CHAPTER clxxxvi.

An Act for empowering the Birkenhead Tramways Company to construct new Tramways and to purchase the Tramways of the Hoylake and Birkenhead Rail and Tramway Company; and for other purposes. A.D. 1879.

[24th July 1879.]

WHEREAS it is expedient that the Birkenhead Tramways Company (in this Act called "the Company") should be empowered to lay down and maintain the new tramways in the borough of Birkenhead in this Act particularly described:

And whereas it is expedient that the Company should be authorised to purchase, and that the Hoylake and Birkenhead Rail and Tramway Company (in this Act called "the Hoylake Company") should be empowered to sell, the tramways of the last-named company authorised by the Hoylake and Birkenhead Railway and Tramways Act, 1872: 35 & 36 Vict. c. cxxvii.

And whereas it is expedient that the Company should be empowered to raise additional capital for the purposes of this Act:

And whereas plans and sections showing the lines and levels of the tramways by this Act authorised, and books of reference to those plans have been deposited with the clerk of the peace for the county of Chester, and those plans, sections, and books of reference are in this Act referred to as the deposited plans, sections, and books of reference:

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

May it therefore please Your Majesty that it may be enacted; and be it enacted by the Queen's most Excellent Majesty, by and with the advice and consent of the Lords Spiritual and Temporal, and Commons, in this present Parliament assembled, and by the authority of the same, as follows:

1. This Act may be cited for all purposes as the Birkenhead Tramways Act, 1879. Short title.

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Incorporation of general Acts.

33 & 34 Vict. c. 78.
8 & 9 Vict. c. 18.
23 & 24 Vict. c. 106.
32 & 33 Vict. c. 18.
8 & 9 Vict. c. 16.

2. Section 3 (interpretation of terms), section 19 (local authority may lease or take tolls), and Parts II. and III. of the Tramways Act, 1870, and the Lands Clauses Consolidation Acts, 1845, 1860, and 1869 (except the provisions of the Lands Clauses Consolidation Act, 1845, with respect to the purchase of lands otherwise than by agreement, and with respect to the entry upon lands by promoters of the undertaking), and the 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 nonpayment of calls;

The remedies of creditors of the Company against the shareholders;

The borrowing of money by the Company on mortgage or bond;

The conversion of borrowed money into capital;

The consolidation of shares into stock; and

The provision to be made for affording access to the special Act; and

Part I. (relating to cancellation and surrender of shares) and Part II. (relating to additional capital) of the Companies Clauses Act, 1863, are (except where expressly varied by this Act) incorporated with and form part of this Act.

26 & 27 Vict. c. 118.

Interpretation of terms.

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

The expressions "the tramways" and "the undertaking" shall mean the tramways and works and the undertaking respectively by this Act authorised;

The expression "the corporation" shall mean the mayor, aldermen, and burgesses of the borough of Birkenhead;

For the purposes of this Act the word "contingencies" in section 122 of the Companies Clauses Consolidation Act, 1845, shall be construed to include the contingency of the undertaking being sold to the local authority under section 43 of the Tramways Act, 1870, at a sum less than the aggregate amount of the capital and debts of the Company; and

For the purposes of this Act the expression "superior courts" or "court of competent jurisdiction," or any other like ex-

pression in this Act and in any Act wholly or in part 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. A.D. 1879.

Power to make tramways.

4. Subject to the provisions of this Act, the Company may make, form, lay down, work, use, and maintain the tramways herein-after described, in the lines and according to the levels shown on the deposited plans and sections, and in all respects in accordance with those plans and sections, with all proper rails, plates, works, and conveniences connected therewith. The tramways herein-before referred to and authorised by this Act are—

The tramways numbered on the deposited plans 1, 1A, 1B, 1C, 1D, 4 and 4A, being 7 furlongs 8·50 chains in length, of which 5 furlongs 8·50 chains is double line and 2 furlongs is single line, and commencing in Upton Road, at or near the end of Shrewsbury Road North, and passing thence in an easterly direction along Upton Road into and along Park Road North, Mallaby Street, Brassey Street, Old Bidston Road, Price Street, and Duke Street, and terminating by junctions with the existing tramways in Cleveland Street, near its intersection by Duke Street:

The tramway numbered on the deposited plans 6, 4 chains in length, the whole of which is single line, and commencing by a junction with the existing tramways of the Company in Argyle Street, at or near its intersection by Bridge Street, and passing thence in a northerly direction along Argyle Street, and terminating by a junction with the existing tramways in Canning Street, at or near the end of Argyle Street:

The tramways numbered on the deposited plans 7 and 7A, being 2 furlongs 8 chains in length, the whole of which is double line, and commencing in Happy Valley Road at or near its intersection by Prenton Lane, and passing thence in a northerly direction along and terminating in Happy Valley Road by junctions with the existing tramway of the Company at its termination:

Provided always, that the Company shall not lay down any passing-place in any of the roads or streets herein-before mentioned without the previous consent in writing of the corporation.

Power to raise additional capital.

5. 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 forty-eight thousand pounds, by the issue at their option of new ordinary shares or new preference shares, or partially by one of those modes and partially by the other; provided

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that 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.

Calls.

6. One fifth of the amount of a share shall be the greatest amount of a call, and two months at least shall be the interval between successive calls.

Receipt in case of persons not sui juris.

7. 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.

Power to borrow in respect of additional capital.

8. In addition to the sums which the Company are already authorised to borrow they may from time to time borrow on mortgage, in respect of the additional capital of forty-eight thousand pounds by this Act authorised to be raised by shares, any sums not exceeding in the whole twelve thousand pounds, but in no case shall any part of the said sum of twelve thousand pounds be borrowed until the Company have proved to the justice who is to certify under section 40 of the Companies Clauses Consolidation Act, 1845, before he so certifies, that shares for the whole of the capital have been issued and accepted, and that one half of such capital 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 shares were issued and accepted and paid up bonâ fide, and are held by the persons or corporations to whom the same were 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.

Appointment of receiver.

9. The mortgagees for the time being of the Company may from time to time enforce the payment of arrears of interest or principal, or principal and interest, due to any such mortgagees 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 application for the appointment of such receiver shall be made shall not be less than one thousand pounds in the whole.

Debenture stock.

10. The Company shall not create debenture stock.

Mortgage to comprise purchase money paid on compulsory sale.

11. Every mortgage of the Company's undertaking shall be deemed to comprise all purchase money which may be paid to the Company in the event of a compulsory sale to the local authority under section 43 of the Tramways Act, 1870, and may comprise all or any moneys carried to the contingency fund according to the terms of the mortgage.

Indorsement on deed as to future purchase of tramway local authority.

12. Every mortgage deed granted by the Company under this Act shall be indorsed with a notice that such mortgage will not be a charge upon the tramway in the event of its being purchased by a local authority under section 43 of the Tramways Act, 1870.

Existing mortgages to have priority.

13. All mortgages granted by the Company before the passing of this Act, and subsisting at the passing thereof, shall, during the continuance of such mortgages, have priority over any mortgages granted by virtue of this Act.

Priority of mortgages over other debts.

14. All moneys raised on mortgage by the Company under this Act, and the interest due thereon, shall have priority against the Company, and the property from time to time of the Company, over all other claims on account of debts incurred or engagements entered into by the Company after the passing of this Act, but this priority shall not affect any claim against the Company in respect of any rentcharge granted or to be granted by them in pursuance of the Lands Clauses Consolidation Act, 1845, or the Lands Clauses Consolidation Acts Amendment Act, 1860.

Application of moneys.

15. Subject to the provisions herein contained, all money to be raised under the provisions of this Act, whether by means of shares or borrowing, shall be applied to the purposes of this Act and to the general purposes of the Company's undertaking, and to no other purpose.

Mode of formation of tramways.

16. Every tramway laid down by the Company under the authority of this Act shall be formed with iron rails laid and maintained in such manner as to be on the level with the surface of the street, and shall be constructed on a gauge of four feet eight and a half inches, and the said rails shall be such as the Board of Trade may approve.

Traffic in roads not to be impeded.

17. During the construction of any works by this Act authorised in any road the Company shall make such arrangements in relation to the execution of such works as may in the opinion of the corporation be proper for preventing the traffic along such road from being unnecessarily impeded.

