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Cap. ccxxix.

An Act for enabling the *Busby* Railway Company to extend their Railway to the Village of *East Kilbride* in the County of *Lanark;* and for other Purposes. [5th *July* 1865.]

WHEREAS by "The *Busby* Railway Act, 1863," the *Busby* Railway Company (in this Act called "the Company") were incorporated, and authorized to make a Railway from the *Glasgow, Barrhead, and Neilston Direct* Railway, which is held in Lease by the *Caledonian* Railway Company, to *Busby*, with a Branch Railway to *Busby* Printworks, in the Counties of *Renfrew* and *Lanark:* And whereas by the said Act the *Caledonian* Railway Company were authorized and required to contribute to the said Undertaking the Sum of Fifteen thousand Pounds, and to take and hold Shares in the Company to an Extent corresponding to that Amount; and an Agreement between the Promoters of the said Undertaking and the *Caledonian* Railway Company was by the said Act sanctioned and confirmed, whereby it was, *inter alia*, provided, that the *Caledonian* Railway Company should work and maintain the said Undertaking in perpetuity, upon the Terms and Conditions therein mentioned: And whereas it would be attended with Advantage and

26 & 27 Vict. c. xxvi.

The Busby Railway (Kilbride Extension) Act, 1865.

Convenience to the Public and to the Company if the Company were authorized to make an Extension of their Railway to the Village of *East Kilbride*, and to raise additional Capital for that Purpose: And whereas the *Caledonian* Railway Company are willing to work and maintain the Undertaking of the Company, as thus extended, upon the Terms and Conditions contained in the said Agreement, and in another Agreement between them and the Company, entered into with reference to this Act, and to contribute additional Funds for the Execution of the said Works, and to take and hold additional Shares or Stock in the Capital of the Company; and it is expedient that they should be authorized to do so: And whereas Plans and Sections showing the Line and Levels of the said proposed Extension, and the Lands which may be required to be taken for the Purposes thereof, with a Book of Reference to the said Plans, have been deposited for public Inspection in the Offices at *Hamilton* and *Glasgow* respectively of the Principal Sheriff Clerk of the County of *Lanark*: But the several 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, as follows; (that is to say,)

Short Title.

1. In citing this Act for any Purpose it shall be sufficient to use the Expression "The *Busby* Railway (*Kilbride* Extension) Act, 1865."

8 & 9 Vict. cc. 19. & 33., 23 & 24 Vict. c. 106., and 26 & 27 Vict. c. 92. incorporated.

2. "The Lands Clauses Consolidation (*Scotland*) Act, 1845," "The Lands Clauses Consolidation Acts Amendment Act, 1860," "The Railways Clauses Consolidation (*Scotland*) Act, 1845," and Part I. of "The Railways Clauses Act, 1863," relating to Construction of a Railway, are, save as otherwise provided by or inconsistent with this Act, incorporated with this Act.

Parts of 8 & 9 Vict. c. 17. and 26 & 27 Vict. c. 118. incorporated.

3. Subject to the Provisions of this Act, the Clauses and Provisions of "The Companies Clauses Consolidation (*Scotland*) Act, 1845," with respect to the Distribution of the Capital of the Company into Shares, and with respect to the Transfer or Transmission of Shares, and with respect to the Payment of Subscriptions and the Means of enforcing the Payment of Calls, and with respect to the Forfeiture of Shares for Nonpayment of Calls, and with respect to the Remedies of Creditors of the Company against the Shareholders, and with respect to the borrowing of Money by the Company on Mortgage or Bond, and with respect to the Conversion of the borrowed Money into Capital, and with respect to the Consolidation of the Shares into Stock, and with respect to the General Meetings of the

the Company, and the Exercise of the Right of voting by the Shareholders, and with respect to the Provision to be made for affording Access to the Special Act by all Parties interested, and also Part I. of "The Companies Clauses Act, 1863," relating to Cancellation and Surrender of Shares, and Part II. of that Act, relating to additional Capital, and Part III. of that Act, relating to Debenture Stock, are incorporated with this Act; and all the Provisions of "The Companies Clauses Consolidation (*Scotland*) Act, 1845," so incorporated with this Act, which relate to Stock into which Shares in the Capital of the Company have been converted or consolidated, shall apply to the Stock which the Company and the *Caledonian* Railway Company respectively are by this Act authorized to issue and to the Holders thereof: Provided always, that each Year, out of the Profits of which any Preference Shares or Preference Stock issued by the Company or by the *Caledonian* Railway Company under the Authority of this Act shall be entitled to the preferential Dividend or Interest assigned thereto, shall end on the Thirty-first Day of *January*.

