CHAPTER cxcv.

An Act for granting further powers to the Swindon Marlborough and Andover Railway Company; and for other purposes. [10th August 1882.] A.D. 1882.

WHEREAS the Swindon Marlborough and Andover Railway Company were incorporated by the Swindon Marlborough and Andover Railway Act 1873 with power to make and maintain certain railways in the counties of Wilts and Hants and for that purpose to raise three hundred and seventy-five thousand pounds by shares and one hundred and twenty-five thousand pounds by borrowing: 36 & 37 Vict. c. cxciv.

And whereas further powers were conferred on the Company by the Swindon Marlborough and Andover Railway Act 1878 the Swindon Marlborough and Andover Railway Act 1879 and the Swindon Marlborough and Andover Railway Act 1880: 41 & 42 Vict. c. xiii. 42 & 43 Vict. c. xci. 43 & 44 Vict. c. xviii.

And whereas it is expedient that the Company should be authorised to make and maintain the railways herein-after described and to constitute the same a separate undertaking:

And whereas it is expedient that the Company should be authorised to raise additional capital as herein-after provided:

And whereas it is expedient that the heads of agreement between the Company and the Swindon and Cheltenham Extension Railway Company set forth in the schedule to this Act should be confirmed by Parliament:

And whereas plans and sections showing the lines and levels of the railways and works authorised by this Act and also books of reference containing the names of the owners and lessees or reputed owners and lessees and of the occupiers of the lands required or which may be taken for the purposes or under the powers of this Act were duly deposited with the clerk of the peace for the county of Southampton and are herein-after respectively referred to as the deposited plans sections and books of reference:

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And whereas the purposes of this Act 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:—

Short title.

1. This Act may be cited as the Swindon Marlborough and Andover Railway Act 1882.

Incorporation of general Acts.

8 & 9 Vict. c. 18.
23 & 24 Vict. c. 106.
32 & 33 Vict. c. 18.
8 & 9 Vict. c. 20.
26 & 27 Vict. c. 92.
8 & 9 Vict. c. 16.

2. The Lands Clauses Consolidation Acts 1845 1860 and 1869 the Railways Clauses Consolidation Act 1845 Part I. (relating to construction of a railway) and Part III. (relating to working agreements) of the Railways Clauses Act 1863 the clauses and provisions of the Companies Clauses Consolidation Act 1845 with respect to the following matters (that is to say):

The distribution of the capital of the Company into shares:

The transfer or transmission of shares:

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

The forfeiture of shares for nonpayment of calls:

The remedies of creditors of the Company against the shareholders:

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

The conversion of the borrowed money into capital:

The consolidation of the 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 giving of notices: and

The provision to be made for affording access to the special Act by all parties interested:

Part I. (relating to cancellation and surrender of shares) Part II. (relating to additional capital) and Part III. (relating to debenture stock) of the Companies Clauses Act 1863 are (in so far as applicable and except where expressly varied by this Act) incorporated with and form part of this Act.

26 & 27 Vict. c. 118.

Interpretation.

3. In this Act the several words and expressions to which meanings are assigned by the Acts wholly or partially incorporated herewith have the same respective meanings unless there be something in the subject or context repugnant to such construction The expression "the Company" means the Swindon Marlborough and Andover Railway Company The expression "the railway" or

"the railways" means the railways by this Act authorised The expression "the southern section" means the railways and works by this Act authorised together with all lands buildings and property to be purchased for the purposes of those railways and works The expression "the Act of 1873" means the Swindon Marlborough and Andover Railway Act 1873 The expression "the South-western Company" means the London and South-western Railway Company The expression "the Extension Company" means the Swindon and Cheltenham Extension Railway Company The expression "superior courts" or "court of competent jurisdiction" or any other like expression in this Act or any Act wholly or partially incorporated herewith shall be read and have effect as if the debt or demand with respect to which the expression is used were a common simple contract debt and not a debt or demand created by statute.

Power to make railways.

4. Subject to the provisions of this Act the Company may make and maintain in the line and according to the levels shown on the deposited plans and sections the railways herein-after described with all proper stations sidings approaches works and conveniences connected therewith respectively and may enter upon take and use such of the lands delineated on the said plans and described in the deposited books of reference as may be required for those purposes The railways herein-before referred to and authorised by this Act are:

A railway No. 1 12 miles 4 furlongs 9·50 chains in length commencing in the parish of Eling by a junction with the Southampton and Dorchester branch of the London and South-western Railway and terminating on the foreshore at or near the bridge carrying the private road leading from Lepe to Eaglehurst over the sluice or stream at Stone Point in the parish of Fawley:

A railway No. 2 1 furlong 1 chain in length commencing in the parish of Millbrook by a junction with the Andover Romsey and Redbridge branch of the London and South-western Railway and terminating in the parish of Eling by a junction with the Southampton and Dorchester branch of the London and South-western Railway.

For protection of Southampton Harbour Board.

5. The Company in constructing the Railway No. 2 by this Act authorised shall observe and be bound by the following provisions for the protection of the Southampton Harbour Board:

(1) The said railway shall (unless otherwise agreed between the Company and the said board) be carried across that part of the Southampton Water known as the River Test between the

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points shown on the deposited sections by a viaduct with openings of not less width than thirty feet and with a clear headway of (as nearly as may be practicable) four feet above ordinary spring tides at high water and the viaduct and all the works thereof shall so far as the same affect the waterway of the said river in all respects be constructed to the reasonable satisfaction of the said board:

(2) Except as by this Act expressly authorised with respect to the said railway nothing in this Act contained shall extend or be construed to extend to affect prejudice alter abridge or take away any rights estates powers immunities advantages or privileges whatsoever belonging or appertaining to the Southampton Harbour Board.

For protection of South-western Company.