Provision as to paving roads.

18. So much of the road whereon the tramways are laid as lies between the rails, and as extends twenty inches beyond the rails of and on each side of the tramway, and where two lines of tramway

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are laid down, the space between such lines shall be paved by the Company at their own expense with granite cubes or sets upon a foundation or substructure of concrete to the satisfaction of the corporation, or with such other paving as the corporation may approve, and the filling in and making good of the roadway in macadam roads against such paving shall be done with macadam mixed with lime or cement, or in such other manner as the corporation may approve.

Company to adopt improvements if required by Board of Trade.

19. The Board of Trade may from time to time upon the application of the corporation require the Company to adopt and apply such improvements in the tramways, including the rails thereof, as experience may from time to time suggest, having regard to the greater security of the public and advantage to the ordinary traffic, and the Company shall with all reasonable despatch comply with any order made by the Board of Trade for the purpose of carrying out such improvements.

Further provisions as to construction of tramways.

20. In addition to the requirements of section 26 of the Tramways Act, 1870, the Company shall, at the same time as they give notice to the road authority of their intention to open or break up any road for the purpose of constructing, laying down, maintaining, and renewing any of the tramways, lay before the Board of Trade a plan showing the proposed mode of constructing, laying down, maintaining, and renewing such tramways, and a statement of the materials intended to be used therein, and the Company shall not commence the construction, laying down, maintenance, and renewal of any of the tramways, or part of any of the tramways respectively, until such plan and statement have been approved by the Board of Trade, and after such approval the works shall be executed in accordance in all respects with such plan and statement, and under the superintendence and to the reasonable satisfaction of the surveyor for the time being of the road authority as provided by section 26 of the said Act: Provided always, that the word "materials" in this enactment does not include materials used for paving any part of any street under the provisions of the Tramways Act, 1870, or this Act.

Deposit money not to be repaid until tramways opened or one half the capital paid up and expended.

21. 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 six hundred pounds (being equal to five per centum upon the amount of the estimate in respect of the tramways) has been transferred into the Chancery Division of the High Court of Justice 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 tramways, open the same for the public conveyance of passengers: Provided that if within such period as aforesaid the Company open any portion of the tramways 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 tramways 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 tramways so opened bears to the entire length of the tramways hereby authorised, the court shall, on the application of the depositors, 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: Provided, nevertheless, that no part of the said deposit fund shall be so paid or transferred whilst any claim or demand which the corporation may have against the Company at the time when the deposit fund, or any part thereof, becomes repayable shall remain unsatisfied.

Application of deposit.

22. If the Company do not, previously to the expiration of the period limited for the completion of the tramways, complete the same and open it 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 tramways, or any portion thereof, and also in compensating all road authorities for the expense incurred by them in taking up any tramway or materials connected therewith placed by the Company in or on any road vested in or maintainable by such road authorities respectively, and in making good all damage caused to such road by the construction or abandonment of such tramways, and also in or towards paying the corporation all claims and demands of the corporation against the Company, including proper compensa-

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tion for all loss, injury, damages, and expenses sustained or incurred by the corporation by reason or in consequence of the application for or passing or putting into exercise by the Company of the powers of this Act, and shall be distributed in satisfaction of such compensation as aforesaid in such manner and in such proportions as to the Chancery Division of the High Court of Justice in England 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 Majesty's Exchequer in such manner as the Chancery Division thinks fit to order, on the application of the Solicitor of 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 Chancery Division, 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.

23. The tramways shall be completed within two years from the passing of this Act, and on the expiration of that period the powers by this Act granted to the Company for executing the same, or otherwise in relation thereto, shall cease to be exercised, except as to so much thereof as shall then be completed.

Inspection by Board of Trade.

24. The tramways shall not be opened for public traffic until they have been inspected and certified to be fit for such traffic by the Board of Trade.

Tramways to be kept on level with surface of roads.

25. If and whenever after the passing of this Act the corporation shall alter the level of any road along or across which any part of the tramway is laid, the Company may and shall from time to time alter or (as the case may be) lay their rails so that the uppermost surface thereof shall be on a level with the surface of the road as altered.

Penalty for not maintaining rails and roads.