Interpretation of Expressions in the incorporated Acts and this Act.

4. In construing for the Purposes of this Act the Acts wholly and partly incorporated herewith, and in construing this Act, the following Expressions shall have the Meanings hereby assigned to them respectively, unless there be something in the Subject or Context repugnant to such Construction; (that is to say,)

The Expression "the Special Act" shall mean this Act:

The Expression "the Company" shall mean the *Busby* Railway Company, except in so far as the Provision in which it occurs is applicable to the additional Shares or Stock which the *Caledonian* Railway Company are by this Act authorized to issue, in which Case it shall likewise include and mean the *Caledonian* Railway Company:

Other Expressions to which Meanings are assigned in the Acts wholly or partly incorporated herewith shall respectively have the same Meanings in this Act.

Power to raise Money by Issue of Ordinary or Preference Shares or Stock.

5. It shall be lawful for the Company from Time to Time to raise, in addition to the Sums which they are authorized to raise by the recited Act, any further Sums of Money, not exceeding in the whole the Sum of Forty-five thousand Pounds, by the Issue of new Preference Shares or new Preference Stock.

Shares or Stock not to Issue until One Fifth paid up.

6. It shall not be lawful for the Company to issue any Share or Portion of Stock under the Powers of this Act, nor shall any such Share or Portion of Stock vest in the Person accepting the same, unless and until a Sum not being less than One Fifth Part of the Amount of such Share or Portion of Stock shall be paid up in respect thereof.

7. Each

Votes in respect of new Shares or Stock.

7. Each Holder of new Shares or Stock in the Capital by this Act authorized to be raised by the Company shall be entitled to the same Number of Votes in respect thereof which the Possession of an equal nominal Amount of the Capital authorized by the recited Act would have conferred upon him.

Power to issue Debenture Stock.

8. It shall be lawful for the Company to create and issue Debenture Stock.

Power to borrow on Mortgage.

9. When and so soon as the said additional Capital of Forty-five thousand Pounds shall have been issued and taken up, and One Half of the said Sum shall have been paid up, it shall be lawful for the Company from Time to Time to borrow on Mortgage, and if paid off again to borrow, any Sum or Sums of Money not exceeding in the whole the Sum of Fifteen thousand Pounds, in addition to the Amount which they are authorized to borrow by the recited Act: Provided always, that no Part of the said Sum shall be borrowed until the Company shall have proved to the Sheriff who is to certify under the Provisions contained in the Forty-second Section of "The Companies Clauses Consolidation (*Scotland*) Act, 1845," that the whole of the said additional Capital has been issued and taken up *bonâ fide*, and that One Half thereof has been paid up, and that a Sum not less than One Fifth Part of the Amount of each Share and of each Portion of Stock so issued had been been paid up thereon at the Time of the Issue and Acceptance thereof, and that the whole of the said Shares or Stock are held by the Persons to whom the same were issued, or their Executors, Administrators, or Assignees, and for which such Persons, or their Executors, Administrators, or Assignees are legally liable.

Reserving Priority of existing Mortgages.

10. All Mortgages already granted by the Company under the Powers of the recited Act shall during their Subsistence have Priority over any Mortgages to be granted under the Powers of this Act.

Application of Monies.

11. All Monies raised by the Company under the Powers of this Act by the Issue of new Shares or Stock, or by borrowing on Mortgage, or by the Issue of Debenture Stock, shall be applied only to the Purposes authorized by this Act and the recited Act.

Caledonian Railway Company to contribute Funds and hold Shares.

12. It shall be lawful for the *Caledonian* Railway Company and they are hereby required to contribute and apply their Funds to the Amount of Fifteen thousand Pounds towards the Undertaking by this Act authorized, and to take and hold Shares or Stock in the additional Capital of the Company by this Act authorized to an Extent corresponding to that Amount; and, except as herein-after expressly provided, they shall, in respect of such Shares or Stock, have all the

Powers,

Powers, Rights, and Privileges, and be subject to all the Obligations and Liabilities, of Proprietors of Shares or Stock in the Company: Provided always, that the Shares or Stock so held by the *Caledonian* Railway Company shall not be transferable by them.

Power to Caledonian Company to raise Money for Purpose of Contribution by issuing new Shares or Stock.

