CHAPTER cclvi.

An Act to authorise the Great Western Railway Company to acquire the pier and railway undertaking of the Bristol and Portishead Pier and Railway Company and for other purposes. [14th August 1884.]

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WHEREAS by the Bristol and Portishead Pier and Railway Act 1863 (in this Act called "the Act of 1863") the Bristol and Portishead Pier and Railway Company (in this Act called "the Portishead Company") were incorporated and authorised to make a pier in the parish of Portbury in the county of Somerset and a railway from that pier to the Bristol and Exeter Railway at Bedminster and a branch railway to Portishead and for those purposes to raise the sum of two hundred thousand pounds by shares and sixty-six thousand six hundred pounds by borrowing:

And whereas by the Bristol and Portishead Pier and Railway Act 1866 (in this Act called "the Act of 1866") the site of the pier was altered and the Portishead Company were authorised to construct in lieu thereof a pier and other works connected therewith extending along Portishead Pill into the River Severn and to raise additional capital to the extent of sixty thousand pounds by shares and twenty thousand pounds by borrowing:

And whereas by the Portishead Docks Act 1871 the Portishead Company were authorised to construct docks at Portishead Pill and for that purpose to raise additional capital to the extent of one hundred and ninety-five thousand pounds by shares and sixty-five thousand pounds by borrowing and the mayor aldermen and burgesses of the city of Bristol (hereinafter called "the Corporation") were empowered to subscribe to the undertaking thereby authorised and it was provided that if the Corporation should so subscribe then the capital of such undertaking should be a separate capital (applicable only for the purposes thereof) and that a separate board of directors should be constituted for the management of the dock undertaking

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to consist of ten persons of whom five were to be from time to time appointed by the Corporation and the remaining five were to be elected by the Portishead Company from among the shareholders:

And whereas the Corporation have exercised the said powers and have subscribed the sum of one hundred thousand pounds and the capital of the dock undertaking became a separate capital and the revenue of that undertaking became applicable solely to the purposes thereof:

And whereas by a deed poll dated the twenty-ninth day of September one thousand eight hundred and seventy-seven certain lands of the Portishead Company were declared to be allotted and to belong thereafter solely and exclusively to and for the purposes of the dock undertaking:

And whereas by the Bristol and Portishead Pier and Railway Act 1873 (in this Act called "the Act of 1873") the Portishead Company were authorised to raise additional capital to the extent of sixty thousand pounds by shares (to form part of the capital authorised by the Act of 1863 and the Act of 1866) and to borrow twenty thousand pounds and by section four of that Act the Portishead Company were also authorised to enter into agreements with any companies or persons owning hiring or using steam vessels as to the conveyance by such vessels of traffic from or destined for any of the works or undertakings of the Portishead Company:

And whereas by the Bristol and Portishead Pier and Railway Company's Act 1877 the Portishead Company were authorised to raise additional capital to the extent of sixty thousand pounds by the creation and issue of guaranteed shares or stock to form part of the capital authorised by the Acts of 1863 1866 and 1873 and to borrow twenty thousand pounds and it was provided that the separate undertakings of the Portishead Company should be under the direction and management of separate boards of directors and that the elective members of the board which should have the direction and management of the dock undertaking should be elected solely by the shareholders holding the capital of the Portishead Company applicable to that undertaking:

And whereas the Portishead Company have completed and opened for public use the said railways pier and docks:

And whereas a statement of the authorised capital of the Portishead Company applicable to their pier and railway undertaking in shares (now wholly converted into stock) and in loans is set forth in Schedule A to this Act:

And whereas by virtue of an agreement set forth in Schedule D to the Act of 1863 as varied by the Act of 1866 and by the Great

Western and Bristol and Exeter Railway Companies Amalgamation Act 1876 the Great Western Railway Company (in this Act called "the Great Western Company") now work and maintain the railways of the Portishead Company:

And whereas a Bill is now pending in Parliament intituled "An "Act to enable the mayor aldermen and burgesses of the city of "Bristol to purchase the undertakings of the Bristol Port and "Channel Dock Company the Bristol Port and Channel Dock Ware-"house Company Limited and the Portishead Warehouse Company "Limited and the dock undertaking of the Bristol and Portishead "Pier and Railway Company and for other purposes" and by such intended Act if sanctioned by Parliament the dock undertaking of the Portishead Company will be transferred to the Corporation as from the date of transfer thereby provided:

And whereas the Great Western Company and the Portishead Company have agreed for the sale and transfer of the pier and railway undertaking of the Portishead Company to the Great Western Company and it is expedient that the agreement contained in Schedule B to this Act should be confirmed and that powers should be conferred on those companies respectively for effecting such sale and transfer:

And whereas the objects aforesaid cannot be effected without the authority of Parliament:

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

Short title

1. This Act may be cited as the Great Western and Portishead Railway Companies Act 1884.

Purchase to be deemed amalgamation.