6. For the protection of the South-western Company the following provisions shall have effect (that is to say):—

(1) The Company shall not enter upon or interfere with any railway of the South-western Company or any of the lands or works of that company or execute any works whatever affecting the same by way of junction or otherwise until the Company shall have delivered to the South-western Company plans and drawings sections and specifications of such intended works and the same shall have been approved in writing by the engineer for the time being of the South-western Company or if such engineer has given no such approval within one month after the delivery of the plans drawings sections and specifications to the South-western Company then by an engineer to be appointed by the President for the time being of the Institution of Civil Engineers on the application of either company and after hearing the South-western Company on the matters thereof:

(2) The junctions of the Railways Nos. 1 and 2 by this Act authorised with the railways of the South-western Company except as after mentioned shall be severally formed at such respective points within the limits of deviation shown on the deposited plans as the engineer of the South-western Company shall in writing approve:

(3) The Railway No. 2 shall be constructed with a double line of rails throughout its whole length and its junction with the Andover Romsey and Redbridge Railway shall be constructed as for a double line junction with a double line and its junction with the Southampton and Dorchester Railway shall be at a point at or near the Totton Station of the South-western Company to be fixed by the engineer of that company and in

part if so required by that company by the adoption for that purpose of a portion of the Southampton and Dorchester Railway for which a deviation line now constructing by the South-western Company is in course of substitution:

(4) The junction of Railway No. 1 with the Southampton and Dorchester Railway shall be constructed and maintained as for a double line junction with a double line The Railway No. 1 shall be constructed and maintained as a double line or at least for such length and under such conditions to be determined by the engineer of the South-western Company as that the same shall be sufficient to provide adequate and sufficient room for the passing of trains upon Railway No. 1 altogether clear of and without any interference with the Southampton and Dorchester Railway:

(5) The Company shall pay to the South-western Company all costs charges and expenses which may from time to time be incurred by them in connexion with or incident to the construction maintenance watching working managing and using the junctions by this Act authorised with their railways and the provisions respecting junctions contained in the Act 26 and 27 Victoria cap. 92 shall as respects each of such junctions operate and have full effect and the Company shall likewise pay to the South-western Company all costs charges and expenses in consequence of or incident to any re-arrangement of their lines of railways junctions signals stations and sidings and of any additional works conveniences or accommodation which may require to be constructed for the purposes or for the accommodation of the Company as shall be agreed upon between the engineers of the Company and of the South-western Company respectively or failing such agreement by an engineer to be appointed by the President for the time being of the Institution of Civil Engineers:

(6) The Company shall bear and on demand pay to the South-western Company the reasonable expense of the employment by them during the construction of any work of the Company adjacent to the South-western Company's railways or any of them of a sufficient number of inspectors signalmen and watchmen to be appointed by them for watching the railways and works of the South-western Company and the conduct of the traffic thereon with reference to and during the construction of the intended works of the Company and for preventing as far as may be all interference obstruction danger and accident with or to the railways and works of the South-western Company

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and shall likewise pay all costs expenses claims or loss incurred by or occasioned to the South-western Company by or from the acts or defaults of any person or persons in the employ of the Company or of their contractors with reference thereto or otherwise:

(7) Except for the purposes of the several junctions by this Act authorised the Company shall not without the consent in writing of the South-western Company take or acquire any rights over any land of the South-western Company and save as aforesaid nothing in this Act contained shall extend to authorise or enable the Company to take or enter upon or use either temporarily or permanently any of the lands of the South-western Company to alter vary or interfere with the railways or works of that company or with any of them further or otherwise than is necessary for the construction and maintenance of the junctions without the consent in writing in every instance of the South-western Company With respect to any lands of the South-western Company which the Company are by this Act authorised to use enter upon or interfere with the Company shall not without such consent in writing purchase or take the same but the Company may purchase and take and the South-western Company shall sell or grant accordingly an easement or right of using the same in perpetuity for the purposes for which but for this enactment the Company might purchase and take the same:

(8) If any dispute shall arise between the South-western Company and the Company respecting the matters and provisions aforesaid or any of them such dispute shall be settled by an arbitrator to be agreed upon between the parties or in case of difference to be appointed on the application of either party by the President for the time being of the Institution of Civil Engineers the costs of such arbitration to be in the discretion of such arbitrator.

(9) Except as by this Act is expressly otherwise provided nothing in this Act contained shall prejudice diminish alter or take away any of the rights privileges or powers of the South-western Company under the Act of 1873 or the agreement in the schedule to that Act annexed or otherwise.

Restriction as to common or commonable lands.

7. For the purposes of the Railway No. 1 by this Act authorised the quantity of land to be taken by the Company from the New Forest and known as King's Copse Rowdown and Blackwell in the township or parish of Denny Lodge in the county of Southampton

shall not exceed thirty acres and for the purposes of the same railway the quantity of land to be taken from the common or commonable lands known as Blackfield in the New Forest in the parish of Fawley in the same county shall not exceed a quarter of an acre.

Lands for extraordinary purposes.

8. The quantity of land to be taken by the Company by agreement for the extraordinary purposes mentioned in the Railways Clauses Consolidation Act 1845 shall not exceed five acres.

Period for compulsory purchase of lands.

9. 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 three years from the passing of this Act.

Authorising level crossings over certain roads affected by the Act of 1873.

10. Notwithstanding anything contained in the Act of 1873 the Company subject to the provisions in the Railways Clauses Consolidation Act 1845 and in Part I. (relating to the construction of a railway) of the Railways Clauses Act 1863 contained in reference to the crossing of roads on the level may in the construction of the railways herein-after mentioned authorised by the Act of 1873 carry the same with a single line only whilst the respective railway shall consist of a single line and afterwards with a double line only across and on the level of the roads next herein-after mentioned which are respectively referred to by the numbers by which they are respectively distinguished on the plans deposited with the respective clerks of the peace for the counties of Wilts and Hants with reference to the Act of 1873 (that is to say):

No. on deposited Plan of 1873.	Parish.	Description of Road.
	Railway No. 1.	
7	Ogbourne St. George - -	Public road
	Railway No. 2.	
15	Kimpton - - - -	Public road
19	Kimpton - - - -	Public road
7	Monxton - - - -	Public road

Power to take easements by agreement.

11. Persons empowered by the Lands Clauses Consolidation Act 1845 to sell and convey or release lands may if they think fit subject to the provisions of that Act and of the Lands Clauses Consolidation Acts Amendment Act 1860 and of this Act grant to the Company any easement right or privilege not being an easement of water required for the purposes of this Act in over or affecting any such lands and the provisions of the said Acts with respect to lands

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and rentcharges so far as the same are applicable in this behalf shall extend and apply to such grants and to such easements rights and privileges as aforesaid respectively.

