



*The Whitehaven and Furness Junction Railway Act, 1857.*16 & 17 Vict.  
c. clxxi.

Company to divert their Line of Railway and to extend the same from *Silecroft* to *Foxfield*, and to abandon a Portion of their Railway between *Silecroft* and *Ireleth*, and to make Branches to *Whitehaven* Harbour: And whereas "The *Whitehaven and Furness Junction Railway Amendment Act, 1853*," enabled the Company to raise the said Sum of Twenty-five thousand Pounds either in the Manner authorized by the Act secondly herein recited, or by the Creation and Issue of Preference Shares: And whereas by Section Eight of that Act the Company were authorized to make and maintain a Branch Railway or Tramway, Number One, in the Township of *Whitehaven* and Parish of *Saint Bees* in the County of *Cumberland*; also another Branch Railway or Tramway, Number Two, described as intended to be made in the said Township of *Whitehaven*, and to commence by a Junction with the first-mentioned Branch Railway, near the Patent Slip Yard and Custom House, and to pass near or along a Street called *East Strand*, and terminating at or near the Quay called the *New Tongue* in the same Township and Parish; and also another Branch Railway, Number Three, described in that Section, and authorized to be made in the Parish of *Muncaster* in the County of *Cumberland*, and to commence by a Junction with the *Whitehaven and Furness Junction Railway* in that Parish, and to terminate near the Channel of the River *Esk* in the same Parish: And whereas by Section Twelve of that Act the Time for the Execution of the said Railways and Works thereby authorized was limited to Three Years from the passing of that Act: And whereas by the Thirty-first Section of that Act it was enacted that in case the Railways thereby authorized should not be completed and opened for public Traffic within the said Period of Three Years, then and from thenceforth it should not be lawful for the Company or the Directors thereof to pay any Dividend to the Shareholders in the ordinary or unguaranteed Capital of the Company until such Railway should be completed and opened for public Traffic: And whereas the said Branch Railway described Number One as aforesaid has been completed and opened for public Traffic, but the said Branch Railways described Number Two and Number Three in the Eighth Section of the last-mentioned Act have not been executed, the Purposes for which the same were intended having been provided for by certain other Railways and Shipping Places constructed at the Harbour of *Whitehaven*, and it is therefore expedient that the Company should be empowered to relinquish and abandon the same, and that so much of the Thirty-first Section of "The *Whitehaven and Furness Junction Railway Amendment Act, 1853*," as relates thereto should be repealed: And whereas the said several Sums of One hundred and sixteen thousand six hundred Pounds and of Eight thousand three hundred and thirty-three Pounds by the said Two first-recited Acts authorized to be borrowed as aforesaid have been borrowed

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borrowed accordingly, and have been expended in carrying into effect the said Undertaking: And whereas the Share Capital of the Company authorized by the said recited Acts to be raised amounted in the aggregate to the Sum of Three hundred and seventy-five thousand Pounds, but the same was, in virtue of the Powers to that Effect conferred by the said Two last-recited Acts, reduced to the Sum of Three hundred and forty-five thousand Pounds, which is now the Amount of the Share Capital of the Company, and consists of Fourteen thousand five hundred ordinary Shares, of the nominal Value of Twenty Pounds each, representing a Sum of Two hundred and ninety thousand Pounds, and of Five thousand five hundred Preference Shares, of the nominal Value of Ten Pounds each, representing a Sum of Fifty-five thousand Pounds, of which Capital Sum of Three hundred and forty-five thousand Pounds the Sum of Two hundred and eighty-seven thousand four hundred and forty-six Pounds has been subscribed for and paid up: And whereas of the said Capital of Three hundred and forty-five thousand Pounds there remain in the Hands of the Company Three thousand one hundred and twenty-five ordinary Shares, of the nominal Amount of Twenty Pounds each, which have become forfeited by reason of the Nonpayment of Calls thereon, and the Forfeiture whereof has been duly confirmed by the Company, and One thousand eight hundred Preference Shares, of the nominal Amount of Ten Pounds each, which remain unissued, making an aggregate Amount of Eighty thousand five hundred Pounds of Share Capital in the Hands of the Company, and not appropriated or disposed of, and it is expedient that the same should be cancelled and new Capital Stock created by the Issue of Preference Shares in lieu thereof, and that the Money so to be raised should be applied in the Liquidation of certain Liabilities incurred by the Company in carrying their Undertaking into execution, and for other Purposes connected therewith; but these Objects 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, to the Effect and in Manner following; (that is to say,)

I. In this Act the Expression "the Company" shall mean throughout the *Whitehaven and Furness Junction Railway Company*. "The Company."