13. It shall be lawful for the *Caledonian* Railway Company, for the Purpose of the Contribution herein-before mentioned, from Time to Time to raise, in addition to the Sums which they are or may be authorized to raise by any other Act of Parliament, any further Sums of Money, not exceeding in the whole the said Sum of Fifteen thousand Pounds, by the Issue of new Ordinary Shares or new Ordinary Stock, or of new Preference Shares or new Preference Stock, or, at the Option of the said Company, by any of those Modes.

New Shares or Stock not to issue until One Fifth paid up.

14. It shall not be lawful for the *Caledonian* Railway Company to issue any Share or Portion of Stock under the Powers of this Act, nor shall any such Share or Portion of Stock vest in the Person accepting the same, unless and until a Sum not being less than One Fifth Part of the Amount of such Share or Portion of Stock shall be paid up in respect thereof.

Votes in respect of new Shares or Stock.

15. Each Holder of new Shares or Stock in the Capital by this Act authorized to be raised by the *Caledonian* Railway Company shall be entitled to the same Number of Votes in respect thereof at all Meetings of that Company which the Possession of an equal nominal Amount of the Capital authorized by "The *Caledonian* Railway Act, 1845," would have conferred upon him.

Capital under several Acts of this Session may be raised by Shares or Stock of One Class.

16. If by any other Act or Acts passed in the present Session of Parliament, whether before or after the passing of this Act, the *Caledonian* Railway Company be authorized to raise any Capital by the Issue of new Shares or Stock (whether ordinary or preference), the said Company may, if they think fit, subject to the Provisions of such other Act or Acts and of this Act, raise by the Issue of Shares or Stock of One and the same Class, and entitled to the same Privileges, all or any Part or Parts of the aggregate Capital which they are by such other Act or Acts and this Act authorized to raise by the Issue of Shares or Stock.

Application of Monies.

17. All Monies raised by the *Caledonian* Railway Company under the Powers of this Act shall be applied only towards Payment of the Contribution which they are herein-before empowered to make to the Undertaking by this Act authorized.

Power to take Lands.

18. Subject to the Provisions of this Act, and of the Acts wholly and partly incorporated herewith, it shall be lawful for the Company

to enter upon, take, and use such of the Lands delineated on the Plans and described in the Book of Reference deposited as aforesaid as they may find necessary for the Purposes authorized by this Act and those Acts.

Powers for compulsory Purchases limited.

19. The Powers of the Company for the compulsory Purchase of Lands for the Purposes of this Act shall not be exercised after the Expiration of Two Years from the passing of this Act.

Lands for extraordinary Purposes.

20. In addition to the Lands herein-before authorized to be taken by the Company, it shall be lawful for the Company to purchase by Agreement, in connexion with their Railway, any Quantity of Land near or adjoining thereto, not exceeding Five Acres, for the extraordinary Purposes specified in "The Railways Clauses Consolidation (*Scotland*) Act, 1845."

Power to construct Railway.

21. It shall be lawful for the Company, with the Powers of Deviation and other Powers and subject to the Provisions contained in this Act and in the Acts wholly and partly incorporated herewith, to make and maintain, in the Line and upon the Lands delineated on the Plans and described in the Book of Reference deposited as aforesaid, and according to the Levels defined on the Sections deposited therewith, the Railway herein-after described, and all proper Works and Conveniences in connexion therewith.

Description of Railway.

22. The Railway to be made under the Authority of this Act is a Railway commencing by a Junction with the Main Line of the *Busby* Railway authorized by the recited Act about Five Chains to the Southward of the Bridge by which that Railway is carried over the Turnpike Road leading from *Busby* to *East Kilbride*, and terminating about Five Chains North-eastward from the United Presbyterian Church in the Village of *East Kilbride*, all in the County of *Lanark*.

Notice to be given of taking of Houses of Labouring Classes.

23. The Company shall, not less than Eight Weeks before they take in any Parish Houses amounting to Fifteen in Number or more occupied either wholly or partially by Persons belonging to the Labouring Classes as Tenants or Lodgers, make known their Intention to take the same, by Placards, Handbills, or other general Notice, placed in public View upon or within a reasonable Distance from such Houses; and the Company shall not take any such Houses until they have obtained the Certificate of a Justice that it has been proved to his Satisfaction that the Company have made known their Intention to take the same in manner herein-before required.

Regulating the Inclina-

24. It shall be lawful for the Company to alter the Inclinations of the Statute Labour Road numbered 62 in the Parish of *East Kilbride*

Kilbride on the Plans deposited as aforesaid, to such an Extent as they may think fit, provided such altered Inclinations be not steeper than One in Fifteen on one Side and level from the Bridge to the existing Slope on the other Side. tions of a certain Road.