Period for completion of works.

12. If the railways are not completed within five years from the passing of this Act then on the expiration of that period the powers by this Act granted to the Company for making and completing the railways or otherwise in relation thereto shall cease to be exercised except as to so much thereof as is then completed.

Tolls on new lines of railway.

13. The railways and works by this Act authorised shall for all purposes of tolls rates and charges for the carriage of passengers animals goods and minerals be deemed to be part of the undertaking railway works and property of the Company as if the Company had by the Act of 1873 been authorised to acquire make and maintain the same.

Power for the Company to raise additional capital &c.

14. Subject to the provisions of Part II. of the Companies Clauses Act 1863 the Company may from time to time raise any additional capital not exceeding in the whole two hundred and fifty thousand pounds and of such additional capital one hundred and fifty thousand pounds shall be applied for purposes of the southern section undertaking only and one hundred thousand pounds shall be applied for purposes of the general undertaking of the Company and such respective sums may be raised by the issue at the option of the Company of new ordinary shares or stock or new preference shares or stock or wholly or partially by any one or more of those modes respectively 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.

Receipt clause in case of persons not sui juris.

15. If any money is payable to a holder of shares or stock in the Company being a minor idiot or lunatic the receipt of the guardian or committee of his estate shall be a sufficient discharge to the Company.

New shares or stock to form part of the capital of the Company.

16. Subject to the provisions herein-after contained the capital in new shares or stock created by the Company under this Act and the new shares or stock therein and the holders thereof respectively shall form part of the capital of the Company.

Power to borrow.

17. The Company may in respect of the additional capital of two hundred and fifty thousand pounds which they are by this Act authorised to raise from time to time borrow on mortgage any sum not exceeding in the whole eighty-three thousand three

hundred pounds and fifty thousand pounds thereof shall be borrowed on the security of and shall be applied for the purposes of the southern section undertaking exclusively and thirty-three thousand three hundred pounds shall be borrowed on the security of and shall be applied for the purposes of the general undertaking of the Company and of such sums respectively the Company may borrow not exceeding twenty-five thousand pounds in respect of every seventy-five thousand pounds of such additional capital and in respect of the balance of twenty-five thousand pounds of such additional capital they may borrow the sum of eight thousand three hundred pounds but no part of any such several sums of twenty-five thousand pounds or the balance of eight thousand three hundred pounds shall be borrowed until shares for so much of the portion of additional capital in respect of which the borrowing powers are to be exercised as is to be raised by means of shares are issued and accepted and one half of such portion of capital is paid up and the Company have proved to the justice who is to certify under the fortieth section of the Companies Clauses Consolidation Act 1845 before he so certifies that shares for the whole of that portion of the additional capital in respect of which the borrowing power is proposed to be exercised 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 portion of additional 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 such portion of additional capital as is to be raised by means of stock is fully paid up and the Company have proved to such justice as aforesaid before be so certifies that such shares or stock as the case may be were issued and accepted and paid up bonâ fide and are held by the persons or corporations to whom the same were issued or their executors administrators successors or assigns and also in so far as the said additional capital 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.

For appointment of a receiver in respect of the southern section.

18. The mortgagees of the Company in respect of the southern section undertaking may enforce payment of arrears of interest or principal or principal and interest due on their mortgages by the appointment of a receiver. In order to authorise the appointment of a receiver in respect of arrears of principal the amount owing to

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the mortgagees by whom the application for a receiver is made shall not be less than five thousand pounds in the whole.

For appointment of a receiver in respect of the general undertaking.

19. Every provision in any Act passed before the present session of Parliament whereby the Company is authorised to raise money by borrowing for the purposes of their general undertaking with respect to the appointment of a receiver for enforcing payment by the Company of arrears of principal money or interest or principal money and interest shall be and the same is hereby repealed but without prejudice to any appointment which has been made or to the continuance of any proceedings which have been commenced prior to the passing of this Act under such provision The mortgagees of the general undertaking may enforce payment of arrears of interest or principal or principal and interest due on their mortgages by the appointment of a receiver. In order to authorise the appointment of a receiver in respect of arrears of principal the amount owing to the mortgagees by whom the application for a receiver is made shall not be less than ten thousand pounds in the whole.

Existing mortgages to have priority.

20. The principal moneys secured by all mortgages granted by the Company in pursuance of the powers of any Act of Parliament before the passing of this Act and subsisting at the passing hereof shall during the continuance of such mortgages have priority over principal moneys secured by any mortgages granted by virtue of this Act in respect of the general undertaking or the southern section undertaking.

Debenture stock (southern section).

21. The Company may create and issue debenture stock subject to the provisions of Part III. (relating to debenture stock) of the Companies Clauses Act 1863 instead of the whole or any part of the sum authorised by this Act to be raised by mortgage of the southern section undertaking but notwithstanding anything in that Act contained the interest of all debenture stock and of all mortgages created and issued or granted by the Company under this or any subsequent Act in respect of the southern section undertaking shall subject to the provisions of any subsequent Act rank pari passu (without respect to the dates of the securities or of the Acts of Parliament or resolutions by which the stock and mortgages were authorised) and shall have priority over all principal moneys secured by such mortgages.

Debenture stock (general undertaking).

22. Subject to the provisions of Part III. (relating to debenture stock) of the Companies Clauses Act 1863 the Company may create and issue debenture stock instead of the whole or any part of the sums authorised by this Act to be raised by mortgage of the general

undertaking but notwithstanding anything therein contained the interest of all debenture stock and of all mortgages at any time after the passing of this Act created and issued by the Company in respect of the general undertaking under this or any subsequent Act shall subject to the provisions of any subsequent Act rank pari passu (without respect to the dates of the securities or of the Acts of Parliament or resolutions by which the stock and mortgages were authorised) and shall have priority over all principal moneys secured by such mortgages.

Application of additional capital of the Company.

23. All moneys raised under this Act whether for the general undertaking or the southern section undertaking and whether by shares stock debenture stock or borrowing shall be applied for purposes to which capital is properly applicable.

