CHAPTER clxxvi.

An Act to authorise the Croydon Commercial Gas and Coke Company to acquire further Lands by Agreement; to extend their Works; to raise additional Capital; and for other purposes. [2d August 1877.]

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WHEREAS by an Act (herein-after referred to as the Act of 1847) passed in the tenth and eleventh years of the reign of Her present Majesty, intituled "An Act for lighting with Gas "the Town of Croydon and its vicinity, in the county of Surrey," the Croydon Commercial Gas and Coke Company (who are herein referred to as "the Company") were incorporated for lighting with gas the whole township and parish of Croydon, and by that Act were empowered to raise twenty thousand pounds by shares and six thousand six hundred pounds by borrowing:

10 & 11 Vict. c. cxxiv.

And whereas by "The Croydon Gas Act, 1860," the Company were authorised to raise a further sum of twenty thousand pounds by shares and one fourth of that amount by borrowing:

And whereas by "The Croydon Gas Act, 1866," the Company's limits of supply were extended, and the Company were authorised to raise a further sum of seventy-eight thousand pounds by shares and nineteen thousand five hundred pounds by borrowing, and were also authorised to acquire by agreement new lands and erect new gasworks, and the Act of 1847 and the Croydon Gas Act, 1860, were repealed:

And whereas the Company have raised the whole of their authorised share and loan capital of one hundred and forty-nine thousand one hundred pounds, and have expended upon their works and undertaking the sum of one hundred and thirty-seven thousand four hundred pounds of the before-mentioned share and loan capital, and the Company have converted their said loan capital into shares, and have now no mortgage debt:

And whereas the demand for gas within the limits supplied by the Company has increased and is increasing, and in order to meet such demand it is expedient that the Company should be authorised

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to acquire by agreement additional lands adjoining the site of their existing works, and to enlarge their works, and to raise additional capital:

And whereas the objects aforesaid cannot be accomplished 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. This Act may be cited as "The Croydon Gas Act, 1877."

Act of 1866 and this Act to be as one.

2. The Croydon Gas Act, 1866, (as amended by this Act,) and this Act shall be read and have effect together as one Act.

Certain provisions of general Acts herein named incorporated.

3. "The Lands Clauses Consolidation Act, 1845," (except the clauses and provisions of that Act with respect to the entry upon, purchase and taking of lands otherwise than by agreement,) "1860, and 1869;"

The provisions of "The Companies Clauses Consolidation Act, 1845," with respect to the several matters following; (that is to say,)

The distribution of the capital hereby authorised into shares;

The transfer or transmission of shares;

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

The forfeiture of shares for nonpayment of calls;

The remedies of the creditors of the Company against the shareholders;

The consolidation of shares into stock;

The general meetings of the Company and the exercise of the right of voting by the shareholders;

The making of dividends;

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

The giving of notices, and the provisions for affording access to the special Act;

and Part I. (relating to the cancellation and surrender of shares), and Part II. (relating to additional capital) of "The Companies Clauses Act, 1863," as amended by "The Companies Clauses Act, 1869," are (save where expressly varied or excepted by this Act) incorporated with and form part of this Act, and the Gasworks Clauses Act, 1871, shall apply to the undertaking of the Company, as if the same had been authorised by this Act.

Interpretation of terms.

4. In this Act the several words and expressions to which meanings are assigned by the Acts wholly or partially incorporated

with this Act shall have the same respective meanings, unless there be something in the subject or context repugnant to such construction; and the expressions "superior courts" or "court of competent jurisdiction," or any other like expression in this Act or any Act wholly or partially incorporated with this Act, shall for the purposes of this Act 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.

Additional capital.

5. The Company may from time to time raise (in addition to their present capital) any further sums, not exceeding in the whole eighty thousand nine hundred pounds, by the creation and issue of new ordinary shares or stock, or new preference shares or stock, or wholly or partly by any one or more of those modes, but the Company shall not issue any share of less nominal value than ten pounds, nor shall any such share vest in the person or corporation accepting the same unless and until a sum not being less than one fifth of the amount of such share shall have been paid in respect thereof.

New shares to be offered by auction or tender.