2. The purchase shall be deemed to be an amalgamation of the pier and railway undertaking of the Portishead Company with the undertaking of the Great Western Company according to the true intent and meaning of Part V. (relating to amalgamation) of the Railways Clauses Act 1863 and the provisions of the said Part V. shall extend and apply thereto accordingly so far as the same are not inconsistent with or varied by the provisions herein and in the said agreement contained.

Interpretation.

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

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The expression "the pier and railway undertaking" means all railways piers lands houses stations buildings property rights and privileges of the Portishead Company held or acquired by that company under the several Acts of Parliament or otherwise relating to the pier and railway undertaking of the Portishead Company and all their rights and interests in connexion therewith excepting any moneys securities for money or debts due or belonging to the Portishead Company.

Confirming agreement for sale and transfer of Portishead pier and railway undertaking to the Great Western Railway Company.

4. The agreement contained in Schedule B to this Act made between the Great Western Company on the one hand and the Portishead Company on the other hand for the sale and transfer of the pier and railway undertaking of the Portishead Company to the Great Western Company and for the ownership use enjoyment and management thereof by that company is hereby confirmed and made binding on those companies respectively and full effect may and shall be given thereto.

As on and from the first day of July one thousand eight hundred and eighty-four the Great Western Company shall have and hold the pier and railway undertaking freed and discharged from all debts obligations contracts and liabilities affecting the undertaking except as herein-after provided with respect to rentcharges for land and may subject to the provisions of this Act use exercise and enjoy all the powers rights privileges and authorities (except with reference to the raising of money by shares or on loan) possessed by the Portishead Company with reference to the said undertaking immediately before the sale and transfer or which but for the sale and transfer might accrue to them and subject to the provisions of this Act and the performance of the several things by this Act directed to be done the Portishead Company may and shall at the latest by the first day of July one thousand eight hundred and ninety be wound up either compulsorily or under the supervision of the court as the court may direct in the same manner and with the same incidents as if the Portishead Company were a company registered under the Companies Acts 1862 to 1880 and shall from and after the passing of this Act be deemed to be so registered accordingly and for the purpose of calling and holding meetings and passing resolutions and other matters incident to such winding up the provisions contained in the several Acts of Parliament relating to the pier and railway undertaking of the Portishead Company may and shall take effect as resolutions of a company duly registered.

Provided always that within three months from the date of purchase the Great Western Company shall produce to the Commissioners of Inland Revenue a deed of conveyance duly stamped

in which the purchase money or consideration for the sale to the Great Western Company shall be fully and truly set forth and in default of such production the ad valorem stamp duty with interest thereon at the rate of five pounds per centum per annum from the date of purchase to the date of payment shall be recoverable from the Great Western Company with full costs of suit and all costs and charges attending the same.

Vesting subject to rentcharges for land.

5. The sale and transfer by this Act authorised shall be subject to all rentcharges for land taken for the purposes of the pier and railway undertaking under the powers of any Act of Parliament relating thereto which may not be redeemed by the Portishead Company.

Provisions as to Portishead Railway rentcharge.

6. The Great Western Company may and shall issue to the Portishead Company the perpetual annual rentcharge provided for in the agreement confirmed by this Act and such rentcharge shall be called "the Portishead Railway Rentcharge" and the Portishead Company or other the corporation or persons for the time being entitled to receive the said rentcharge or any portion thereof may from time to time sell and transfer in the form in the Schedule C to this Act or to the like effect the said rentcharge or any portion thereof and being not less than one pound to any person or persons who may desire to purchase the same but the Great Western Company shall not be bound at any time or under any circumstances to register in their books any person or corporation as the holder or holders of a fractional part of a pound of the said rentcharge.

Dates for calculation and payment of rentcharge.