26. The Company shall at all times maintain and keep in good condition and repair, and so as not to be a danger or annoyance to the ordinary traffic, the rails of which any of the tramways for the

time being consist, and the substructure upon which the same rest, and if the Company at any time make default in complying with this provision, or with any of the requirements of section 28 of the Tramways Act, 1870, they shall for every such offence be subject on information laid or complaint made to a penalty not exceeding five pounds, and in case of a continuing offence to a further penalty not exceeding five pounds for every day after the first on which such default continues; and such penalty may be recovered as by section 56 of the said Act is provided.

Power to Board of Trade as to maintenance of rails and roads.

27. In any case in which it is represented in writing to the Board of Trade by the road authority of any district in which the tramways or any portion thereof are or is situate, or by twenty inhabitant ratepayers of such district, that the Company have made default in complying with the provisions in the preceding section contained, or with any of the requirements of section 28 of the Tramways Act, 1870, the Board of Trade may, if they think fit, direct an inquiry by an officer to be appointed by the said Board, such inquiry to be conducted in the manner provided by section 63 of the Tramways Act, 1870, and if the Board of Trade shall certify under the hand of a secretary or assistant secretary of the Board that the default mentioned in such representation has been proved to the satisfaction of the Board, the Company shall make good such default in the manner and within the time specified in such certificate, and if they fail to do so shall be subject to such penalty or penalties in respect of such failure as is or are by the preceding section imposed.

Access to sewers, &c.

28. Every sewer authority shall at all times have free access to and communication with all their sewers and drains, and power to lay lateral and private drains to communicate therewith, without the consent or concurrence of the Company, and the provisions contained in sections 32 and 33 of the Tramways Act, 1870, shall be applicable in the case of any sewer or private drain of or under the control of the sewer authority as if the same were a pipe for the supply of gas or water.

Power to make additional crossings, &c.

29. The Company may, subject to the provisions of this Act, with the consent of the local authority and road authority, from time to time make, maintain, alter, and remove such crossings, passing-places, sidings, junctions, and other works, in addition to those particularly specified in and authorised by this Act, as they find necessary or convenient for the efficient working of the tramways, or for providing access to any warehouses, stables, or carriage-houses, or works of the Company; provided that in the construction of any such works no rail shall be so laid that a less space

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than nine feet six inches shall intervene between it and the outside of the footpath on either side of the road if the owner or owners or occupier or occupiers of the premises abutting on the place where such rail is proposed to be laid shall, by writing under their hand addressed to the Company, express their objection thereto.

Application of road materials excavated in construction of works.

30. Any paving, metalling, or material excavated by the Company in the construction of the undertaking from any road under the jurisdiction or control of the corporation may be applied by the Company, so far as may be necessary, in or towards the reinstating of the road, and the maintenance for six months after completion of any of the tramways within the district of the corporation of so much of the roadway on either side of such tramways as the Company are by section 28 of the Tramways Act, 1870, required to maintain; and the Company shall deliver the surplus paving, metalling, or material not used or required to be retained for the purposes aforesaid to the surveyor for the time being of the corporation, or to such person or persons as he may appoint to receive the same: Provided that if within seven days after the setting aside of the surplus arising from the excavation of any such paving, metalling, or material, and notice duly given, such surplus is not removed by such surveyor, or by some other person or persons named by him for that purpose, such surplus paving, metalling, or material shall absolutely vest in and belong to the Company, and may be dealt with, removed, and disposed of by them in such manner as they may think fit; any difference between the Company and the corporation, or their surveyor, or any other person with reference to any of the matters aforesaid, shall be determined in manner provided by the Tramways Act, 1870, with respect to differences between the promoters and any road authority.

Protecting corporation.

