CHAPTER cxix.

An Act for conferring further powers on the Westgate and Birchington Gas Company for the purchase of land the construction of works the raising of money and otherwise in relation to their undertaking. [12th July 1882.] A.D. 1882.

WHEREAS by the Westgate and Birchington Gas Act 1881 (in this Act called the Act of 1881) the Westgate and Birchington Gas Company (in this Act called the Company) were incorporated for the purpose of making and supplying gas within the parish of Birchington and parts of the parishes of St. John the Baptist Minster and Acol all in the Isle of Thanet in the county of Kent and were authorised to raise a share capital of twenty-four thousand pounds and to borrow not exceeding in the whole six thousand pounds: 44 & 45 Vict. c. xxvii.

And whereas the demand for gas within the limits of supply of the Company is increasing and the existing works of the Company are insufficient for the purposes of the Company and cannot be conveniently enlarged owing to the limited area of the site on which they are erected and in order to enable the Company to meet such demand and for the better and more effectually carrying out the objects and purposes of their undertaking it is expedient that they be authorised to acquire more land and to construct additional works and to raise further moneys as by this Act provided:

And whereas it is expedient that other provisions be made with respect to the Company:

And whereas the objects 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 (that is to say):

A.D. 1882.

Short title.

1. This Act may be cited as the Westgate and Birchington Gas 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. 16.

2. The Lands Clauses Consolidation Acts 1845 1860 and 1869 (except the provisions thereof with respect to the purchase and taking of lands otherwise than by agreement and with respect to the entry upon lands by the promoters of the undertaking) the provisions of the Companies Clauses Consolidation Act 1845 with respect to the following matters (namely):

The distribution of the capital of the Company into shares;

The transfer or transmission of shares;

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

The forfeiture of shares for nonpayment of calls;

The remedies of creditors of the Company against the shareholders;

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

The conversion of borrowed money into capital;

The consolidation of shares into stock;

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.

10 & 11 Vict. c. 15.
26 & 27 Vict. c. 118.
32 & 33 Vict. c. 48.

The Gasworks Clauses Act 1847 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 as amended by the Companies Clauses Act 1869 are (except where expressly varied by this Act) incorporated with and form part of this Act.

Interpretation.

3. In this Act the several words and expressions to which meanings are assigned by the Acts wholly or partly incorporated with this Act shall have the same respective meanings unless there be something in the subject or context repugnant to such construction. The expressions "the works" or "the gasworks" shall respectively mean and include the gasworks and works connected therewith by this Act authorised to be made and maintained by the Company and any improvement thereof which they may construct under the powers of this Act. And the expressions "superior courts" or "court of competent jurisdiction" or any other like expression in this Act or any Act wholly or partly incorporated with this Act shall for the purposes of this Act be read and have effect as if the debt or demand with respect to which the expression is

used were a simple contract debt and not a debt or demand created by statute. A.D. 1882.

Power to Company to raise additional capital.

4. The Company may from time to time raise (in addition to their present capital) any further sums not exceeding in the whole fifteen thousand pounds by the creation and issue of new ordinary shares or stock or new preference shares or stock or wholly or partially by 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 or stock vest in the person or corporation accepting the same unless and until the full nominal amount of such share or stock together with any premium obtained upon the sale thereof shall have been paid in respect thereof. Provided that it shall not be lawful for the Company to create and issue under the powers of this Act any greater nominal amount of capital than shall be sufficient to produce including any premiums which may be obtained on the sale thereof the sum of fifteen thousand pounds.

Except as otherwise provided new shares or stock to be subject to same incidents as existing shares or stock.

5. Except as is by this Act otherwise provided 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 be subject and entitled to the same powers provisions liabilities rights privileges and incidents whatsoever in all respects as if that capital were part of the now existing capital of the Company of the same class or description and the new shares or stock were shares or stock in that capital. The capital in new shares or stock so created shall form part of the capital of the Company.

Restriction as to votes in respect of preferential shares or stock.

6. Except as otherwise expressly provided by the resolution creating the same no person shall be entitled to vote in respect of any new shares or stock to which a preferential dividend shall be assigned.