6. Notwithstanding anything in this Act contained, the Company shall, when any shares or stock created under the powers of this Act are to be issued, and before offering the same to the holder of any other shares or stock in the Company, and whether the ordinary shares or ordinary stock of the Company are or is at a premium or not, offer the same for sale by public auction or by tender in such manner, at such times, and subject to such conditions of sale as the Company shall from time to time determine: Provided that at any such sale the reserved price put upon such shares or stock shall not be less than the nominal amount thereof, and notice of the amount of such reserved price shall be sent by the Company in a sealed letter to the Board of Trade not less than twenty-four hours before the day of auction or the last day for the reception of tenders, as the case may be, and such letter may be opened after such day of auction or last day for the reception of tenders, and not sooner.

As to notice to be given as to sale, &c. of shares.

7. The intention to sell any such shares or stock by auction or by tender shall be communicated in writing to the clerk of the local board for the local board district of Croydon, and to the secretary of the committee of the London Stock Exchange, at least twenty-eight days before the day of auction or the last day for the reception of tenders, as the case may be, and notice of such intention shall be duly advertised once in each of two consecutive weeks in one or more local newspapers circulating in Croydon aforesaid.

Shares not sold by auction or

8. When any shares or stock created under the powers of this Act have been offered for sale by auction or by tender, and not sold,

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by tender to be offered to shareholders.

the same shall be offered, at the reserved price put upon the same respectively for the purpose of sale by auction or tender, to the holders of the ordinary shares or ordinary stock of the Company, in manner provided by the Companies Clauses Act, 1863: Provided always, that any shares or stock so offered and not accepted within the time prescribed by the said Act shall again be offered for sale by public auction or by tender, in the manner and subject to the provisions of this Act with respect to the sale of shares and stock created under the powers of this Act.

When shareholder bids or tenders for a share the same amount as any other person, such shareholder to be declared the purchaser.

9. Where the amount bidden or tendered by the proprietor of any share or shares or of stock of the Company (in this Act referred to as a "proprietor") for any share or any number of shares offered for sale by auction or by tender under the provisions of this Act is equal to the highest amount bidden or tendered for such last-mentioned share or shares by any person not being a proprietor, then and in every such case such proprietor shall be declared to be the purchaser of and entitled to such share or shares.

Application of premium arising on issue of shares or stock.

10. Any sum of money which shall arise from the issue of any such shares or stock by way of premium, after deducting therefrom the expenses of and incident to such issue, shall not be considered as profits of the Company, but shall be expended in extending or improving the works of the Company, or in paying off money borrowed or owing on mortgage by the Company, and shall not be considered as part of the capital of the Company entitled to dividend.

New shares or stock to be subject to same incidents as existing shares or stock.

11. Except as by this Act expressly provided, the capital in new shares or stock created by the Company under the powers of this Act, and the new shares or stock therein, and the holders thereof respectively, shall be subject and entitled to the same powers, provisions, liabilities, rights, privileges, and incidents whatsoever, in all respects as if that capital were part of the now existing capital of the Company of the same class or description, and the new shares or stock were shares or stock in that capital.

Profits of Company limited.

12. The profits of the Company to be divided among the shareholders in any year shall not, except as in this Act is otherwise provided, exceed the rate of ten pounds per centum per annum upon their present capital, and the rate of seven pounds per centum per annum on shares or stock of so much of the additional capital by this Act authorised to be raised as shall be issued as ordinary capital, and the rate of six pounds per centum per annum on shares or stock of so much of such additional capital as shall be issued as preference capital (which rates are respectively in this Act referred to as the standard rates of dividend).

If profits exceed the amount limited, excess to be invested and form an insurance fund.