31. For the protection of the corporation the following provisions shall have effect; that is to say,

1. Section 30 of the Tramways Act, 1870, shall apply to the corporation with reference to the gas and water mains and pipes belonging to them in like manner as the same applies to a company or persons being the owners of gas or water mains or pipes, and as if the words "the corporation" had been inserted in that section:
2. The Company shall on demand reimburse and repay to the corporation all costs, charges, and expenses of and incidental to the removal and relaying, alteration, and repair or renewal of any gas or water mains, or pipes, services, valves, or hydrants which in the opinion of the corporation should be removed, relaid, altered, repaired, or renewed in consequence

of the laying down of the tramway, or any part thereof, in the borough:

3. The Company shall on demand repay to the corporation all charges and expenses incurred by them for the supervision and inspection of any work done by the Company in connexion with the tramway, or in consequence of the tramway being laid in the borough, and the corporation are hereby authorised to order such supervision and inspection of the works as they may deem proper:

4. The Company shall at their own expense, upon the request of the surveyor for the time being of the corporation, remove or divert the rails or tramway from the whole or any part or parts of the street in the borough for permitting the constructing of or repairs to sewers, or for any other purpose of the corporation for public convenience; and if the Company shall omit to remove or divert the tramway, or any part thereof, within such time as the surveyor of the corporation shall require, and in case such rails or tramway shall be removed or diverted by the corporation, who are hereby authorised to remove or divert them, the Company shall and will repay and reimburse the corporation all costs, charges, and expenses that may be incurred by the corporation in or about such removal or diversion: Provided always, that in every case in which it shall become necessary to remove and divert any such rails or tramway, the rails may be temporarily laid while such repairs are being made on some other part or parts of the street if practicable without impeding the traffic of such street:

5. Whenever any tramway or passing-place is constructed or required to be constructed over any man-hole or entrance into a sewer of the corporation, or so close to any such man-hole or entrance as to make the use thereof dangerous or inconvenient in the opinion of the corporation, the Company shall, if required by the corporation, construct another man-hole or side entrance in lieu thereof in such a position and according to such plans as shall be approved of by the corporation.

Power to purchase lands by agreement.

32. The Company may from time to time purchase by agreement any additional lands, not exceeding in the whole two acres, which they may require for any of the purposes of their undertaking in addition to any lands which may be acquired by them from the Hoylake Company.

Tolls.

33. With respect to tolls, rates, and charges, and for all other purposes whatsoever, the tramways shall be part of the undertaking

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of the Company: Provided always, that the Company shall run carriages on the tramways each way once at least in every half hour between eight o'clock in the morning and nine o'clock in the evening.

Periodical revision of tolls. 40 & 41 Vict. c. clxxxvii.

34. The proviso to section 56 of the Birkenhead Tramways Act, 1877, with reference to the revision by the Board of Trade of the tolls and charges of the Company is hereby repealed; and in lieu thereof the following provisions shall extend to the Company and to their tramways. If at any time after three years from the opening for public traffic of the tramways, or any portion of the tramways which form a part of the undertaking of the Company, or after three years from the date of any order made in pursuance of this section in respect of the said tramways, or any portion thereof, it is represented in writing to the Board of Trade by the local authority of any district in which the said tramways or portion of the tramways are or is wholly or partially situate, or by twenty inhabitant ratepayers of any such district, or by the Company, that under the circumstances then existing all or any of the tolls and charges demanded and taken in respect of the traffic on the said tramways or portion of the tramways should be revised, the Board of Trade may (if they think fit) direct an inquiry by a referee to be appointed by the said Board in accordance with the provisions of the Tramways Act, 1870, and if such referee report that it has been proved to his satisfaction that all or any of such tolls and charges should be revised the said Board may make an order in writing altering, modifying, reducing, or increasing all or any of the tolls and charges to be demanded and taken in respect of the traffic on the said tramways or portion of the tramways in such manner as they think fit, and thenceforth such order shall be observed until the same is revoked or modified by an order of the Board of Trade made in pursuance of this section: Provided always, that the tolls and charges prescribed by any such order shall not exceed in amount the tolls and charges by this Act authorised.

Purchase of tramways of Hoylake Company.