Profits of the Company limited.

7. The Company shall not in any one year make out of their profits any larger dividend on the additional share capital to be raised under the powers of this Act than seven pounds in respect of every one hundred pounds actually paid up of such capital as shall be issued as ordinary capital or six pounds in respect of every one hundred pounds actually paid up of such capital as may be issued as preference capital.

Dividend on different classes of stock or shares to be paid proportionately.

8. In case in any half year the net revenues of the Company applicable to dividend shall be insufficient to pay the full amount of the prescribed maximum rate of dividend on each class of ordinary shares or stock in the capital of the Company a proportionate deduction shall be made in the dividend of each class.

A.D. 1882.

New capital to be offered by auction or tender.

9. Notwithstanding anything in this Act contained the Company shall when any shares or stock created under the powers of this Act are to be issued and before offering the same to the holder of any other shares or stock in the Company and whether the ordinary shares or ordinary stock of the Company are or is at a premium or not offer the same for sale by public auction or by tender in such manner at such times and subject to such conditions of sale as the Company shall from time to time determine. Provided that at any such sale no single lot shall comprise more than one hundred pounds nominal value of shares or stock and that the reserved price put upon such shares or stock shall not be less than the nominal amount thereof and notice of the amount of such reserved price shall be sent by the Company in a sealed letter to the Board of Trade not less than twenty-four hours before the day of auction or the last day for the reception of tenders as the case may be and such letter may be opened after such day of auction or last day for the reception of tenders and not sooner and provided that no priority of tender shall be allowed to any holder of shares or stock in the Company.

Purchase money of capital sold by auction to be paid within three months.

10. It shall be one of the conditions of any sale of shares or stock under this Act that the whole nominal amount thereof together with any premiums given by any purchaser at such sale shall be paid to the Company within three months after such sale.

Notice to be given as to sale &c. of shares or stock.

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

Shares or stock not sold by auction or by tender to be offered to shareholders.

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

Application of premium arising on issue of shares or stock.

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

Power to Company to borrow on mortgage.

14. The Company may in respect of the additional capital of fifteen thousand pounds which they are by this Act authorised to raise from time to time borrow on mortgage of the undertaking any sums not exceeding in the whole three thousand seven hundred and fifty pounds and the Company may as each sum of seven thousand five hundred pounds of such additional capital has been issued and accepted and one half of each such sum has been paid up borrow on mortgage any sums not exceeding one thousand eight hundred and seventy-five pounds but no such borrowing powers shall be exercised until 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 so much of such capital in respect of which the borrowing powers are sought to be exercised as is to be raised by means of shares have been issued and accepted and that one half of such capital has been paid up and that not less than one fifth part of the amount of each separate share in such capital has been paid on account thereof before or at the time of the issue or acceptance thereof and until stock for one half of so much of the capital in respect of which such borrowing powers are exercised as is to be raised by means of stock is fully paid up and the Company have proved to such justice as aforesaid before he so certifies that such shares or stock as the case may be were issued and accepted 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 as to so much of the said capital as is raised by shares that such persons or corporations or their executors administrators successors or assigns are legally liable for the same and upon production to such justice of the books of the Company or 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.

Repealing provisions of Act of 1881 with respect to the appointment of a receiver.

15. Section 14 of the Act of 1881 with respect to the appointment of a receiver is hereby repealed but without prejudice to any appointment which may have been made or to the continuance of any proceedings which may have been commenced prior to the passing of this Act under such section.

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Appointment of receiver.

16. The mortgagees of the 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 one thousand pounds in the whole.

As to conversion of borrowed money into capital.

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

Existing mortgages to have priority.

18. The principal moneys secured by all mortgages granted by the Company in pursuance of the powers of the Act of 1881 before the passing of this Act and subsisting at the passing hereof shall during the continuance of such mortgages have priority over the principal moneys secured by any mortgages granted by virtue of this Act.

Debenture stock.