Deposit money not to be repaid except so far as railway is opened.

24. Whereas pursuant to the standing orders of both Houses of Parliament and to an Act of the ninth year of the reign of Her present Majesty chapter twenty a sum of seven thousand four hundred and eighty-eight pounds of Three per Centum Consolidated Bank Annuities being equal to five per centum upon the amount of the estimate in respect of the railways has been transferred into the Chancery Division of the High Court of Justice in England in respect of the application to Parliament for this Act which sum is referred to in this Act as the deposit fund. Be it enacted that notwithstanding anything contained in the said Act the said deposit fund shall not be paid or transferred to or on the application of the person or persons or the majority of the persons named in the warrant or order issued in pursuance of the said Act or the survivors or survivor of them (which persons survivors or survivor are or is in this Act referred to as the depositors) unless the Company shall previously to the expiration of the period limited by this Act for the completion of the railways open the same for the public conveyance of passengers Provided that if within such period as aforesaid the Company open any portion of the railways for the public conveyance of passengers then on the production of a certificate of the Board of Trade specifying the length of the portion of the railways opened as aforesaid and the portion of the deposit fund which bears to the whole of the deposit fund the same proportion that the length of the railways so opened bears to the entire length of the railways the Chancery Division shall on the application of the depositors or the majority of them order the portion of the deposit fund specified in the certificate to be paid or transferred to them or as they shall direct and the certificate of the Board of Trade shall be sufficient evidence of the facts therein certified and it shall not be necessary to produce any certificate of this Act

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having passed anything in the above-mentioned Act to the contrary notwithstanding.

Application of deposit.

25. If the Company do not previously to the expiration of the period limited for the completion of the railways complete and open the same for the public conveyance of passengers then and in every such case the deposit fund or so much thereof as shall not have been paid to the depositors shall be applicable and after due notice in the London Gazette shall be applied towards compensating any landowners or other persons whose property has been interfered with or otherwise rendered less valuable by the commencement construction or abandonment of the railways or any portion thereof or who have been subjected to injury or loss in consequence of the compulsory powers of taking property conferred upon the Company by this Act and for which injury or loss no compensation or inadequate compensation has been paid and shall be distributed in satisfaction of such compensation as aforesaid in such manner and in such proportions as to the Chancery Division of the High Court of Justice in England may seem fit and if no such compensation is payable or if a portion of the deposit fund has been found sufficient to satisfy all just claims in respect of such compensation then the deposit fund or such portion thereof as may not be required as aforesaid shall either be forfeited to Her Majesty and accordingly be paid or transferred to or for the account of Her Majesty's Exchequer in such manner as the Chancery Division thinks fit to order on the application of the Solicitor of Her Majesty's Treasury and shall be carried to and form part of the Consolidated Fund of the United Kingdom or in the discretion of the Chancery Division if the Company is insolvent and has been ordered to be wound up or a receiver has been appointed shall wholly or in part be paid or transferred to such receiver or to the liquidator or liquidators of the Company or be otherwise applied as part of the assets of the Company for the benefit of the creditors thereof Provided that until the deposit fund has been repaid to the depositors or has become otherwise applicable as herein-before mentioned any interest or dividends accruing thereon shall from time to time and as often as the same shall become payable be paid to or on the application of the depositors.

Providing for separate undertaking.

26. The southern section shall subject to the provisions of this Act form a separate undertaking distinct and apart from the rest of the undertaking of the Company.

Capital of separate undertaking.

27. The capital of the southern section shall be one hundred and fifty thousand pounds raised by shares or stock and fifty thousand pounds raised by borrowing as herein-before provided.

Providing for management of separate undertaking.

28. The directors of the Company shall have the working and management of the affairs of the southern section and they and any committees appointed by them for the purposes of that undertaking shall have and shall exercise all such and the same powers with respect thereto as they have or might have or exercise with respect to the rest of the undertaking of the Company.

Prescribing how terms to be settled.

29. The terms and conditions upon which the southern section shall be worked and managed by the Company and the dividends or annual or other sums to be paid to or upon the shares or stock constituting the said separate capital out of the gross receipts arising from traffic passing as well upon the southern section as upon that section and the other railways of the Company and the payment to be made in respect of the use of the southern section for the traffic of the Company shall be such as shall be defined and settled by an extraordinary general meeting of the Company duly convened with notice of the object and the substance of such terms and conditions shall be endorsed upon the certificates of the shares or stock or debenture stock and upon the mortgages constituting the separate capital of the southern section upon the creation and issue of the same.

Southern section exempt from mortgages of general undertaking.

30. The southern section and the revenue arising therefrom shall not be liable for any mortgage or debenture debt or other charge upon any other part of the undertaking of the Company or for the payment of interest thereon and no mortgagee or creditor of the southern section shall have any claim on or against any other part of the undertaking of the Company.

General undertaking exempt from mortgages of southern section.

31. The general undertaking of the Company and the revenue arising therefrom shall not be liable for any mortgage or debenture debt or other charge upon any part of the southern section undertaking or for the payment of interest thereon and no mortgagee or creditor of the general undertaking shall have any claim on or against any part of the southern section undertaking.

Providing for separate accounts.

32. Separate accounts shall be kept of the capital and revenue of the southern section and of the payments made in respect of the said capital and revenue in the same form as nearly as may be and subject to the same conditions as such accounts would be kept if the southern section belonged to an independent company.

Southern section to be worked in an efficient manner.

33. After the opening of the southern section for public traffic the Company shall work the same and convey traffic thereon in a proper manner and so as fairly to accommodate and develop the traffic of the district to be served by the southern section In case

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any difference shall arise between the Company and any of the holders of stock or shares in the separate capital with respect to the working or non-working or insufficient working by the Company of the southern section or otherwise in relation thereto whereby the holders of such shares or stock deem themselves to be injuriously affected such difference shall be settled by an arbitrator to be appointed by the Board of Trade on the application of either party and such arbitrator shall have full power to settle and determine any such difference and to order the Company to do or to abstain from doing all such acts matters and things as he shall think fit and to make such order with respect to the costs of such arbitration as he shall think just In case the Company make default in complying with any such order within the time thereby prescribed then and in every such case the Company shall for every such default be liable to a penalty not exceeding fifty pounds and to a further penalty not exceeding fifty pounds for every day after the first during which such default shall continue.