13. If the clear profits of the undertaking of the Company in any year amount to a larger sum than is sufficient to make up the rates of dividend by this Act authorised, the excess beyond the sum necessary for such purpose shall from time to time, to the extent of one pound per centum per annum upon the paid-up capital of the Company, be invested in Government or other securities, and the dividends and interest arising from such securities shall also be invested in the same or like securities, in order that the same may accumulate at compound interest until the fund so formed amounts to a sum equal to one twentieth of the paid-up capital of the Company, which sum shall form an insurance fund to meet any extraordinary claim or demand which may at any time arise against the Company from accident which due prudence and management could not have prevented; and if such fund be at any time reduced, it may thereafter be again made up to the said sum, and so from time to time as often as such reduction shall happen: Provided, that when and so often as the said fund shall reach one-twentieth part of the paid-up capital, the interest thereon shall be carried to the credit of the fund available for dividend: Provided also, that resort may from time to time be had to the insurance fund to meet any extraordinary claim or demand as aforesaid, although such fund may not at the time have reached or may have been reduced below the full amount of one twentieth as aforesaid.

Application of excess of profits over prescribed rate of dividend.

14. If the clear profits of the undertaking of the Company in any year amount to a larger sum than is sufficient to make up the rates of dividend by this Act respectively authorised, and to form or make up the insurance fund by this Act authorised, the excess shall (subject to the provisions of this Act respecting the reserve fund) be carried to the credit of the divisible profits of such undertaking for the next following year.

Power to create a reserve fund out of dividends in excess of the prescribed rate of dividend.

15. Where in any year the amount of the prescribed rates of dividend of the Company shall, by reason of a diminution of the standard price charged by the Company in such year, be increased, then, out of the amount of the divisible profits of the Company applicable to the payment of such increase, the Company may in such year set apart such sum as they shall think fit.

Application of reserve fund.

16. All sums (if any) so set apart by the Company, and the reserve fund existing at the time of the commencement of this Act, may be invested in Government or other securities, and the dividends and interests arising from such securities may also be invested in the same or the like securities, in order that the same may accumulate at compound interest, and the fund so formed shall be called "The Reserve Fund," and shall be applicable to the pay-

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ment of dividend in any year in which the clear profits of the Company shall be insufficient to enable the Company in such year to pay the rates of dividend respectively authorised by this Act, and, save as in this Act otherwise provided, no sum shall in any year be carried by the Company to any reserve fund.

Dividends on different classes of stock or shares to be paid rateably.

17. In case in any half year the net revenues of the Company applicable to dividend shall be insufficient to pay the full amount of the maximum rate of dividend to which each class of ordinary stock or shares in the capital of the Company is entitled, a rateable deduction shall be made in the dividend of each class.

Power to borrow on mortgage.

18. The Company may from time to time, under and subject to the provisions of this Act, borrow on mortgage, in respect of the additional capital by this Act authorised, any sum or sums not exceeding in the whole twenty thousand pounds: Provided that in respect of every ten thousand pounds of such additional capital issued and accepted, and one half whereof shall have been paid up, the Company may borrow a sum or sums not exceeding in the whole two thousand five hundred pounds; but no part of any of the before-mentioned sums of two thousand five hundred pounds shall be borrowed until shares for so much of the portion of capital in respect of which such borrowing powers are exercised as is to be raised by means of shares are issued and accepted, and one half of such capital is paid up, and the Company have proved to the justice who is to certify under the 40th section of "The Companies Clauses Consolidation Act, 1845," before he so certifies, that shares for the whole of such capital have been issued and accepted, and that one half 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 until stock for one half of so much of the portion of capital in respect of which such borrowing powers are exercised as is to be raised by means of stock is fully paid up, and the Company have proved to such justice as aforesaid, before he so certifies, that such shares or stock, as the case may be, were issued and accepted bonâ fide, and are held by the persons or corporations to whom the same were issued, or their executors, administrators, successors, or assigns, and also as to so much of such portion of capital as is raised by shares 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.

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Appointment of receiver.

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

As to conversion of borrowed money into capital.

20. The Company shall not have power to raise the money by this Act authorised to be borrowed on mortgage, or any part thereof, by the creation of shares or stock instead of borrowing, or to convert into capital the amount borrowed under the provisions of this Act, unless in either case all dividends upon the shares or stock, whether ordinary or preferential, are limited to a rate not exceeding five pounds per centum per annum.

Debenture stock.

21. The Company may create and issue debenture stock, subject to the provisions of Part III. of "The Companies Clauses Act, 1863;" but, notwithstanding anything therein contained, the interest of all debenture stock at any time created and issued by the Company shall rank pari passu with the interest of all mortgages at any time granted by the Company, and shall have priority over all principal moneys secured by such mortgages.