II. In citing this Act for any Purpose it shall be sufficient to use the Expression "The *Whitehaven and Furness Junction Railway Act, 1857.*" Short Title.

III. The

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Certain  
Clauses of  
8 & 9 Vict.  
c. 16. incor-  
porated.

III. The Clauses and Provisions of "The Companies Clauses Consolidation Act, 1845," with respect to the following Matters, (that is to say,) the Distribution of Capital, the Transfer and Transmission of Shares, the Payment of Calls, the Nonpayment of Calls, the Forfeiture of Shares, the Conversion of borrowed Money into Capital, and the Consolidation of Shares, shall, so far as not otherwise provided for by this or the said recited Acts, be incorporated with this Act.

Capital.

IV. From and after the passing of this Act the Capital of the Company shall be Three hundred and sixty-four thousand nine hundred and twenty-six Pounds, consisting of ordinary Shares in the Company now held to the nominal Amount of Two hundred and twenty-seven thousand five hundred Pounds, and Preference Shares created and issued to the nominal Amount of Thirty-seven thousand Pounds, and the new Preference Shares which the Company are by this Act authorized to issue of the nominal Amount of Seventy thousand Pounds, in lieu of the nominal Amount of Eighty thousand five hundred Pounds represented by their said Three thousand one hundred and twenty-five forfeited ordinary Shares, and the One thousand eight hundred unissued Preference Shares cancelled by this Act, together with the Sum of Thirty thousand four hundred and twenty-six Pounds received by the Company in respect of the Shares so forfeited as aforesaid.

Power to  
cancel Shares  
and in lieu  
thereof to  
raise 7,000*l.*

V. The said Three thousand one hundred and twenty-five ordinary Shares of the Capital Stock of the Company of the nominal Amount of Twenty Pounds each, and which have been duly forfeited by reason of the Nonpayment of the Calls thereon, and the Forfeiture of which has been duly confirmed as aforesaid, and also the said One thousand eight hundred Preference Shares, of the nominal Amount of Ten Pounds each, which remain unissued in the Hands of the Company, representing together an Amount of Share Capital of Eighty thousand five hundred Pounds, shall be and the same are hereby cancelled and annulled, and in lieu thereof it shall be lawful for the Company to raise by the Creation and Issue of new Shares in their Undertaking, with such Priority or Preference attached thereto as is herein-after provided for, the Sum of Seventy thousand Pounds.

Power to  
attach Pre-  
ference to  
new Shares.

VI. Any new Shares to be created by virtue of this Act for the Purpose of raising all or any Portion of the Capital hereby authorized, or in lieu of any Shares so cancelled as aforesaid, may be of such Amount as the Company, with the Approbation of Three Fifths at least of the Votes of the Shareholders present, in Person or by Proxy, at any Meeting of the Company specially convened for the Purpose shall determine; and it shall be lawful for the Company to issue such  
Shares

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Shares to such Persons, at such Times, and in such Manner, and with such special Advantages with respect to Priority or Amount of Dividend payable thereon, and either in perpetuity or for a Term of Years, and either redeemable or irredeemable, and with such other Rights and Privileges over the ordinary Shares of the Company, as may then be determined, or to dispose of the same in such Manner and on such Terms as by the Order of any such Meeting shall be fixed and determined; and all Persons and Corporations who shall become entitled to any such new Share or Shares, and their several and respective Successors, Executors, Administrators, and Assigns, shall be and they are hereby declared to be Proprietors of Shares in the Undertaking, and to be interested therein, and entitled to Dividends and Profits, and to vote in respect thereof, in proportion to the Amount of such new Share or Shares; and the Directors of the Company are hereby empowered (subject to any Restrictions imposed upon them by the Company) to call up the Amount of such Shares by such Instalments and payable at such Times as they may think fit, and the several Proprietors of such new Shares shall be and are hereby united and incorporated with the Company: Provided always, that the Company shall not, under the Provisions herein-before contained, guarantee any Share issued by them.

No Guarantee to be given.

VII. Provided, That no new Share created and issued by virtue of this Act shall have, or shall entitle any Shareholder to receive, any fixed or preferential Dividend exceeding the Rate of Six Pounds *per Centum per Annum* on the Amount from Time to Time paid up thereon: Provided always, that any Preference or Priority in the Payment of Interest or Dividends which may be granted in respect of any new Shares created under this Act, shall not prejudice or affect any Preference or Priority in the Payment of any Interest or Dividend on any other Shares or Stock which may have been granted by the Company by or in pursuance of, or which may have been confirmed by any Act of Parliament passed before the passing of this Act, or which may otherwise be lawfully subsisting.