25. It shall be lawful for the Company to construct the Bridges for carrying the Roads numbered as after mentioned on the Plans deposited as aforesaid over the Railway of such Width between the Fences as they may think fit; provided that such Width be not less in each Case than the Width herein-after specified with respect thereto; (that is to say,) Regulating the Dimensions of certain Bridges.

No. on Plans.	Parish.	Description.	Width between Fences.
			Feet.
18	East Kilbride -	Statute Labour Road	20
10	Cathcart - -	Statute Labour Road	20
40	East Kilbride -	Statute Labour Road	20
62	East Kilbride -	Statute Labour Road	20
90	East Kilbride -	Statute Labour Road	20
81	East Kilbride -	Turnpike Road -	30

26. The Railway by this Act authorized shall be completed within Three Years from the passing of this Act. Limiting Time for Completion of Railway.

27. Whereas, pursuant to the Standing Orders of both Houses of Parliament, and to an Act of the Ninth Year of Her present Majesty, Chapter Twenty, a Sum of Three thousand six hundred Pounds, (being equal to Eight Pounds *per Centum* upon Forty-five thousand Pounds, the Amount of the Estimate in respect of the Railway authorized by this Act,) has been deposited in the Bank in the Name and with the Privity of the Queen's Remembrancer of the Exchequer in *Scotland*, in respect of the Application to Parliament for this Act: Be it enacted, That, notwithstanding anything contained in the said Act of the Ninth Year of Her present Majesty, the said Sum of Three thousand six hundred Pounds so deposited as aforesaid in respect of the Application for this Act, or the Interest of such Sum of Money, shall not, except upon the Execution and Deposit of such Bond as is herein-after mentioned, be paid 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, unless the Company shall, previously to the Expiration of the Period limited by this Act for the Completion of the Railway by this Act authorized to be made, either open the said Railway for the public Conveyance of Passengers, or prove to the Satisfaction of the Lords of the Committee of Her Majesty's Privy Council Security for Completion of Railway.

Council for Trade and Foreign Plantations that the Company have paid up One Half of the Amount of the Capital by this Act authorized to be raised by the Company by means of Shares or Stock, and have expended for the Purposes of this Act a Sum equal in Amount to such One Half of the said Capital; and if the said Period shall expire before the Company shall either have opened the said Railway for the public Conveyance of Passengers, or have given such Proof as aforesaid to the Satisfaction of the Lords of the said Committee, the said Sum of Money deposited as aforesaid, and the Interest thereof, shall, immediately from and after the Expiration of the said Period, be forfeited to Her Majesty, and be paid by the Officer or Person in whose Name it shall then be deposited to the Account of Her Majesty's Exchequer, and when so paid shall be carried to and form Part of the Consolidated Fund of the United Kingdom of *Great Britain* and *Ireland*.

Release of Money deposited.

28. Provided always, That if at any Time after the passing of this Act a Bond in twice the Amount of the said Sum of Three thousand six hundred Pounds shall have been executed by the Company, with One or more Sureties, (such Bond to be prepared to the Satisfaction of, and such Surety or Sureties to be approved by, the Solicitor to the Lords Commissioners of Her Majesty's Treasury,) conditioned for Payment to Her Majesty, Her Heirs or Successors, of the said Sum of Three thousand six hundred Pounds if the Company shall not, within the Time limited for the Completion of the Railway by this Act authorized, either open the said Railway for the public Conveyance of Passengers, or prove to the Satisfaction of the Lords of the said Committee that the Company have paid up One Half of the Amount of the Capital by this Act authorized to be raised by the Company by means of Shares or Stock, and have expended for the Purposes of this Act a Sum equal in Amount to such One Half of the said Capital, and if such Bond shall have been deposited with the said Solicitor to the said Lords Commissioners, then such Sum of Money, and the Interest thereof, shall be paid, to or on the Application of the Person or Persons or the Majority of the Persons named in such Warrant or Order as aforesaid, or the Survivors or Survivor of them, and it shall not be necessary to produce any Certificate of this Act having passed, anything in the said Act of the Ninth Year of Her present Majesty to the contrary notwithstanding; and the Monies to be recovered upon such Bond shall be dealt with in like Manner as the said Sum of Money, and the Interest thereof, would have been dealt with under this Act if such Bond had not been executed and deposited as aforesaid; and the Certificate of the said Solicitor to the said Lords Commissioners that such Bond has been executed and deposited as aforesaid, and the Certificate of the Lords of the said Committee that such Proof has been given to their Satisfaction as

as aforesaid, shall respectively be sufficient Evidence of the Facts so certified.