Power to use certain portions of railways.

34. The Company and (so far as regards the portions of railways in this section described as (a) and (b)) the South-western Company may run over and use with their engines carriages and waggons officers and servants of every description and for the purposes of traffic of all kinds the portions of railways herein-after mentioned (that is to say):

(a) So much of the Marlborough Railway as lies between the intended junction of the Swindon Marlborough and Andover Railway therewith near the Marlborough Railway Station at Marlborough and the junction of the Marlborough Railway with the Berks and Hants Extension Railway at or near Savernake:

(b) So much of the Berks and Hants Extension Railway as lies between the junction of that railway with the Marlborough Railway at or near Savernake and the junction of the Berks and Hants Extension Railway with the Railway No. 2 authorised by the Act of 1873 near Wolfhall Road in the parish of Great Bedwin:

And the Company and all companies and persons lawfully working or using the railways of the Company may run over work and use with their engines carriages and waggons officers and servants of every description and for the purposes of traffic of all kinds the portions of railway herein-after mentioned (that is to say):

(c) So much of the London and South-western Railway as lies between the termination of Railway No. 2 authorised by the Act of 1873 in the parish of Abbots Ann in the county of

Southampton and the Andover Junction Railway Station of the London and South-western Railway:

(d) So much of the Andover Romsey and Redbridge and Southampton and Dorchester Branch Lines of the London and South-western Railway as lies between the Andover Junction Railway Station of the South-western Company and the Southampton Docks Station of that company:

(e) So much of the Southampton and Dorchester Branch of the London and South-western Railway as lies between the junction of the Railway No. 1 by this Act authorised therewith and the Redbridge Station on the said Southampton and Dorchester Branch:

And the powers by this section granted shall extend respectively to the stations at Savernake Andover Redbridge Totton and Southampton Docks and all other stations sidings platforms points signals junctions and roads water engines engine-sheds standing room for engines booking and other offices warehouses machinery works and conveniences connected with such portions of railways as aforesaid; and the Company or companies to whom such portions of railways and stations belong shall forthwith execute at the expense of the Swindon Marlborough and Andover Railway Company all such works if any as the Board of Trade may require to be executed for the safety of the public consequent upon the Swindon Marlborough and Andover Railway Company running over the said portions of railway and to enable the Board of Trade to issue a certificate that such portions of railway are fit and may be used for the purposes of traffic and the said company or companies shall make all necessary arrangements and afford all reasonable facilities and perform all reasonable services for the passage reception delivery and transmission of traffic over their railways to and from the railways of the Company and make provision for the use of booking offices at the stations on such portions of railways and all other matters necessary for facilitating the traffic of the Company and of such other companies or persons working or using the railways of the Company as aforesaid:

Provided always that notwithstanding anything in this Act contained the Company in the exercise of the powers by this Act granted to them for running over and using portions of the railways of the South-western Company or otherwise shall not without the consent in writing of the South-western Company use the Totton Station of that company except for passenger traffic nor without such consent use for any purpose the Eling Junction Station of that company.

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Terms of such use.

35. The terms conditions and regulations to which the Company and such other companies or persons as aforesaid shall be subject in respect of the said use facilities and services and the tolls or other considerations to be paid by them for the same shall if not agreed upon between them and the company to whom such portions of railways belong be from time to time determined by an arbitrator to be appointed by the Board of Trade on the application of any of the said companies and the decisions of such arbitrator shall be binding and conclusive on all the parties in difference and the costs and expenses of such arbitration shall be defrayed as the arbitrator shall direct And any of the said companies who shall refuse or neglect to perform observe and conform to any decision given or regulation made by any such arbitrator in the premises shall forfeit and pay to such person or company as the arbitrator shall determine any sum not exceeding fifty pounds for every such offence and twenty pounds for every day during which such offence shall continue.

Provided always that the Berks and Hants Extension Railway Company and the Great Western Company shall be paid in respect of the user of the aforesaid portion of the Berks and Hants Extension Railway by the Company not less than the minimum annual sum of three hundred pounds provided to be paid by the Act of 1873 over and above the sum or sums to be paid for the use of the Savernake Station and the works and conveniences connected therewith.

For protecting local traffic.

36. In exercising the powers herein-before granted it shall not be lawful for the Company or any other company or persons lawfully using the railways of the company unless with the consent in writing of the Company to whom the portion of railway belongs to take up at any station of the same last-mentioned company upon any portion of the railways herein-before specified any passengers parcels animals goods or minerals and to deliver the same at another station of the same company And if the Company or any such other companies or persons violate this enactment they shall for every such violation pay to the company to whom the portion of railway belongs fifty pounds by way of penalty.

Tolls on traffic conveyed partly on the railway and partly on the railways of other companies.

37. During the exercise of the running powers herein-before granted the railways of the Company and of such other companies shall for the purposes of short distance tolls and charges be considered as one railway and in estimating the amount of tolls and charges in respect of traffic conveyed partly on the railway and partly on the railways of such other companies for a less distance than four miles tolls and charges may only be charged as for four

miles and in respect of passengers for every mile or fraction of a mile beyond four miles tolls and charges as for one mile only and in respect of animals and goods for every quarter of a mile or fraction of a quarter of a mile beyond four miles tolls and charges as for a quarter of a mile only and no other short distance charge shall be made for the conveyance of passengers animals or goods partly on the railway and partly on the railways of such other companies.

Running powers to South-western Company over Railways Nos. 1 and 2 authorised by this Act.

38. The South-western Company may run over and use with their engines carriages and waggons officers and servants of every description and for the purposes of traffic of all kinds the railways Nos. 1 and 2 by this Act authorised or as the same may be constructed or either of such railways and all stations sidings platforms points signals junctions roads water engines engine-sheds standing room for engines booking and other offices warehouses machinery works and conveniences upon or connected with those railways or either of them and the Company shall make all reasonable arrangements for those purposes and afford all proper and reasonable facilities and perform all proper and reasonable services for the accommodation passage reception delivery and transmission of traffic over their railways to and from the railways of the South-western Company.