7. The said rentcharge shall be computed half-yearly to the thirtieth day of June and thirty-first day of December in each year and shall be payable by the Great Western Company on the first day of February and the first day of August in each year (except when those days fall on a Sunday and then on the following day) to the corporations or persons in whose names such rentcharge is registered on such thirtieth day of June and thirty-first day of December respectively.

As to issue of certificate and form thereof.

8. The Great Western Company shall at their own expense issue to every person in whom the said rentcharge or any portion is vested on demand in writing made by him to that Company a certificate of the rentcharge to which he is entitled and the certificate may be in the form in the Schedule D to this Act or to the like effect.

Register of rentcharge to be kept.

9. The Great Western Company shall from time to time keep registers of the holders of such rentcharge and of all transfers and

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transmissions thereof Transfers of such rentcharge accompanied by the certificate or certificates shall be delivered to the secretary of the Great Western Company and registered and kept by him and the Great Western Company shall after any transfer has been registered pay to the transferee the amount of rentcharge so transferred as the same becomes due and payable and for the registration of any such transfer the Great Western Company may demand any sum not exceeding two shillings and sixpence.

Rentcharge to be personal estate.

The said rentcharge shall be personal estate and transmissible as such and shall not be of the nature of real estate.

As to damaged lost or destroyed certificates.

10. If any certificate of the said rentcharge or any portion thereof be worn out or damaged then upon its being produced at some meeting of the directors of the Great Western Company they may order it to be cancelled and it shall be cancelled by the Great Western Company accordingly and thereupon the Great Western Company shall issue a similar certificate to the person then entitled to the certificate so worn out or damaged or if any certificate be lost or destroyed then upon proof thereof and upon an indemnity being given against any claim in respect of such lost or destroyed certificate to the satisfaction of the directors of the Great Western Company they shall deliver to the person entitled to such certificate a certificate for the rentcharge to which he would be entitled under this Act as if such first-mentioned certificate had not been lost or destroyed and for every such substituted certificate the Great Western Company may demand and take any sum not exceeding two shillings and sixpence.

Transmission receipts &c.

Voting or qualification.

11. The provisions contained in the eighteenth nineteenth and twentieth sections of the Companies Clauses Consolidation Act 1845 with respect to shares shall apply mutatis mutandis to and be observed with respect to the said rentcharge or any portion thereof and nothing in this Act contained shall be deemed to entitle the holders of the said rentcharge or any portion thereof to vote at meetings of the Great Western Company nor shall the holding of the said rentcharge or any portion thereof confer any qualification.

Portishead Company to sell and transfer rentcharge.

12. The Portishead Company shall as soon as conveniently may be after the passing of this Act sell and transfer the said rentcharge for the highest price or prices that can reasonably be obtained for the same And on such sale and transfer of such rentcharge or any part thereof by the Portishead Company the money received by that Company as the purchase money or consideration shall be lodged in the Chancery Division of the High Court of Justice (herein-after referred to as "the court") to the credit of a matter entitled "In

the matter of the Great Western and Portishead Railway Companies Act 1884" (which money is herein-after referred to as "the money lodged in the matter of this Act") and subject to the provisions of this Act shall be applied and dealt with under the orders of the court.

Every application for an order dealing with the money lodged in the matter of this Act shall be made to a judge of the court by a summons in the chambers of the said judge and subject to the provisions of this Act all enactments and rules for the time being in force relating to summonses and orders in chambers in the court shall have effect with respect to applications made under this Act.

The money lodged in the matter of this Act shall be applied and dealt with under the orders of the court to the purposes and in the order of priority following (that is to say):—

Application of moneys.

(1) In paying and satisfying all unpaid purchase money (if any) for land taken by the Portishead Company for the pier and railway undertaking in redeeming rentcharges payable by that company for land and in paying and satisfying the costs of the vendors and purchasers in acquiring and enfranchising lands:

(2) In paying the costs charges and expenses of incident and preliminary to the preparing applying for obtaining and passing of this Act and in carrying into effect the provisions thereof:

(3) In paying off and redeeming at par the mortgages and debenture stock affecting the pier and railway undertaking or any lands belonging to or held in trust for that undertaking and the interest thereon according to their several priorities:

(4) In paying to the other creditors of the Portishead Company according to their respective priorities the amount of their respective debts so far as they affect or are chargeable against the pier and railway undertaking and in discharging all obligations and liabilities in any way affecting such undertaking which exist at the time of the passing of this Act:

(5) In paying to the holders of guaranteed stock of the pier and railway undertaking the amounts paid on such stock:

(6) In paying to the holders of five per cent. preference stock of the pier and railway undertaking one moiety of the amounts paid up on such stock without interest:

(7) In adding to the balance of profits standing to the credit of the net revenue account in the audited accounts of the Portishead Company on the thirtieth day of June one thousand eight hundred and eighty-four a sum sufficient to pay to the holders of guaranteed stock two and a half per centum per annum on the amount paid on such stock from the respective dates

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of payment under deduction of all moneys already paid in respect of interest on such guaranteed stock.

The other moiety of the preference stock shall be valued as ordinary stock of equal amount and shall rank pari passu with the ordinary stock of the Portishead Company.

Any balance which may remain of the said purchase money or consideration shall be divided among the holders of ordinary stock including those claiming in respect of balances of preference stock.

Provided that such moneys so paid to the creditors stockholders and rentcharge holders of the Portishead Company shall be received by them respectively in full satisfaction and discharge of all claim or interest which they have as creditors stockholders or rentcharge holders respectively of the Portishead Company in respect of the pier and railway undertaking or against the Great Western Company in respect of the same undertaking.

Moneys when distributed to be subject to same trusts &c. as debts &c. of Portishead Company.

13. All moneys so paid to the creditors and stockholders of the pier and railway undertaking in respect of any debts or stock shall be subject and liable to the same trusts powers provisions declarations agreements charges liens and incumbrances as immediately before the distribution affected such debts and stock and so as to give effect to and not revoke any deed testamentary disposition or other instrument affecting such debts and stock and any such deed testamentary disposition or other instrument shall take effect with reference to the amount of money substituted for any such debts or stock respectively.

Shareholders at time of transfer to be the persons entitled to receive purchase money.

14. The several persons whose names appear in the books of the Portishead Company as the holders of stock in the pier and railway undertaking at the time of the sale and transfer shall unless the directors of the Portishead Company receive notice to the contrary be deemed to be the persons entitled to participate in the distribution of so much of the aforesaid moneys as is by this Act directed to be distributed among the holders of stock in the pier and railway undertaking.

Executors &c. empowered to give receipts.

15. All trustees executors administrators and all guardians and committees of the estates of infants idiots or lunatics in whose respective names any stock of the pier and railway undertaking is or shall be standing may give effectual and conclusive receipts for the moneys which may under the provisions herein-before contained be paid to them and every such receipt shall be a sufficient discharge to the Portishead Company and shall release them and the directors

and officers thereof from all obligation in respect of the money for or in respect of which such receipt shall be given and in respect of the application thereof.

Notice of purchase &c. to be published.

16. Notice of the sale and transfer and of the arrangements made for the distribution of the consideration therefor shall from time to time be published under the direction of the court by the Portishead Company in the London Gazette in the Times newspaper and in some other London daily newspaper and in each of two daily newspapers published in the city of Bristol.

Such notice shall state that all persons having any charge lien or incumbrance other than a rentcharge affecting the Portishead Company's pier and railway undertaking or having any claim against that company in respect of the pier and railway undertaking shall within six months or such longer period as the court shall direct from the first insertion of such notice send in particulars thereof in writing addressed as in the said notice prescribed in order that the same may be satisfied or discharged.

All claims and demands whatsoever of which the Portishead Company shall not have received notice in writing within the prescribed period shall be barred and the rights of all persons therein or thereunder shall absolutely cease and determine And until the expiration of the prescribed period no payment shall be made to the holders of stock in the pier and railway undertaking under section twelve of this Act.

Subject to the priorities directed by section twelve of this Act payments shall nevertheless be made forthwith under subsections one two three and four of that section or any or either of such subsections of the amounts of the claims debts and demands of all persons whose claims debts or demands under such subsections or either of them shall appear either by statements in the books of the Portishead Company or by resolution of the directors of such company or otherwise to have been or be admitted by the directors of such company.

All statutory enactments and rules for the time being in force with respect to the proof allowance and disallowance of creditors claims under judgments and orders of the court shall (subject to the provisions of this Act) apply to the proof allowance and disallowance of such of the claims of and demands made upon the Portishead Company as the directors of such company shall dispute.