Tolls.

29. It shall be lawful for the Company to demand and recover, for the Use of the Railway by this Act authorized to be made, and the Conveyance of and Services with respect to Traffic thereon, the same Tolls, Rates, and Charges which they are by the recited Act authorized to demand and recover for the Use of the Railways by that Act authorized to be made, and the Conveyance of and Services with respect to Traffic thereon; and all the Powers and Provisions contained in Sections 32 to 41, both inclusive, of the recited Act, with respect to Tolls, Rates, and Charges, shall apply to the Railway by this Act authorized, as if that Railway had been Part of the Railways authorized by and constructed under the Powers of the recited Act.

Confirming Working Agreement with Caledonian Railway Company.

30. Whereas an Agreement bearing Date the Eighth Day of *May* One thousand eight hundred and sixty-five, of which a Copy is contained in the Schedule to this Act, has been entered into between the Company and the *Caledonian* Railway Company in relation to the Construction and Maintenance of the Railway by this Act authorized, the working and Management of the Traffic thereon, the fixing and Apportionment between the said Companies of Tolls, Rates, and Charges, and other Matters in connexion therewith, and it is expedient that the said Agreement should be sanctioned: Therefore the said Agreement shall be and the same is hereby sanctioned and confirmed; and it shall be lawful for the Company and the *Caledonian* Railway Company respectively, and they are hereby required, to implement and fulfil all the Provisions and Stipulations in the said Agreement contained; and the *Caledonian* Railway Company may, subject to the Terms and Conditions of the said Agreement, exercise all the Powers of demanding and recovering Tolls, Rates, and Charges for the Use of the Railway, and the Conveyance of and Services with respect to Traffic thereon, which are by this Act conferred on the Company.

Certain Provisions of first-recited Act to apply to Agreement confirmed by this Act.

31. The Provisions contained in Sections 48, 49, and 50 of the recited Act with respect to the Agreement confirmed by that Act shall extend and apply to the Agreement confirmed by this Act.

Interest or Dividend not to be paid on Calls paid up.

32. It shall not be lawful for the Company or for the *Caledonian* Railway Company, out of any Money by this Act or any other Act relating to such Companies respectively authorized to be raised by Calls in respect of Shares or by the Exercise of any Power of borrowing, to pay to any Shareholder Interest or Dividend on the Amount of the Calls made in respect of the Shares held by him in the Capital

by this Act authorized to be raised by the said Companies respectively: Provided always, that nothing herein contained shall be deemed to prevent the Company or the *Caledonian* Railway Company from paying to any Shareholder such Interest on Money advanced by him beyond the Amount of the Calls actually made as shall be in conformity with the Provisions in "The Companies Clauses Consolidation (*Scotland*) Act, 1845," in that Behalf contained.

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

33. It shall not be lawful for the Company or for the *Caledonian* Railway Company, out of any Money by this Act or any other Act relating to such Companies respectively authorized to be raised for the Purposes of such Act, to pay or deposit any Sum of Money which, by any Standing Order of either House of Parliament, now in force or hereafter to be in force, may be required to be deposited in respect of any Application to Parliament for the Purpose of obtaining an Act authorizing such Company to construct any other Railway or execute any other Work or Undertaking.

Railway not exempt from Provisions of present and future General Acts.

34. Nothing in this Act contained shall be deemed or construed to exempt the Railways by this Act and the recited Act authorized to be made from the Provisions of any General Act relating to Railways, or to 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 and Alteration, under the Authority of Parliament, of the maximum Rates of Fares and Charges and of the Rates for small Parcels authorized by this Act or the recited Act.

Expenses of Act.

35. All the Costs, Charges, and Expenses of applying for and obtaining this Act, and in any way preparatory or incidental thereto, shall be paid by the Company.

The SCHEDULE referred to in the preceding Act.