35. The Company may purchase and the Hoylake Company may sell to the Company upon the terms mentioned in the agreement which has been entered into between the two Companies, and a copy of which is set forth in the First Schedule to this Act, the tramways authorised by the Hoylake and Birkenhead Railway and Tramways Act, 1872, and the other property sold as mentioned in the said agreement, and the Companies respectively shall and lawfully may carry the provisions of the said agreement into effect, and upon the purchase money being paid and secured in the manner mentioned in the said agreement the property sold as defined in the said agreement shall vest in the Company, and shall

thenceforth (subject always to the provisions of the Hoylake and Birkenhead Railway and Tramways Act, 1872,) be part of the undertaking of the Company: Provided always, that within three months after the said purchase money shall have been paid and secured in the manner mentioned in the said agreement, the Hoylake Company shall, at the expense of the Company, execute a deed of transfer of the property sold, duly stamped and truly stating the consideration for such sale, which deed may be in the form set forth in the Second Schedule to this Act, or to the like effect, with such variations and conditions as circumstances may require, and if the Company shall not within the aforesaid period produce to the Commissioners of Inland Revenue such deed duly stamped as aforesaid, the ad valorem stamp duty, with interest thereon at the rate of five pounds per centum per annum from the date on which such purchase money shall be paid and secured, shall be recoverable from the Company, with full costs of suit, and all costs and charges attending the same.

Tramways not to be extended without consent of Hoylake Company.

36. The Company shall not, except with the written consent of the Hoylake Company, apply in any future session of Parliament for or be party directly or indirectly to any application for a Provisional Order or Act of Parliament for extending their tramways or making any new tramways beyond Bidston in the direction of Hoylake or West Kirby.

Interest not to be paid on calls paid up.

37. The Company shall not, out of any money by this Act authorised to be raised by calls or by borrowing, pay interest or dividend to any shareholder on the amount of the calls made in respect of the shares held by him: Provided always, that this Act shall not 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.

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

38. 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 tramway, or to execute any other work or undertaking.

Company not exempt from provisions of present or future

39. Nothing in this Act contained shall exempt the Company or the tramway from the provisions of any general Act relating to tramways now in force, or which may hereafter pass during this or any future session of Parliament, or from any future revision or

general Tramway Acts.

alteration, under the authority of Parliament, of the maximum rates of tolls or charges authorised by this Act.

Expenses of Act.

40. 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.

SCHEDULES referred to in the foregoing Act. A.D. 1879.

FIRST SCHEDULE.

Articles of Agreement made and entered into this sixteenth day of May one thousand eight hundred and seventy-nine between the Hoylake and Birkenhead Rail and Tramway Company (herein-after called "the Railway Company") of the one part, and the Birkenhead Tramways Company (herein-after called "the Tramways Company") of the other part.

Whereas by the Hoylake and Birkenhead Rail and Tramway Act, 1872, the Railway Company was authorised (inter alia) to make, form, and lay down and maintain certain tramways therein described, and which may be shortly defined as commencing at Woodside Ferry, Birkenhead, and terminating at the Docks Station of the Hoylake Railway abutting on the Wallasey Bridge Road, together with the several passing-places and conveniences incidental to the said tramways as by the said Act defined: And whereas the said tramways, passing-places, and conveniences were duly made, formed, and laid down and have been since maintained and worked by the said Railway Company: And whereas the object of the said tramways was to increase the public accommodation by connecting the said railways of the said Company with the Woodside Ferry and other places in the township of Birkenhead: And whereas the Tramways Company are possessed of several other lines of tramway in Birkenhead, also having a terminus at Woodside Ferry, and the said Tramways Company has introduced a Bill into this session of Parliament for making additional tramways to Bidston (being one of the towns or villages situated on or adjacent to the said railway) and other places: And whereas the Tramways Company has also provided by the said Bill for the purchasing, working, and maintaining the tramways of the said Railway Company distinct and apart from the works of the Railway Company upon the terms and conditions of these presents: And whereas the Railway Company has for several years past established and worked a luggage or parcels traffic between Woodside Ferry and their railway by separate carts and horses and have used part of the office and premises at Woodside Ferry for delivering and receiving luggage and parcels. Now these presents witness and it is hereby agreed and declared by and between the said Companies in manner following; (that is to say,)

1. The purchase money or consideration to be secured and paid to the Railway Company for the transfer and vesting in the Tramways Company, their successors and assigns, of the property hereby sold shall be the sum of twenty-seven thousand five hundred pounds, to be duly paid to the Railway Company as follows; (that is to say,) by the payment of two thousand pounds part thereof on the sealing of these presents, and the balance on or before the thirty-first day of August one thousand eight hundred and seventy-nine, if the Royal Assent to the said Bill shall be obtained on or before the thirtieth day of June one thousand eight hundred and seventy-nine, but if the Royal Assent shall be

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obtained in the present session later than the thirtieth day of June, then the day for payment of the said balance shall be three months from the date of obtaining the Royal Assent.