Terms, &c. of running powers.

39. The terms conditions and regulations to which the South-western Company shall be subject in respect of the said running over and user facilities and services and the tolls or other considerations to be paid by them for the same shall if not agreed upon between them and the Company be from time to time determined by an arbitrator to be appointed by the Board of Trade on the application of either of the said companies and the decisions of such arbitrator shall be binding and conclusive and the costs and expenses of such arbitration shall be defrayed as the arbitrator shall direct.

For protection of local traffic.

40. In the exercise of the powers of running over and using the railways by this Act authorised it shall not be lawful for the South-western Company unless with the consent in writing of the Company to take up at any station of the Company upon any portion of the Railways Nos. 1 and 2 by this Act authorised any passengers parcels animals goods or minerals and to deliver the same at another station of the Company upon those railways or either of them.

Short distance clause.

41. During the exercise of the running powers herein-before granted the railways of the South-western Company and of the Company shall for the purpose of short distance tolls and charges in respect of traffic conveyed partly on the Railways Nos. 1 and 2 or

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either of them and partly on the railways of the South-western Company for a less distance than four miles tolls and charges may only be charged as for four miles and in respect of passengers for every mile or fraction of a mile beyond four miles tolls and charges as for one mile only and in respect of animals and goods for every quarter of a mile or fraction of a quarter of a mile beyond four miles tolls and charges as for a quarter of a mile only and no other short distance charge shall be made for the conveyance of passengers animals or goods partly on Railways Nos. 1 and 2 or either of them and partly on the railways of the South-western Company.

Company not to oppose Bill for joint powers as to new railways.

42. If within five years from the passing of this Act the South-western Company shall apply to Parliament for an Act or provisions to transfer or authorise the transfer to the Company and the South-western Company jointly of the powers conferred by this Act upon the Company for making the railways by this Act authorised upon the principles of joint and equal ownership and user and joint and equal cost of construction the Company shall not directly or indirectly offer any opposition to such application further or otherwise than may be necessary for securing the insertion therein of just and proper provisions for securing to each company equality of ownership and user and equality of contribution towards the cost of construction and of all incidental expenses Provided always that nothing herein contained shall be held or construed to prevent or hinder the Company from in the meantime exercising all or any of the powers of this Act with reference to the railways by this Act authorised as if this section had not been part of this Act.

Confirming agreement with Swindon and Cheltenham Extension Railway Company.

43. The heads of agreement as set forth in the schedule to this Act are hereby confirmed and made binding on the Company and the Extension Company and full effect may and shall be given thereto :

Provided always that at the expiration of the first or any subsequent period of five years after the date of such agreement either of the companies parties thereto or the Board of Trade (if they are of opinion that the interests of the public are prejudicially affected thereby) as the case may be may cause the same to be revised by the Board of Trade and the Board of Trade may require the companies parties thereto to publish such notices of any intended revision of the agreement as the Board may direct and the Board of Trade may modify the agreement in such manner as may to them seem expedient in the interests of the companies or either of them or for the protection of the interests of the public and may declare the modification to be part of the agreement and the same shall be read and take effect accordingly.

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Quorum of directors.

44. Section twenty-one of the Act of 1873 is hereby repealed and the quorum of a meeting of directors shall be four but if the number of directors be reduced to five the quorum shall be three.

Power for Commissioners of Woods &c. to grant lease for 999 years to the Company.

45. The powers of leasing given by an Act of the session holden in the tenth year of His Majesty King George the Fourth chapter fifty shall extend to enable the Commissioners of Her Majesty's Woods Forests and Land Revenues or either of them with the consent of the Commissioners of Her Majesty's Treasury to grant and to enter into any agreement for granting to the Company a lease of the estate and interest of Her Majesty Her heirs and successors in such part or parts of the New Forest in the county of Southampton as may be required for the purposes of this Act for any term not exceeding nine hundred and ninety-nine years from the time of making the lease or agreement for a lease.

Provisions as to rights of commoners of the New Forest.

40 & 41 Vict. c. cxxi.

46. As regards the interests or rights of the commoners of the New Forest in or over any lands required for the purposes of this Act the open lands of the New Forest over which rights of common exist shall be deemed to be common or waste lands within the meaning of the Lands Clauses Consolidation Act 1845 and the verderers of the New Forest as constituted by the New Forest Act 1877 shall be deemed to represent the commoners for the purposes of this Act and to constitute a committee of such commoners within the meaning of the one hundred and fourth and following sections of the Lands Clauses Consolidation Act 1845 save only and except such part of section one hundred and four as provides for the distribution of compensation received by a committee Any money to be received by way of compensation by the verderers acting as such committee as aforesaid shall be applicable by them to and for the purposes and in the manner to for and in which the same would be applicable by them in case the same were money coming to their hands under or by virtue of the New Forest Act 1877.

Saving rights of the Crown.

47. Nothing contained in this Act shall authorise the Company to take use or in any manner interfere with any land soil tenements or hereditaments or any rights of whatsoever nature belonging to or enjoyed or exerciseable by the Queen's most Excellent Majesty in right of Her Crown and under the management of the Commissioners of Her Majesty's Woods Forests and Land Revenues or either of them without the previous consent in writing of the same Commissioners or one of them on behalf of Her Majesty first had and obtained for that purpose (which consent such Commissioners are hereby respectively authorised to give) and as incidental to any such consent as aforesaid the Company may enter into any agree-

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ment with the Commissioners of Her Majesty's Woods Forests and Land Revenues or either of them who respectively may with the approval of the Commissioners of Her Majesty's Treasury join in every such agreement and the said Commissioners of Her Majesty's Woods Forests and Land Revenues with the like approval and the Company may respectively execute all necessary conveyances leases licenses or other deeds of or relating to any land hereditaments or rights belonging to Her Majesty in right of Her Crown and under the management of the same Commissioners and every agreement so entered into as aforesaid shall be performed by the same Commissioners and the Company respectively And nothing in the said Act contained shall divest take away prejudice diminish or alter any estate right privilege power or authority now or from time to time vested in or enjoyed or exerciseable by the Queen's Majesty Her heirs or successors.