Dividends on Preference Shares not to exceed Six per Cent.

Saving existing Preference Shares.

VIII. Five Pounds shall be the greatest Amount of any One Call which the Company may make on the Shareholders in respect of any new Share created and issued by virtue of this Act, and Three Months at least shall be the Interval between successive Calls; and Two Thirds of the Amount of a Share shall be the utmost aggregate Amount of Calls to be made upon any Share in any One Year.

Calls on new Shares.

IX. Every Person who shall become entitled to any new Share shall in respect of the same be a Shareholder, and, unless the Rate of Dividend thereon be before the Time of the Issue thereof otherwise resolved

Dividends on new Shares.

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by the Company, be entitled to a Dividend with the other Holders of the ordinary Capital of the Company proportioned to the whole Amount from Time to Time paid on such new Shares.

Power to cancel unissued new Shares.

X. If after having created any new Shares under this Act the Company determine not to issue the whole of such Shares, they may cancel the unissued new Shares, and may from Time to Time thereafter create and issue in lieu thereof other new Shares of an aggregate Amount not exceeding the aggregate Amount of the new Shares so cancelled.

Application of new Shares in satisfaction of Mortgages.

XI. The Company may from Time to Time, by Agreement with any Mortgagee of the Company, allot to him any new Shares from Time to Time created under this Act in satisfaction of all or any Part of his Mortgage Debt; and upon every such Allotment the Shares so allotted shall be deemed fully paid, and the Mortgages in respect whereof those Shares are so allotted shall thereupon be extinguished: Provided always, that the Company shall not allot to any Mortgagee any Shares exceeding in the aggregate the Amount of the Principal Money due on his Mortgages in lieu whereof Shares are so allotted to him.

Application of Capital.

XII. All Money raised by virtue of this Act shall be applied by the Company in discharging the Liabilities of the Company and towards the general Purposes of their Undertaking, and to no other Purpose whatsoever.

Power to relinquish Construction of Branch Railways herein mentioned.

XIII. It shall be lawful for the Company to abandon and relinquish the Construction of the following Portions of their Undertaking; (that is to say,)

First. The Branch Railway, Number Two, authorized to be made by "The *Whitehaven and Furness Junction Railway Amendment Act, 1853*," and therein described as a Branch Railway or Tramway commencing by a Junction with another Branch Railway or Tramway (first therein mentioned) in the said Township of *Whitehaven*, at or near the Patent Slip Yard, and near the Custom House, and extending thence along the Street called *East Strand* to the Port or Harbour of *Whitehaven*, and terminating at or near to the North-west End of the *New Tongue Pier* in the said Township of *Whitehaven*:

Secondly. The Branch Railway, Number Three, authorized to be made by the said last-mentioned Act, and therein described as a Branch Railway commencing by a Junction with the *Whitehaven and Furness Junction Railway* at or near the *Walls Bridge* in the said Parish of *Muncaster*, and terminating near the Channel of the River *Esk* in the same Parish:

And

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And all the Powers, Authorities, Privileges, and Restrictions contained in the said last-mentioned Act as to the Construction, Maintenance, and Use of the said Branch Railways so abandoned as aforesaid shall from and after the passing of this Act cease and determine.

XIV. The Thirty-first Section of "The *Whitehaven and Furness Junction Railway Amendment Act, 1853*," shall, so far as the same prohibits the Payment of any Dividend to the Shareholders on the ordinary or unguaranteed Capital of the Company until the Two Branch Railways by the said last-mentioned Act authorized to be constructed, and by this Act authorized to be abandoned, shall have been completed and opened for public Traffic, shall be and the same is hereby repealed.

Section 31. of 16 & 17 Vict. c. clxxi. as to Payment of Dividend on ordinary Shares, repealed.

XV. The Company may from Time to Time enter into any Agreement or Agreements with the *Whitehaven Junction Railway Company*, and also with the *Whitehaven, Cleator, and Egremont Railway Company*, or either of them, or may ratify and confirm any such Agreements already made, with respect to the following Purposes, or any of them; (that is to say,)

Power to enter into certain Traffic Arrangements with other Companies.