This Agreement entered into and executed by and between the Busby Railway Company incorporated by "The Busby Railway Act, 1863," of the First Part, and the Caledonian Railway Company, incorporated by "The Caledonian Railway Act, 1845," of the Second Part, witnesseth, That whereas the First Parties have applied to Parliament in the present Session for an Act to authorize the making and maintaining of an Extension of their Railway from Busby or its Neighbourhood to East Kilbride, and all proper Works and Conveniences connected therewith, herein-after called the Extension Railway, to be situated in the Parishes of East Kilbride and Cathcart and County of Lanark, and also for Powers to increase the Capital of the said Busby Railway Company by a Sum of Forty-five thousand Pounds, thus making their total Capital One hundred and five thousand Pounds: And whereas, at the Request of the said First Parties, the said Caledonian Railway Company agreed to become joint Petitioners for the said Bill, and on being authorized by Parliament to do so to subscribe and contribute towards the Capital required for the Formation of the said Extension Railway and Works connected therewith to the Extent and on the Conditions and Provisions after mentioned, and also agreed upon the Construction and Completion of the said Extension Railway to work and maintain the same, and levy the Dues and conduct the Traffic thereon, all upon the Terms and Conditions herein-after specified: And whereas the Parties hereto, with reference to the Act of Parliament applied for as aforesaid, and in anticipation of its being obtained, and of its containing enabling Powers to the Caledonian Railway Company to contribute as aforesaid, and also Powers enabling the contracting Parties to enter into this Agreement, so far as such Powers are requisite, have covenanted and agreed in manner following: Therefore the said Parties do hereby covenant and agree to and with each other and bind and oblige themselves, in manner herein-after written; viz^{t}.:

First. The Share Capital of the Busby Railway Company shall be increased by a Sum of Forty-five thousand Pounds, consisting of Four thousand five hundred Shares of Ten Pounds each, to be raised by Preference Shares bearing a fixed preferential Dividend of Five Pounds per Centum per Annum, payable half-yearly out of the Profits of each Year, commencing on the First Day of February, in priority to the Ordinary Shares in the Company; but if in any such Year there shall not be Profits available for the Payment of the full Amount of such preferential Dividend for that Year, the Deficiency or any Part thereof shall not be made good out of the Profits of any subsequent Year, or out of any other Funds of the Busby Railway Company; and the said Caledonian Railway Company shall contribute towards the said increased Capital of the said Busby Railway Company, and hold in perpetuity, with all the ordinary Privileges of Shareholders, the Sum of Fifteen thousand Pounds of the said increased Capital, and the increased Borrowing Powers of the said Busby Railway Company shall be limited to Fifteen thousand Pounds.

Second. That the Tolls, Rates, and Charges to be inserted in the said proposed Act of Parliament shall be the same as the Tolls, Rates, and Charges, and Short-distance Clause, specified and contained in "The Busby Railway Act, 1863," or if any Modification shall be made and inserted in the said proposed Act, the same shall only be done with the express Advice and Consent of the said Second Parties, and the Tolls, Rates, and Charges to be levied from Time to Time under the said Act shall be fixed and regulated by the Caledonian Railway Company.

Third. That the said Busby Railway Company, so soon as they have obtained their Act of Parliament for the Construction of the said Extension Railway and Works, or as soon as conveniently may be thereafter, shall proceed to make, construct, and complete, at their own Expense, in a good, substantial, sufficient, and workmanlike Manner, and without the Adoption of Timber Bridges or Culverts, the said Railway and Works, and the said Railway shall be constructed with a Single Line of Rails, but upon Land to be taken for a Double Line, and the Overbridges shall be constructed for a Double Line, and the said Railway shall be laid with Rails Twenty-four Feet long, and of a Weight of Seventy-five Pounds to the Lineal Yard, fish-jointed, and with Larch Sleepers placed at not a greater Distance than Three Feet from each other, the Sleepers to be Nine Feet long and Ten Inches by Five Inches at the small End exclusive of Bark, and with no greater Deviation from the said Line as laid down and delineated on the Parliamentary Plans and Sections than what are authorized by the Public Acts relating to Railways in Scotland, together with all such Stations, Station Masters Houses, Platelayers and Gatekeepers Cottages, Goods Sheds, Engine Sheds, Water Tanks supplied with Water, with the necessary Works and Arrangements for affording a permanent Supply thereof, Sidings, Offsets, Loading Banks, Turning Tables, Cranes at Stations, Weighing Machines, Stationary Signals, Wires, and Telegraphic Apparatus, and all other Furnishings and Conveniences of the Nature of Fixtures required for economically working and carrying on the Traffic of the said Extension Railway before the same is open for Traffic, and to the Satisfaction of the Engineer of the Caledonian Railway Company for the Time being, or, in case of any Difference of Opinion between him and the Engineer of the Company respecting the same, to the Satisfaction of a competent neutral Engineer, to be named by the Board of Trade, on the Application of either Party; and the Contractor for the Execution of the said Works shall be taken bound to maintain the said Extension Railway and whole relative Works during the Period of One Year from the opening of the same for public Traffic, at the Sight and to the Satisfaction of the Engineer for the Time being of the Caledonian Railway Company.