Saving rights of the Crown in the foreshore.

48. Nothing contained in this Act shall authorise the Company to take use or in any manner interfere with any portion of the shore or bed of the sea or of any river channel creek bay or estuary or any right in respect thereof belonging to the Queen's most Excellent Majesty in right of Her Crown and under the management of the Board of Trade without the previous consent in writing of the Board of Trade on behalf of Her Majesty (which consent the Board of Trade may give) neither shall anything in this Act contained extend to take away prejudice diminish or alter any of the estates privileges powers or authorities vested in or enjoyed or exerciseable by the Queen's Majesty Her heirs and successors.

Saving rights of the Crown under 29 & 30 Vict. c. 62.

49. Nothing contained in this Act or to be done under the authority thereof shall in any manner affect the title to any of the subjects or any rights powers or authorities mentioned in or reserved by sections twenty twenty-one and twenty-two of the Crown Lands Act 1866 and belonging to or exerciseable on behalf of Her Majesty Her heirs and successors.

Classification table to be open to inspection and copies to be sold.

50. The book tables or other document in use for the time being containing the general classification of goods carried by goods or merchandise trains on the railways of the Company shall during all reasonable hours be open to the inspection of any person without the payment of any fee at every station at which goods or merchandise are received for transmission and such book tables or other document as annually revised shall be kept on sale at the principal office of the Company at a price not exceeding one shilling :

Accounts to be rendered as to terminal charge.

The Company shall within one week after application in writing made to the secretary of the Company by any person interested in

the carriage of any goods which have been or are intended to be carried over the railway render an account to the person so applying in which the charge made or claimed by the Company for the carriage of such goods shall be divided and the charge for conveyance over the railway shall be distinguished from the terminal charges (if any) and if any terminal charge is included in such account the nature and detail of the terminal expenses in respect of which it is made shall be specified :

Penalty.

If the Company fail to comply with the provisions of this section they shall for each offence and in the case of a continuing offence for every day during which the offence continues be liable to a penalty not exceeding five pounds which penalty shall be recovered and applied in the same manner as penalties imposed by the Regulation of Railways Act 1873 section 14.

36 & 37 Vict. c. 48.

Interest not to be paid on calls paid up.

51. The Company shall not out of any money by this Act authorised to be raised pay interest or dividend to any shareholder on the amount of the calls made in respect of the shares held by him but nothing in this Act shall prevent the Company from paying to any shareholder such interest on money advanced by him beyond the amount of the calls actually made as is in conformity with the Companies Clauses Consolidation Act 1845.

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

52. The Company shall not out of any money which they are by this Act authorised to raise pay or deposit any sum which by any standing order of either House of Parliament now or hereafter in force may be required to be deposited in respect of any application to Parliament for the purpose of obtaining an Act authorising the Company to construct any other railway or to execute any other work or undertaking.

Provision as to general Railway Acts.

53. Nothing in this Act contained shall exempt the Company or the railway from the provisions of any general Act relating to railways or 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 or alteration under the authority of Parliament of the maximum rates of fares and charges or the rates for small parcels authorised to be taken by the Company.

Expenses of Act.

54. 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.

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SCHEDULE referred to in the foregoing Act.

Heads of Agreement made this tenth day of June 1882 between the Swindon and Cheltenham Extension Railway Company (hereinafter called the Extension Company) of the one part and the Swindon Marlborough and Andover Railway Company (herein after called the Swindon Company) of the other part.

Heads of agreement subject to approval of Parliament.

1. These heads of agreement are made subject to the approval of Parliament and if practicable to be scheduled to and confirmed by the Bill promoted in the present session of Parliament by the Swindon Company The same are made subject to such alterations as Parliament may think fit to make therein but if the Committee on the Bill make any material alteration therein either of the parties hereto may withdraw therefrom.

The Extension Company to make the railway and works.

2. The Extension Company shall at their own expense make and complete their railways as authorised by their Act of incorporation and within the period limited thereby as a single line with all proper junctions sidings stations crossing places fittings signals electric telegraph machinery appliances works and conveniences to the approval of the Board of Trade and the satisfaction of the Swindon Company's engineer and in accordance with plans sections and specifications to be approved and signed by the Swindon Company's engineer previous to the commencement of the works so as to enable the Swindon Company to work the traffic in an efficient and convenient manner on and over the railways of the Extension Company and to exercise all the powers as to running or otherwise conferred upon the Extension Company by their Act of incorporation.

Extension Company to make arrangements to enable Swindon Company to exercise running powers.

3. Before the opening of the railways for public traffic the Extension Company will make all such arrangements (within their parliamentary powers) as shall be proper and sufficient to enable the Swindon Company to exercise running powers over the Banbury and Cheltenham Direct Great Western or East Gloucestershire Railways and to work the traffic in and out of the Cheltenham Station of the Great Western Railway and the Fairford Station of the East Gloucestershire Railway and the Extension Company shall enter into all necessary arrangements with the Great Western Railway Company and the East Gloucestershire Railway Company for the accommodation of that traffic at Cheltenham and Fairford Stations and shall defray the capital outlay if any thereby rendered necessary or as the case may be shall out of their proportion of the gross receipts payable to them under this agreement pay such rents or other consideration as the Great Western Railway Company or the East Gloucestershire Railway Company may be entitled to if such capital outlay be made by them or either of them.

The Extension Company to maintain for

4. The Extension Company shall maintain and keep the whole of the said railways and works in good and complete condition working order and repair

and reinstate all injuries and damage thereto howsoever caused subject as herein-after mentioned for the period of one year reckoning from the date which the Swindon Company's engineer shall certify in writing as the day when the works have been completed Provided always that if any section of the said railways and works shall be opened for public traffic before the completion of the whole lines the Extension Company shall be bound to maintain each such section for the period of one year only from the date of such opening. A.D. 1882. twelve months from opening.

5. Whenever after the opening of the said railways for public traffic any additional sidings stations or other works or conveniences may be found necessary for the public safety or the due development or accommodation of the traffic the Extension Company shall provide the same to the extent of the moneys authorised to be raised by that company and if greater expenditure for such purpose be found necessary the terms and conditions and mode of raising the requisite moneys shall subject to the consent of Parliament and failing agreement between the parties hereto be determined and fixed by arbitration. Provision as to additional works.