Separate fund to be set aside to meet

17. It shall be lawful for the court upon application to be made for that purpose in the manner herein-before provided by the directors of the Portishead Company and upon notice of such

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creditors claims.

application being given to the Great Western Company to order that such sum as the court shall think necessary and sufficient shall be set aside out of the money lodged in court in the matter of this Act for the purpose of meeting any claims against the Portishead Company which the directors of such company may dispute and thereupon an order may be made directing such part of the money lodged in the matter of this Act as shall be named for the purpose in such order to be placed to a separate account in the matter of this Act to be entitled the Creditors Disputed Claims Account.

After such order has been made and such money as aforesaid has been placed to the said Creditors Disputed Claims Account—

(1) All payments to be made in satisfaction and discharge of any such disputed claims as are mentioned in this and the last preceding section shall be ordered to be made out of the money so placed as aforesaid to the Creditors Disputed Claims Account and not out of any other part of the money lodged in the matter of this Act:

(2) It shall be lawful for the court to order that the whole of the residue of the money lodged in the matter of this Act be dealt with applied and divided as authorised by section twelve of this Act in all respects as if the said disputed claims had been satisfied and discharged:

(3) No person whose claim has been disputed as aforesaid shall be entitled on establishing his claim to receive any payment out of any part of the money lodged in the matter of this Act or out of any other funds or property of the Portishead Company except out of the money placed to the Creditors Disputed Claims Account.

After the satisfaction and discharge out of the money standing to the Creditors Disputed Claims Account of such of the disputed claims and demands upon the Portishead Company made within the prescribed period as shall have been established to the satisfaction of the court it shall be lawful for the court to order that any balance of money remaining to the credit of the Creditors Disputed Claims Account be paid out applied and divided pursuant to the provisions of section twelve of this Act in all respects as if the same were a balance which remained after satisfying the purposes mentioned in subsections one to four inclusive of the said section.

Application of funds.

18. The Great Western Company may apply for the purposes of this Act and of the Acts relating to the pier and railway undertaking being in every case purposes to which capital is properly applicable any moneys which they now have in hand or which they

have power to raise by virtue of any Act relating to that Company and which may not be required for the purposes to which they are by any such Act made specially applicable.

Portishead Company to uphold and work Portishead Dock &c.

19. The Portishead Company until the transfer of the Portishead Dock to the Corporation and thereafter the Corporation shall duly maintain and uphold the Portishead Dock and the entrances to the same and all the gates quays wharves buildings warehouses cranes machinery and appliances thereof and the dock railways and sidings and the junctions thereof with other railways and all other works conveniences and accommodations in good efficient working order and condition for the good and effective working of the traffic of the said dock and for the ready and convenient transfer of any of such traffic to and from the railways having connexion with the said dock and shall at all times fairly and effectually work and use the Portishead Dock and the works buildings machinery and appliances thereof and deal with the traffic thereat and erect buildings and provide and employ all proper officers servants machinery and plant tools and appliances lights stores and materials and make provide and do all other things necessary and proper for rendering the said dock fully available and convenient for public use and for the reception accommodation protection storage loading unloading transfer and delivery of all traffic whatsoever at to upon and from the same and shall afford to all merchants shipowners brokers agents servants labourers and others the same access privileges facilities and accommodation and upon the same terms and conditions in every respect as are for the time being afforded in any other public dock within the port of Bristol belonging to or under the control of the Corporation so as fairly to encourage and develop the traffic of the said dock and so that in every respect the traffic in to and from the said dock shall be as effectually conveniently and economically carried on as at any such other public dock.

Portishead Company to afford facilities for traffic.

20. The Portishead Company until the transfer of the Portishead Dock to the Corporation and thereafter the Corporation so far as they are able to do without interfering with the convenient working and general traffic of the dock shall if required by the Great Western Company and on terms to be agreed afford all necessary requisite and proper facilities for the transfer of goods merchandise and other traffic from the dock and from vessels therein to the warehouses storehouses and storage places provided or erected on lands of the Great Western Company adjoining the dock or which may be hereafter erected or provided on such lands including if