Priority of mortgages and debenture stock over other debts.

22. All money to be raised by the Company on mortgage or debenture stock under the provisions of this Act shall have priority against the Company, and the property from time to time of the Company, over all other claims on account of any debts incurred or engagements entered into by them after the passing of this Act: Provided always, that this priority shall not affect any claim against the Company or their property 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," or in respect of any rent or sum reserved by or payable under any lease granted or made to the Company, in pursuance of any Act relating to the Company, which is entitled to rank in priority to or pari passu with the interest or dividend on their mortgages or debenture stock.

Application of moneys.

23. All moneys raised under this Act, whether by shares, stock, debenture stock, or borrowing, shall be applied for the purposes of this Act and for the general purposes of the Company.

Qualification of a director.

24. On and after the commencement of this Act the qualification of a director shall be the possession in his own right of shares or stock to the amount of five hundred pounds paid up.

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Quorum.

25. The quorum of a meeting of directors shall be four whilst the number is more than five, and three when the number is reduced to five.

Powers as to construction and maintenance of gasworks, &c.

26. Subject to the provisions of this Act, the Company may from time to time maintain, alter, improve, enlarge, extend, and renew or discontinue their existing gasworks upon the lands on which the same are erected, or any part thereof, and which are described in Part I. of the schedule to this Act, and also upon the other lands described in Part II. of such schedule, and they may also upon those lands respectively erect, lay down, provide, and from time to time maintain, alter, improve, enlarge, extend, and renew or discontinue, additional and other gasworks, retorts, gasometers, receivers, drains, sewers, mains, pipes, meters, lamps, lamp-posts, burners, stop-cocks, machinery, and other works and apparatus and conveniences, and may do all such acts as they may think proper for making and storing gas and for supplying gas within the limits of this Act, and may make, store, and supply gas accordingly, and may manufacture, sell, provide, supply, and deal in coal, coke, tar, pitch, asphaltum, ammoniacal oil, and all other products or residuum of any materials employed in or resulting from the manufacture of gas, and also meters, fittings, tubes, pipes, and other articles and things in any way connected with gasworks or with the supply of gas, as they may from time to time think fit.

Power to purchase lands by agreement. Gas not to be manufactured except on lands scheduled.

27. The Company may, for the purposes of their undertaking, purchase, take, and hold (by agreement, but not otherwise), in addition to the lands described in the schedule to this Act, any lands and hereditaments, not exceeding in the whole five acres, which the Company may from time to time require for the purposes of their works and undertakings, but no lands shall be used by the Company for the purpose of manufacturing gas or residual products except the lands described in the schedule to this Act.

Fixing maximum price of gas, with sliding scale as to dividend.

28. The standard price to be charged by the Company for gas supplied by them shall be four shillings and sevenpence per one thousand cubic feet: Provided that the Company may increase or diminish such standard price, subject to a decrease or increase in the standard rates of dividend as defined by this Act, to be calculated as follows:

For every penny charged in excess or in diminution of such standard price in any year, the standard rates of dividend shall for such year be reduced or increased by five shillings in the hundred pounds per annum.

Pressure of gas.

29. All gas supplied by the Company to any consumer of gas shall be supplied at such pressure as to balance a column of water

from midnight to sunset not less than six tenths of an inch, and from sunset to midnight not less than eight tenths of an inch in height at the main, as near as may be to the junction therewith of the service pipe supplying such consumer; and any gas examiner appointed under "The Gasworks Clauses Act, 1871," may, subject to the terms of his appointment, from time to time test the pressure at which the gas is supplied, and may for that purpose open any street, road, passage, or place vested in or under the control of any local or road authority, and the provisions of "The Gasworks Clauses Act, 1871," with reference to testing of gas and to penalties, shall, mutatis mutandis, apply to such testing of pressure, and two hours previous notice shall be given to the Company of the time and place at which such testing shall be conducted.

Quality of gas.

30. The prescribed number of candles shall be fourteen.

Testing place.

31. The existing testing place of the Company at their present works shall be deemed to be the prescribed testing place for the purpose of the 28th section of "The Gasworks Clauses Act, 1871."