2. The property hereby sold comprises as well the tenancy of sheds and stables herein-after mentioned as the tramways of the Railway Company, and also the tramway cars and all the stable utensils and other effects belonging to the Railway Company and used or intended for the purposes of the tramways, and also all the rights and interests of the Railway Company in and under the several agreements mentioned in the Schedule to this agreement, except that so long as Mr. Townson shall continue tenant of the sheds and stables of the Railway Company at Docks Station herein-after mentioned, the Railway Company and not the Tramways Company shall be entitled to the rent payable by him. The property is sold subject to the several parliamentary, parochial, and other obligations, liabilities, and restrictions under which the Railway Company now possess and work the same. And the Tramways Company will, as from the day appointed for payment of the balance of the purchase money, fulfil and discharge all the duties and obligations of the Railway Company under or in respect of the property sold and the said agreements respectively, and well and sufficiently indemnify and save harmless the Railway Company of, from, and against the said several obligations and agreements.

3. Within one month after the Royal Assent to the Tramways Company's Bill shall be obtained, the Tramways Company will pay to the Railway Company the further sum of ten thousand pounds in cash, and will secure to the satisfaction of the Railway Company the payment at the time herein-before mentioned of the remainder of the purchase money with interest at the rate of six per centum per annum, and upon such payment and security being respectively made and given the Railway Company will give to the Tramways Company possession of the property hereby sold.

4. The Railway Company have for the convenience of the working of the said tramways hitherto allowed to be used for the cars and for horsing the said tramways certain sheds and stables at the Dock Station, and they have by their agreements with Mr. Townson secured to him the use of the said sheds and stables for the accommodation of his horses for the tramway cars at the rent of seventy-five pounds per annum. The Railway Company will, during the term of twenty-one years from the date hereof, permit the Tramways Company to have the use and enjoyment of the said stables and sheds for the accommodation of their horses and cars used on the said tramways at the same rent of seventy-five pounds, and upon the same terms, so far as regards repairs and other tenant's obligations, as are contained in the said agreements with Mr. Townson: Provided always, that in the event of the said stables and sheds or land occupied therewith, or any part thereof, being in the opinion of the Railway Company required before the expiration of the said term of twenty-one years for the purposes of other traffic, on or in connexion with their said railway, the Railway Company shall be entitled to give to the Tramways Company a notice in writing that the Railway Company requires the said stables and sheds for such purposes at the expiration of two years from the date of such notice, and upon the expiration of such notice the right of the Tramways Company to continue in the possession of the said stables and sheds shall cease. In the event aforesaid the Railway Company shall, if possible, having due regard to

the requirements of the other traffic of their said railway, provide for the Tramways Company in lieu of the said stables and sheds other suitable accommodation of the same extent upon some other part of their ground at or near the Docks Station at the like rent for the remainder of the said term of twenty-one years. The Tramways Company shall at any time during the term be at liberty to terminate the tenancy by giving to the Railway Company, or leaving at their office at Woodside Ferry, or elsewhere, six months notice in writing of their intention to do so.

5. The Tramways Company will, from and after the time at which possession shall be given to them of the property sold, run all the cars which are prescribed in the Hoylake and Birkenhead Railway and Tramways Act, 1872, and will also give and afford an improved and more frequent service of cars between the said Woodside Ferry and the Docks Station of the said railway, and in particular will run cars to serve all the trains of the Railway Company, according to their time tables, and under no circumstances will at any time run less than six cars per hour, or one every ten minutes, from eight in the morning to eight in the afternoon from the Docks Station to the Woodside Ferry, and from half-past eight in the morning to eight in the afternoon from the Woodside Ferry to the Docks Station, at the fares or tolls of not more than threepence for each inside passenger and twopence for each outside passenger, but this is not to preclude the Tramways Company from exacting higher fares authorised by the Railway Company's said Act from passengers by any cars other than those of the regular service hereby stipulated for, such other cars being made distinguishable from those of the regular service by a flag or placard or other adequate means. And the Tramways Company will also continue to run the workmen's cars as heretofore run by the Railway Company over the said tramway, and will also continue to run two express through cars at the least from or in connexion with the morning trains arriving at Docks Station to Woodside Ferry without stopping for intermediate traffic at the times to be fixed by the railway manager; and when required on reasonable notice from the Railway Company's manager or officer by telegram or otherwise addressed to the manager or official of the Tramways Company for the time being in charge of the depôt of that Company at the Docks Station, or at the depôt of that Company which may for the time being be nearest to Docks Station, will also supply extra horses, cars, and men for the due and efficient conduct of the service, and convenience of the railway passengers.