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necessary tunnels subways or overways from the dock quays and wharves under or over the dock lands and warehouses Provided always that before commencing the erection or construction of any such warehouse or structure for or in respect of which it may be intended that the facilities aforesaid shall be required the Great Western Company shall give to the Portishead Company or to the Corporation as the case may be three months notice in writing of such intention indicating the site of such intended warehouse or structure and generally the nature of the facilities to be required and if before the expiration of the said three months the Portishead Company or the Corporation as the case may be shall elect for themselves to construct erect or provide the proposed warehouse or structure then the Great Western Company shall grant to the Portishead Company or to the Corporation as the case may be their successors and assigns a lease for sixty years renewable on the same terms and conditions as the lease granted by the Portishead Company to the Portishead Warehouse Company dated the twenty-fourth day of November one thousand eight hundred and eighty-three of the site so indicated and thereupon the Portishead Company or the Corporation as the case may be shall with all reasonable speed construct erect provide and complete the required warehouse or structure with all proper and sufficient and convenient fittings machinery and appliances access and facilities for the reception manipulation and protection of goods and merchandise and the transfer thereof to and from the quays and wharves and the vessels in the said dock and to and from the railways and sidings in connexion therewith and shall pay to the Great Western Company a ground rent at the rate annually of one shilling for every square yard of the area of such site And if the parties shall fail to agree as to the plans specifications nature or extent of the proposed building or as to the machinery or appliances thereof or the facilities to be provided in connexion therewith or as to the terms and conditions or any other matter or thing relating thereto the question in dispute shall be decided by arbitration in manner herein-after mentioned.

Portishead Company not to carry on dangerous or noxious traffic.

21. The Portishead Company until the transfer of the Portishead Dock to the Corporation and thereafter the Corporation shall not do establish or carry on any dangerous noxious or offensive act operation trade or traffic which may be reasonably calculated to interfere with the due fulfilment of the enactments contained in the two immediately preceding sections or with the traffic of the pier and railway undertaking and in respect of such trade and traffic they shall at

that dock adopt the same regulations and precautions in every respect as are for the time being in force at any other public dock within the port of Bristol.

As to tolls and dues at dock.

22. The charges dues tolls and rates to be levied or taken at upon or in respect of the Portishead Dock and the traffic thereof and the labour and services and accommodation thereat rendered by or on behalf of the Portishead Company shall not be in any case greater either separately or together than the charges dues tolls and rates taken for the time being in respect of the like traffic at any other public dock within the port of Bristol Provided always that after the transfer of the Portishead Dock to the Corporation it shall be lawful for the Corporation to levy or take in respect of vessels entering within the port of Bristol from foreign countries and using the city docks rates of tonnage less by but not exceeding twopence halfpenny per ton register than shall for the time being be levied or taken in respect of vessels of the like description using the Portishead Dock but such differential rate shall not be produced by increasing the rates of tonnage now levied and taken at the Portishead Dock without the consent of the Great Western Company during a period of eight years from the first day of July one thousand eight hundred and eighty-four.

As to use of pier.

23. Subject to the provisions of the Acts relating to the Portishead Company and the Acts incorporated therewith from and after the transfer to the Corporation of the Portishead Dock the Corporation shall be entitled free of toll and charge to the use of the said pier when required for the purpose of assisting vessels to enter or leave the said dock but so as not to interfere with the proper and efficient use of the said pier for the purposes of traffic.

Arbitration.

24. Where any difference other than a difference as to the necessity for any extension of the dock area or walls arises between the companies or between the Great Western Company and the Corporation as to whether the provisions of this Act are being duly carried into effect such difference shall be referred to the arbitration of the President for the time being of the Institute of Civil Engineers and such arbitrator may award full compensation to any party for any loss or damage which they may have sustained through the default of any other party to such reference and may subject as aforesaid determine any other matters arising upon such reference and direct by which of the parties to such reference the costs and expenses thereof shall be borne and every such award shall be final and binding on all the parties to such reference.

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Any submission to arbitration under this section may be made a rule of the High Court of Justice on the application of any party thereto.

Saving rights of Portishead Gas Company Limited.

25. Nothing in this Act contained shall in anywise alter prejudice or affect any of the rights estates or interests of the Portishead Gas Company Limited under any agreement or deed between them and the Portishead Company.

Saving rights of Portishead Warehouse Company Limited.

26. Nothing in this Act contained shall in anywise alter prejudice or affect any of the rights estates or interests of the Portishead Warehouse Company Limited under any agreement or deed between them and the Portishead Company.

Saving rights of Portishead Dock.

27. Except as by this Act specially provided nothing in this Act shall prejudice abridge alter or affect any of the powers rights or privileges of the Portishead Company as regards the dock undertaking.