19. The Company may create and issue debenture stock subject to the provisions of Part III. of the Companies Clauses Act 1863 but notwithstanding anything therein contained the interest of all debenture stock and of all mortgages at any time after the passing of this Act created and issued or granted by the Company under the Act of 1881 or 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.

Priority of mortgages and debenture stock over other debts.

20. All money to be raised by the Company on mortgage or debenture stock under the provisions of this Act shall have priority against the Company and the property from time to time of the Company over all other claims on account of any debts incurred or engagements entered into by them after the passing of this Act. Provided always that this priority shall not affect any claim against the Company or their property in respect of any rentcharge granted or to be granted by them in pursuance of the Lands Clauses Consolidation Act 1845 or the Lands Clauses Consolidation Acts Amendment Act 1860 or in respect of any rent or sum reserved by or payable under any lease granted or made to the Company in

pursuance of any Act relating to the Company which is entitled to rank in priority to or pari passu with the interest or dividend on their mortgages or debenture stock nor shall anything in this section contained affect any claim for land taken used or occupied by the Company for the purposes of their works or injuriously affected by the construction thereof or by the exercise of any powers conferred on the Company.

Application of moneys.

21. All moneys raised under this Act whether by shares stock debenture stock or borrowing shall be applied only for the purposes of this Act and for the general purposes of the Company to which capital is properly applicable.

Power to purchase land by agreement.

22. The Company may for the purposes of their undertaking, purchase, take and hold (by agreement but not otherwise) the lands described in Part II. of the schedule to this Act.

Power to erect and maintain gasworks and manufacture and store gas on lands in Part II. of schedule.

23. Subject to the provisions of this Act the Company may from time to time on the lands described in Part II. of the schedule to this Act or any part thereof erect make maintain alter improve enlarge extend renew or discontinue retorts gasholders receivers purifiers drains sewers mains pipes meters apparatus works and conveniences for the manufacture and storing of gas and coke and other residual products obtained in the manufacture of gas and matters producible therefrom and may make and store gas and may manufacture convert store sell provide supply and deal in coke tar pitch ammoniacal liquor and all other products and residuum of any materials employed in or resulting from the manufacture of gas and matters producible therefrom and also meters fittings tubes pipes burners and other articles and things in any way connected with gasworks or with the supply of gas as they may from time to time think fit and may also from time to time erect fit up maintain and let houses cottages and dwellings for the officers and servants employed by the Company for the purposes of their undertaking.

Gas &c. not to be manufactured except on lands scheduled.

24. No lands shall be used by the Company for the purpose of manufacturing gas or residual products except the lands mentioned in the schedule to this Act.

Expenses of Act.

25. All costs charges and expenses of and incidental to the preparing applying 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.

PART I.

A piece or parcel of land belonging or reputed to belong to the Company on which their existing gasworks are erected situate in the parish of Birchington in the county of Kent and bounded on the north by the Canterbury Road on the east by a road leading from the said Canterbury Road into the village of Birchington on the south by sheds belonging or reputed to belong to Thomas Dennett and on the west partly by garden ground belonging or reputed to belong to Thomas Grey and partly by workshops and premises belonging or reputed to belong to Alvenia Wilson and being one quarter of an acre or thereabouts in extent.

PART II.

A piece or parcel of land situate in the parish of Acol in the Isle of Thanet in the county of Kent containing by admeasurement ten acres or thereabouts and being part of a field belonging to the Hundred Farm and situate to the south of the Hundred Farm House and numbered 22 on the published Ordnance map (on the scale of $\frac{1}{2500}$) of that parish and which plot of ground is bounded as follows (that is to say) on the north by an imaginary line commencing at a brick pier in the said field (which pier is 210 yards or thereabouts measured in a south-westerly direction from the southernmost cottage of the row of cottages known as Quex Villas and 240 yards or thereabouts measured in the same direction from the south-western corner of the boundary wall of the Westgate and Birchington Waterworks) and proceeding in a westerly direction for a distance of 200 yards thence proceeding in a southerly direction for a distance of 242 yards thence proceeding in an easterly direction for a distance of 200 yards and thence proceeding in a northerly direction for a distance of 242 yards to and terminating at the point of commencement above described.

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