6. The Extension Company shall not at any time act as carriers on the said railways or any part thereof or any other railway over which they have running powers and shall abstain from doing or concurring in anything which might directly or indirectly impede or disturb the quiet enjoyment by the Swindon Company of the rights powers and privileges conferred upon them by virtue of these heads of agreement. The Swindon Company to have quiet enjoyment of the railways.

7. The Extension Company shall pay all tithes rents including the rent if any payable in lieu of capital outlay under Article 3 hereof land tax and all other taxes and rates usually paid by landowners and all expenditure properly chargeable against capital and the Swindon Company shall pay all salaries wages (except the remuneration of the directors secretary and staff and auditors of the Extension Company) and all poor rates and other taxes and assessments usually payable by lessees or tenants (except property or income tax) and all other outgoings in respect of the said railways properly chargeable to revenue. Payments to be made by Extension Company and by Swindon Company.

8. If at any time during the continuance of these heads of agreement the Swindon Company shall satisfy any liability of the Extension Company properly chargeable against capital the amount so paid shall be a debt due from the Extension Company to the Swindon Company and shall be deducted from any moneys payable to the Extension Company by the Swindon Company. Provision for repayment to Swindon Company of sums paid on behalf of Extension Company.

9. On and after the opening of the said railways the Swindon Company shall exclusively manage work and use the said railways and the traffic thereon in accordance with these heads of agreement and shall maintain repair and keep in good working order and condition the said railways with all stations works and conveniences including sidings (not being sidings constructed for or by private individuals) except as provided by the fourth article of this agreement. The Swindon Company to work and maintain the railways and works.

10. The Swindon Company shall work the said railways as part of their own system and convey and accommodate the traffic thereon so as fairly to develop the traffic of the district served by the said railways and encourage the through traffic passing over the same and shall run a reasonable service of trains upon the said railways in convenient connexion with the trains of their own system. The Swindon Company to develop traffic on the railways.

11. With respect to the conveyance of troops police or mails or other traffic which the Extension Company may be specially called on to convey the Provision as to the conveyance of troops mails

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&c. on the railways.

Swindon Company shall act as their agents in conveying the same and shall perform all their duties in that behalf and indemnify the Extension Company against all consequences of default on the part of the Swindon Company.

The Swindon Company to provide all servants and rolling stock.

12. On and after the opening of the said railways the Swindon Company shall provide and employ all station masters clerks porters workmen and servants and all other officers and agents requisite for the working of the said railways (except the directors secretary and staff and auditors of the Extension Company) and shall supply and maintain in good working order and condition all engines rolling stock plant machinery stores and materials necessary for the fit and proper working of the traffic of the said railways but exclusive of waggons for mineral traffic except so far as the Swindon Company find waggons for such traffic on their own line.

The Swindon Company to enjoy rights and perform obligations of Extension Company and to indemnify the latter against default.

13. On and after the opening of the said railways the Swindon Company shall enjoy for the purposes of these heads of agreement all the rights powers and privileges of the Extension Company as if the said railways were part of the Swindon Company's Railway and shall observe the duties and obligations imposed by Parliament upon the Extension Company with respect to the management maintenance repair (except as provided by Article 4 of this agreement) working and user of the said railways and shall indemnify the Extension Company against any damage by reason of any unlawful act or omission of the Swindon Company their agents officers or servants in relation thereto.

Receipts of Swindon Company.

14. The Swindon Company shall receive all tolls rates fares charges rents allowances and other income in respect of both through and local traffic or otherwise arising from the said railways except from surplus land and property of that nature.

Division of receipts.

15. The Swindon Company shall be entitled in each half year to retain out of the gross amount of such tolls rates fares charges rents allowances and other income from time to time receivable by them under these heads of agreement a sum equal to fifty-seven and a half per centum thereof and such per-centage shall cover their working and all other expenses and liabilities whatsoever under these heads of agreement and the Swindon Company shall pay over the balance to the Extension Company within six weeks after the thirtieth day of June and the thirty-first day of December in each year Provided nevertheless that such gross amounts shall stand charged in the first instance and in priority to any such division of receipts between the parties as aforesaid with the payment of interest at a rate not exceeding five per centum per annum on the debentures of the Extension Company the Swindon Company being entitled to supply the deficiency if any in the per-centage hereby agreed upon in any half year out of the receipts of the next or succeeding half years or out of the rebate hereinafter mentioned.

Rebate allowance.

16. In respect of all traffic booked or invoiced to from or over the railways of the Extension Company and passing over the railway of the Swindon Company or any part thereof the Swindon Company shall in addition to the proportion of the gross receipts payable to the Extension Company under the last preceding article allow to the Extension Company a rebate of fifteen per cent. upon all moneys received by them for the use of their own undertaking by or in respect of such through traffic.

17. The Swindon Company shall keep render and vouch all proper accounts and give the Extension Company due facilities for inspection and verification of the same. The Swindon Company to render accounts &c.

18. A system of through rates and fares shall be established and maintained between all stations on the Swindon Company's railway and all stations on or beyond the said railway to which the Swindon Company have through rates and fares from their own stations and all tolls fares rates and charges for traffic arising on destined for or passing over any portion of the said railway shall be fixed from time to time failing agreement between the parties hereto by arbitration. Through rates and fares to be established.

19. All contracts made by the Extension Company affecting the management maintenance repair working or use of the said railways or involving conditions or engagements to be directly or indirectly binding on or fulfilled by the Swindon Company shall be made subject to the approval of the Swindon Company. Provision as to contracts of Extension Company.

20. All differences between the two companies parties hereto relating to these heads of agreement and all questions as to the carrying into effect of any of its provisions or anything to be done by either of the parties hereto in execution hereof shall be referred for determination to the Railway Commissioners. Arbitration.

Sealed with the seal of the Swindon Marlborough and Andover Railway Company in the presence of

C. L. BROOKE,
Secretary.

L.S.

Sealed with the seal of the Swindon and Cheltenham Extension Railway Company in the presence of

C. L. BROOKE,
Secretary.

L.S.

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