Saving rights of Corporation of Bristol.

28. Except as by this Act specially provided nothing in this Act shall take away prejudice alter or abridge any of the estates franchises rights privileges or authorities of the mayor aldermen and burgesses of the city of Bristol.

Provision as to general Railway Acts.

29. Nothing herein contained shall be deemed or construed to exempt the Great Western Company 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.

Act to be construed as if passed prior to the Bristol Corporation Docks Purchase Act.

30. This Act shall be read and construed as if it had become law prior to the passing of an Act of the present session of Parliament intituled "An Act to enable the mayor aldermen and burgesses "of the city of Bristol to purchase the undertakings of the Bristol "Port and Channel Dock Company the Bristol Port and Channel "Dock Warehouse Company Limited and the Portishead Ware-"house Company Limited and the dock undertaking of the Bristol "and Portishead Pier and Railway Company and for other "purposes."

SCHEDULES.

SCHEDULE A.

STATEMENT OF THE AUTHORISED SHARE AND LOAN CAPITAL OF THE PORTISHEAD COMPANY, IN RESPECT OF THEIR PIER AND RAILWAY UNDERTAKING.

Shares.	Loans.	
£	£	
200,000	66,600	Authorised by the Act of 1863.
60,000	20,000	" " " 1866.
60,000	20,000	" " " 1873.
60,000	20,000	" " " 1877.
£380,000	£126,600	

SCHEDULE B.

AGREEMENT BETWEEN THE GREAT WESTERN RAILWAY COMPANY AND THE BRISTOL AND PORTISHEAD PIER AND RAILWAY COMPANY.

AN AGREEMENT made the thirtieth day of July one thousand eight hundred and eighty-four between the Bristol and Portishead Pier and Railway Company (herein-after referred to as "the Portishead Company") of the one part and the Great Western Railway Company (herein-after referred to as "the Great Western Company") of the other part as follows namely :—

1. For the considerations herein-after appearing the Portishead Company agree to sell and the Great Western Company agree to purchase subject to the sanction of Parliament the pier and railway undertaking of the Portishead Company including therein subject as herein contained all railways piers lands houses stations buildings property rights and privileges of the Portishead Company held or acquired by that Company under the several Acts of Parliament relating to the pier and railway undertaking of the Portishead Company or otherwise and all their rights and interests in connexion therewith but such purchase shall not include the dock undertaking of the Portishead Company and the lands property rights and privileges belonging to the dock undertaking or any moneys securities for money or debts due or belonging to the Portishead Company.

2. The purchase shall take effect as on and from the first day of July one thousand eight hundred and eighty-four from which date the pier and railway undertaking of the Portishead Company shall be vested in the Great Western

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Company freed and discharged from all debts liabilities and engagements of every description of the Portishead Company except rentcharges (if any) for land taken by the Portishead Company for the pier and railway undertaking.

3. The Portishead Company shall collect the receipts and pay all outgoings and also pay and discharge all debts and liabilities of every description (including the debenture debt debenture stock rentcharges and the amount due to the Great Western Company for moneys advanced) incurred or to be incurred up to the first day of July one thousand eight hundred and eighty-four.

4. Notwithstanding such sale and purchase as aforesaid the Great Western Company shall not nor shall their undertaking be in any way subject to any claims or demands whatsoever on the part of any of the holders of debentures or debenture stock of the Portishead Company or the creditors of that Company or of any of the holders of stocks or shares in the Portishead Company or any other person in respect of any debts or liabilities (except rentcharges of the Portishead Company) or any engagements of that Company either with their officers and servants or otherwise.

5. The Portishead Company shall not on and from the said first day of July one thousand eight hundred and eighty-four incur any new liability affecting the pier and railway undertaking (except for maintenance and ordinary working expenses of the pier) nor shall they do or consent to anything which shall injuriously affect the interests of the Great Western Company in respect of the pier and railway undertaking.

6. The Portishead Company shall at the latest by the first day of July one thousand eight hundred and ninety cease to exist except so far as may be necessary for winding up their affairs and provisions shall accordingly be made in the Bill now pending in Parliament for winding up the affairs of the Portishead Company as if they were a company with limited liability.