Burner.

32. The prescribed burner shall be Sugg's London Argand burner, Number One, with a six-inch by one-and-three-quarter-inch glass chimney, but if at any time and so long as the gas flame rises above the top of that glass a six-inch by two-inch chimney shall be used.

Company to pay interest on money deposited as security for gas meter, &c.

33. If any person is required by the Company to give to them security for the payment of the price or rent of a meter, the Company shall pay interest after the rate of five pounds per centum per annum on every sum of ten shillings deposited by way of such security for every six months during which the same remains in their hands.

34. With respect to the Post Office telegraph system, the following provisions shall take effect:

Restriction on works affecting Post Office telegraph system.

(A.) The Company shall not by any work or thing interfere with any telegraph post, wire, tube, apparatus, or work of Her Majesty's Postmaster General, or execute or do any work or thing causing or likely to cause any interruption of or impediment to postal telegraphic communication, unless and until the Company have given to the Postmaster General one calendar month's previous notice in writing of their intention to execute or do the proposed work or thing, specifying all necessary and proper particulars relating thereto, and unless and until the Postmaster General has approved of the proposed work or thing by writing

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delivered to the Company, or has failed to approve or to disapprove of the same for one calendar month after service of such notice and particulars on him: Provided always, that this section shall not be deemed to prevent the Company executing any repairs or other works or things which shall be necessary to prevent accidents, and in any such case the Company shall forthwith give notice to the Postmaster General of any such interference, and the reason for the same:

Power for Postmaster General to annex conditions.

(B.) Her Majesty's Postmaster General may annex to his approval under this Act of any work or thing such reasonable terms and conditions as to the time and mode of execution of any such work or thing as he thinks fit, and the Company shall observe and perform the same:

Power of entry for Postmaster General.

(C.) The engineer and other officers and servants and workmen of Her Majesty's Postmaster General may at and for all reasonable times enter on and into and remain on any of the lands and works of the Company for the purpose of examining, repairing, altering, or removing any telegraph post, wire, tube, apparatus, or work the property of the Postmaster General being thereon:

Compensation by Company to Postmaster General, and penalty.

(D.) The Company shall from time to time make full compensation to Her Majesty's Postmaster General for any expense, loss, or damage which he is put to or sustains by reason of the Company, by any work or thing executed or done by them, interfering with any telegraph post, wire, tube, apparatus, or work of the Postmaster General; and if at any time any such work or thing causes an interruption of or impediment to postal telegraphic communication, the Company shall, in addition to making compensation as aforesaid, be liable to forfeit a sum not exceeding twenty pounds for every twenty-four hours during which that interruption or impediment continues; and the amount of any such expense, loss, damage, or forfeiture shall be a debt due from the Company to the Crown, and be recoverable accordingly, with costs, or the same may be recovered, with costs, on behalf of the Postmaster General as a penalty is recoverable from the Company:

Provisions to remain in force for one year and to the end of the then next session of Parliament.

(E.) Inasmuch as it is contemplated to introduce a general measure for the better protection of the national telegraphs, and to enlarge the powers of the Postmaster General in relation thereto, this section shall only remain in force for one year from the date of the passing of this Act, and to the end of the then next session of Parliament.

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

SCHEDULE OF GAS LANDS.

PART I.

Lands belonging or reputed to belong to the Company at the passing of this Act, and being seven acres or thereabouts in extent, upon which the Company's existing gasworks have been erected, situate at or near Waddon, in the parish of Croydon, in the county of Surrey.

PART II.

Lands belonging or reputed to belong to the Ecclesiastical Commissioners for England, and by them agreed to be sold to the Company, and being six acres one rood and thirty-one perches or thereabouts in extent, situate at or near Waddon, in the parish of Croydon, in the county of Surrey, bounded on or towards the north by the lands described in Part I. of this schedule, on or towards the east by the Croydon and Wimbledon Railway, on or towards the south partly by a stream or watercourse, being one of the feeders of the River Wandle, and partly by the site of an intended new road, and on or towards the west by Waddon Marsh Lane.

LONDON : Printed by George Edward Eyre and William Spottiswoode,
Printers to the Queen's most Excellent Majesty. 1877.