Fourth. In the event of any Additions or Extensions to Stations, Sidings, Offsets, and other Conveniences of the said Extension Railway after the opening of the Line, in consequence of increased Traffic or otherwise, being found to be necessary or expedient for the proper working of the said Traffic, such Additions and Extensions may be provided by and at the Expense of the Parties by mutual Arrangement.

Fifth. When and so soon as the said Extension Railway and Works connected therewith shall have been completed as aforesaid, approved of by the Government Inspector, and opened to the Public for Traffic, the Caledonian Railway Company shall take possession of the said Extension Railway, and shall work the same in connexion with the said First Party's other Railways, in

in perpetuity, and shall provide the necessary Rolling Stock and Plant of every Kind, and all Servants for the Purpose of effectually working the Traffic coming to or upon the same; and the said Caledonian Railway Company shall also, after the Expiry of One Year from the opening of the same, maintain the said Extension Railway and Works, and shall defray the whole Expenses connected with the said working, and also of the Maintenance from and after the Expiry of the Contractor's Obligation.

Sixth. That the said Caledonian Railway Company shall have the Power of selecting and appointing all Agents, Officers, Book-keepers, Booking and other Clerks, Servants, Porters, and others employed at Stations on the said Extension Railway, or required for keeping, in the Offices of the said Caledonian Railway Company in Glasgow, the Accounts connected with the Traffic conveyed by them, or employed in superintending and directing or actually engaged in conducting such Traffic, and in maintaining the said Extension Railway and Works; and the said Parties shall be paid by the Caledonian Railway Company, and shall be exclusively under their Control; and the said Busby Railway Company shall pay out of their Moiety of the gross Receipts all Public and Parish Burdens, including Poor Rates, County Rates, Prison Assessments, and Taxes generally that may be chargeable upon the said Extension Railway and Works, and also the Government Duty on Passengers, and all Payments, if any, to be made for Land to be held by the said Busby Railway Company in Feu or Lease, together with the Interest on all borrowed Money; and the said Busby Railway Company shall have the Appointment and Control of and shall pay the Secretary, Treasurer, or other Officers and Servants required by them in the Management of the Capital, Finance, and Directorial Departments of their Undertaking.

Seventh. That the whole Cost of maintaining the said Extension Railway, excepting for the First Year as aforesaid, and of providing and maintaining the said Stock and Plant, and of working the Traffic upon the said Line, shall be borne and defrayed by the said Caledonian Railway Company, in respect whereof the said Caledonian Railway Company shall be entitled from Time to Time to receive and retain for their own Use Fifty Pounds out of every One hundred Pounds of the gross Amount of Money earned, realized, and levied on the said Extension Railway; and the Remainder of the said gross Receipts, less the Government Duty on Passengers (if accounted for to Government through the Caledonian Railway Company), and the Expense of Cartages incurred in the Collection and Delivery of Goods and Parcels, shall belong to the Busby Railway Company.

Eighth. That the Caledonian Railway Company shall collect and receive all Revenues due and payable for and in respect of the Traffic and the working of the said Extension Railway, and shall on the First Day of every Month make up a Statement of the gross Earnings during the preceding Month; and the Share thereof due and payable to the Busby Railway Company shall thereupon be paid over to the Directors for the Time being of the said Busby Railway Company, or to their Treasurer or Secretary, or such Banker or other Person as they shall direct and appoint.

Ninth. That the Traffic on the said Extension Railway, including the fixing of the Tolls, Duties, Rates, and Charges to be levied or taken in respect of the said Traffic, shall be managed and fixed by the Caledonian Railway Company, and the Sums received for the said Traffic, where the same shall pass over the whole or any Part of the said proposed Extension Railway and any Part of any Line belonging to or leased by the Caledonian Railway Company, shall

belong to and be apportioned between the Caledonian Railway Company and the Busby Railway Company in proportion to the actual Mileage Distance which such Traffic shall have passed over the said respective Railways, and in respect to Traffic using the Busby Railways only, but subject to the Provisions relating to Tolls, Rates, and Charges contained in "The Busby Railway Act, 1863," the Rates shall not, without the Consent of the Busby Railway Company, be lower than the Rates which the Caledonian Railway Company are charging at the Time on the Glasgow, Barrhead, and Neilston Direct Railway.