7. The Portishead Company shall on the execution of the conveyance hand over to the Great Western Company all conveyances deeds agreements plans and documents of title relating to land purchased by or held in trust for or otherwise in any way affecting the pier and railway undertaking of the Portishead Company but the Portishead Company shall retain all books of account minute books registers transfer books and all other books or documents necessary for the conduct of the internal affairs of the Portishead Company or the winding up of their undertaking as herein provided until twelve months after the completion of such winding up when the same shall be handed over to the Great Western Company who in the meantime shall have access free of charge at all reasonable times to all such books registers and other documents.

8. Within fourteen days after the passing of the Act to which this agreement is to be scheduled the Portishead Company shall deliver or cause to be delivered to the Great Western Company free of charge the following :—

(1) Parliamentary plans and sections of the pier and railway undertaking.

(2) Book of reference to the plans.

(3) The working plans and sections or a copy thereof.

(4) Copies of all contracts agreements covenants or obligations whatsoever affecting the pier and railway undertaking including those with owners lessees and occupiers or others as to accommodation or other works sidings and level crossings.

And in the event of the Portishead Company failing to do so the Great Western Company in addition to such remedies as they may have against that company for not doing so or to compel them to do so may obtain at the expense of the Portishead Company a copy of such of the above as they can obtain and may deduct the cost thereof from the first moneys payable by them to or on behalf of the Portishead Company.

9. The consideration for such purchase by the Great Western Company of the pier and railway undertaking of the Portishead Company shall be the granting by the Great Western Company to the Portishead Company of an annual rentcharge in perpetuity for the sum of eleven thousand seven hundred and fifty pounds after deduction from such amount of the amount of such rentcharges for land granted by the Portishead Company (if any) as may remain unredeemed by that Company.

10. Nothing herein contained shall prejudice or affect the claim of the Portishead Company on the one hand or the contention of the Great Western Company on the other in respect of the maintenance of the station at Portishead.

11. If any difference shall arise between the Portishead Company their successors or assigns and the Great Western Company their successors or assigns touching the true intent or construction of this agreement or anything to be done suffered or omitted in pursuance of this agreement or any of the incidents or consequences of this agreement or the carrying into effect of any of the articles of this agreement or any breach or non-fulfilment or alleged breach or alleged non-fulfilment of this agreement or any liability damages losses costs or expenses by reason of any such breach or non-fulfilment or alleged breach or alleged non-fulfilment or touching any claim or demand relating to any such liability damages losses costs or expenses or otherwise relating to the premises every such difference shall be referred to and determined by an individual arbitrator in accordance with the provisions of the Railway Companies Arbitration Act 1859 and every question or matter so referred shall be deemed to be a difference between the two companies and this article shall accordingly be and have effect as an agreement between the two companies for arbitration under that Act.

12. This agreement shall be subject to such alterations as Parliament may think fit to make therein but if the committee on the Bill for the confirmation thereof make any material alteration in such agreement it shall be competent to either of the companies parties hereto to withdraw from the same.

In witness whereof the companies parties hereto have caused their common seals to be hereunto affixed the day and year first before written.

L.S.

L.S.

A.D. 1884.

SCHEDULE C.

FORM OF TRANSFER FOR THE PORTISHEAD RAILWAY RENTCHARGE.

I
in consideration of the sum of
paid to by
herein-after called the said transferee do hereby bargain sell assign and transfer to the said transferee the annual sum of pounds Portishead Railway rentcharge of and in the undertaking called the Great Western Railway Company to hold unto the said transferee executors administrators and assigns subject to the several conditions on which held the same immediately before the execution hereof and the said transferee do hereby agree to accept and take the said annual sum of pounds Portishead Railway rentcharge subject to the conditions aforesaid As witness our hands and seals this
day of in the year of our Lord one thousand eight hundred and

Witness's signature address and profession.

Signed sealed and delivered by the above-named in the presence of

Witness's signature address and profession.

Signed sealed and delivered by the above-named in the presence of

SCHEDULE D.

No.

Registered No. _____

GREAT WESTERN RAILWAY COMPANY.

PORTISHEAD RAILWAY RENTCHARGE.

Issued under the provisions of the Great Western and Portishead Railway Companies Act 1884.

This is to certify that
is the proprietor of the annual sum of
of the above rentcharge.

Dated day of 18

Secretary.

LONDON: Printed by EYRE and SPOTTISWOODE,
Printers to the Queen's most Excellent Majesty. 1884.