given against the Plaintiff, the Defendant should

Limitation of Actions.

[Local.]

7 K

have

have his Costs, and should have such Remedy for recovering the same as Defendants have for recovering Costs of Suit by Law in other Cases: And whereas it is expedient that the said recited Provision should be repealed; be it therefore enacted, That the same shall be and is hereby repealed: Provided always, that nothing in this Act contained shall prejudice or affect any Action, Suit, Information, or other Proceeding now pending between the said Company and any Company or Person or Persons whomsoever, or shall revive any Right which, under the Provision lastly hereby repealed, may have been barred prior to the passing of this Act.

Public Act.

XXVIII. And be it enacted, That this Act shall be deemed and taken to be a Public Act, and judicially taken notice of as such.

---

LONDON: Printed by GEORGE E. EYRE and ANDREW SPOTTISWOODE,  
Printers to the Queen's most Excellent Majesty. 1843.