Tenth. That the said Caledonian Railway Company shall cause to be kept regular Books of Accounts of all Receipts, Payments of Money, and other Transactions of or in relation to the Traffic of the said Busby Railways, and shall permit the Secretary of the said Railways for the Time being, or any other Party duly authorized by the Directors of the said Company, during the Currency of this Agreement, to have free Access to and to inspect such Books of Accounts and all other Documents relating to the Traffic of the said Railways at all reasonable Times.

Eleventh. That the said Sum of Fifteen thousand Pounds agreed to be contributed and paid by the Caledonian Railway Company shall bear a fixed preferential Dividend (pari passu with the Shareholders of the remaining Sum of Thirty thousand Pounds, composing the said Sum of Forty-five thousand Pounds of additional Capital,) of Five per Cent. per Annum, payable half-yearly out of the Profits of each Year, as before mentioned; and the said Busby Railway Company may borrow on Mortgage of the whole of the Undertaking a further Sum not exceeding Fifteen thousand Pounds, in addition to the Sum of Twenty thousand Pounds authorized to be borrowed by the said Busby Railway Act, 1863.

Twelfth. That the said Act, applied for as aforesaid, shall contain all such Clauses and Provisions as Counsel may advise to be necessary or expedient for giving full legal Effect to the several Provisions and Articles herein written.

Thirteenth. That the whole Expenses incurred or to be incurred by the Caledonian Railway Company as joint Promoters of the Bill, or in regard to the Adjustment and carrying out of this Agreement, are to be borne by the Busby Railway Company.

Fourteenth. The said Parties bind and oblige themselves to implement and fulfil the whole Heads, Articles, and Provisions hereof to each other, under the Penalty of Five thousand Pounds, and which shall be payable as by way of ascertained and liquidate Damages consequent on the Breach of this Agreement, and not by way of Penalty, with Interest at the Rate of Five per Cent. per Annum from the Date of said Breach of Agreement having been committed.

Fifteenth. That the Agreement entered into between the Parties hereto, of Date the Twenty-second Day of December Eighteen hundred and sixty-four, is hereby departed from and cancelled.

Sixteenth. All Differences which may arise between the Parties hereto, respecting the Meaning or Effect of this Agreement, or the Mode of carrying the same into operation, shall from Time to Time, so often as any Questions shall arise, be referred to Arbitration in Terms of "The Railway Companies Arbitration Act, 1859," and the Provision with reference to the Settlement of Disputes by Arbitration in such Act shall be held as incorporated with this Agreement, and be operative in the same Manner as if they were verbatim inserted herein.

Lastly

Lastly. The Parties hereto consent to the Registration hereof in the Books of Council and Session, or others competent, for Preservation, and that all Execution needful may pass hereupon in Form as effeirs, and thereto constitute
their Procurators.

In witness whereof these Presents, consisting of this and the Six preceding Pages, written on stamped Paper by Neil Macarthur, Clerk to Strang, Keyden, and Sons, Writers in Glasgow, are, with this Declaration that the Words "to be," occurring on the Twenty-third Line from the Top of Page Sixth hereof, are delete before Subscription, subscribed and sealed as follows; viz^{t}., by Joseph Colen Wakefield, Esquire, and Robert Armour, Esquire, both Merchants in Glasgow, Directors of the said Busby Railway Company, on behalf of that Company, and the Corporate Seal of the said Busby Railway Company affixed hereto, all at Glasgow, the Eighth Day of May Eighteen hundred and sixty-five Years, before these Witnesses, Robert MacLean, Clerk to the said Strang, Keyden, and Sons, and the said Neil Macarthur; by Robert Towers, Esquire, of Number Eighteen, Woodside Place, Glasgow, and Daniel Ainslie, Esquire, of Forty-eight, Moray Place, Edinburgh, Directors, and Archibald Gibson, Secretary of the Caledonian Railway Company, on behalf of that Company, and the Corporate Seal of the said Caledonian Railway Company affixed hereto, all at Glasgow, the Ninth Day of said Month of May and Year last mentioned, before these Witnesses, William Tarbet Provand and John Dickie Duncan, both Clerks in the Caledonian Railway Company's Offices in Glasgow.

(Signed)

ROBERT MACLEAN, Witness.
NEIL MACARTHUR, Witness.

J. C. WAKEFIELD.
ROB. ARMOUR.

Common Seal of the Busby Railway Company.

(Signed)

W. T. PROVAND, Witness.
JOHN D. DUNCAN, Witness.

ROBERT TOWERS.
DAN. AINSLIE, Dirct.
ARCH. GIBSON, Sec.

Common Seal of the Caledonian Railway Company.

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