6. The Tramways Company will give to the said Railway Company such use of the office at the Woodside Ferry to be transferred under this agreement to the Tramways Company as may be reasonably necessary for all luggage or parcels traffic in connexion with the railway, but the Tramways Company shall not be under any responsibility as to the safety of the said luggage and parcels; and the Tramways Company will, at the request of the Railway Company, grant not more than four free passes to the officials of that Company to travel between the railway and Woodside Ferry on the Tramways Company's cars on the business of the Railway Company.

7. This agreement is conditional upon the Royal Assent being obtained during the present session of Parliament to the Tramways Company's said Bill, and in

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case the Royal Assent is not so obtained, or in case the balance of the purchase-money is not paid and secured at the time herein-before stipulated, this agreement is to be thenceforth void and of no effect whatever, except that out of the said deposit or payment on account of two thousand pounds the said Railway Company may retain for its own absolute use and benefit the sum of five hundred pounds as liquidated damages for the costs and expenses which it has or may have incurred in and about these negotiations and the said Bill and of these presents, and otherwise in relation to the premises, and the balance of one thousand five hundred pounds shall be repaid to the said Tramways Company.

In witness whereof the parties to these presents have hereunto set their hands and seals the day and year first within written.

The SCHEDULE above referred to.

1. Contract scheduled to the Hoylake and Birkenhead Railway and Tramways Act, 1872, made with Robert Vyner therein described, so far as the same relates to the Beaufort Road and the tramways of the Hoylake and Birkenhead Rail and Tramway Company.

2. The agreement with the Birkenhead Improvement Commissioners as to the rent and user of siding, offices, and standing at Woodside Ferry, dated twenty-fifth June one thousand eight hundred and seventy-three.

3. The contract with the Birkenhead Improvement Commissioners as to the repair and maintenance of roads in Birkenhead, dated fifteenth of April one thousand eight hundred and seventy-two.

4. The agreements dated respectively the second day of May one thousand eight hundred and seventy-six, and the thirty-first day of August one thousand eight hundred and seventy-eight, made respectively between the Railway Company and William Walls Townson as to horsing and working of cars and rental and user of stabling and sheds.

The common seal of the Hoylake and Birkenhead Rail and Tramway Company affixed in the presence of
JAMES RAY,
Secretary.
GEORGE DAVIS,
Solicitor.

Seal of the Hoylake and Birkenhead Rail and Tramway Company.

The common seal of the Birkenhead Tramways Company was hereto affixed in the presence of
PETER CALLENDER,
THOMAS LLOYD,
Two of the directors.
GEORGE LLOYD,
Secretary.

Seal of the Birkenhead Tramways Company.

SECOND SCHEDULE.

In pursuance of the Birkenhead Tramways Act, 1879, and of the agreement, of which a copy is set forth in the First Schedule to that Act, and in consideration of the payments by that agreement authorised and provided for, the Hoylake and Birkenhead Rail and Tramway Company do hereby convey, assign, and transfer unto the Birkenhead Tramways Company the tramways and other property of the said Hoylake and Birkenhead Rail and Tramway Company mentioned in the said agreement, to hold the same unto the said Birkenhead Tramways Company; and the said Birkenhead Tramways Company do hereby accept the same accordingly.

In witness whereof the said Hoylake and Birkenhead Rail and Tramway Company and the said Birkenhead Tramways Company have hereto affixed their respective common seals this day of one thousand eight hundred and .

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