The Use by the Company of all or any Part of the Railways of the *Whitehaven Junction Railway Company*, and of the *Whitehaven, Cleator, and Egremont Railway Company*, which are or shall be situated in the County of *Cumberland*, or any of them, and the Use of the Works and Conveniences belonging thereto respectively:

The Conveyance by the Company of the whole or any Part of the Traffic upon the said last-mentioned Railways respectively:

The fixing of the Tolls, Rates, and Charges to be levied or taken by the said Companies in respect of the Traffic conveyed over their several Railways, or any Part thereof respectively, not exceeding the maximum Tolls, Rates, and Charges authorized by the Acts of Parliament relating to such Railways respectively:

The Collection, taking, and levying of the said Tolls, Rates, and Charges:

The Reference to Arbitration of any Differences or Disputes which may happen or arise between the Company and the said Companies, or either of them, respecting the Premises, in the Manner prescribed by "The *Railway Clauses Consolidation Act, 1845*."

XVI. Any such Agreement shall not be for more than Ten Years; and no such Agreement shall have any Operation until the same shall have been approved of by the Board of Trade; and no such Agreement

Duration of Agreement, which shall be approved by Board of

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Trade, and  
not to affect  
Persons not  
Parties  
thereto.

ment as aforesaid shall in any Manner alter, effect, increase, or diminish any of the Tolls, Rates, or Charges which the said Companies, or any of them, shall for the Time being be respectively authorized and entitled to demand and receive from any Person or any other Company, but all other Persons and Companies shall, notwithstanding any such Agreement, be entitled to the Use and Benefit of the Railways to which the said Agreement may relate upon the same Terms and Conditions, and on Payment of the same Tolls, Rates, and Charges, as they would have been in case no such Agreement had been entered into: Provided always, that the said Board shall not approve such Agreement without being satisfied that the same has been duly assented to by the Shareholders of the several Companies, Parties thereto, in Special Meeting assembled for that Purpose in manner herein-after mentioned.

Appointment  
of joint Com-  
mittee for  
carrying  
Agreement  
into effect.

XVII. The said Companies respectively may by any such Agreement appoint a joint Committee, composed of such Number of Directors of the said Companies respectively as the said Companies may think proper, and from Time to Time may alter, vary, and renew any such Committee as Occasion may require, and may regulate the Proceedings of such Committee, and delegate to such Committee all such Powers of the said Companies respectively as may be necessary for carrying into effect the Purposes of such Agreement, and every such joint Committee so appointed shall have and may exercise the Powers so for the Time being delegated to them, in like Manner as the same might have been had and exercised by the same Companies respectively, or by their respective Directors.

Agreement  
may be re-  
newed with  
the Approval  
of the Board  
of Trade, but  
public Notice  
to be given  
of the same.

XVIII. At the Expiration of any such Agreement the said Companies respectively, with the Consent in Special Meeting of the Shareholders or such Companies respectively in manner herein-after mentioned, and subject to the Approval of the Board of Trade, may enter into a further Agreement for all or any of the Purposes aforesaid, and so from Time to Time, but not for a longer Period than Ten Years at any One Time: Provided, that before such Companies respectively shall enter into any such further Agreement as aforesaid, they shall give Notice of their Intention to enter into such Agreement by Advertisement, in a Form to be approved of by the Board of Trade, inserted once in each of Three successive Weeks in some Newspaper published or circulating in each County in which any Part of the Railway or Railways to which such proposed Agreement relates is situated; and every such Notice shall set forth within what Time and in what Manner any Company or Person aggrieved by such proposed Agreement, and desiring to object thereto, may bring such Objections before the Board of Trade; and no such Agreement shall be



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be valid at Law or in Equity until the same shall have been approved of by the Board of Trade.

XIX. None of the Powers and Provisions of this Act with respect to such Agreements or Arrangements as are herein-before mentioned and provided for by this Act shall have any Operation or Effect unless and until the Contracts or Arrangements intended to be made for such Purposes respectively shall have been submitted to and approved by a Majority of not less than Three Fifths of the Votes of the Shareholders present, personally or by Proxy, at a Meeting of each of the said Companies, being Parties to such Agreements or proposed Agreements, specially convened for that Purpose.

Working Arrangements, &c. not to take effect unless approved by Three Fifths of the Shareholders.

XX. Every such Meeting shall be called by Advertisements inserted once at least in Two successive Weeks in a Morning Newspaper published in *London*, and in some Newspaper of the County in which the principal Office of the Company is situate, the last of which Advertisements shall be published not less than Seven Days before such Meeting, and also by a Circular addressed to each Shareholder entitled to vote at Meetings of the said respective Companies, to be served in the Manner prescribed by "The Companies Clauses Consolidation Act, 1845," with respect to Notices requiring to be served by the Companies respectively upon the Shareholders.

Meeting, how to be convened.

XXI. The Company shall not, out of any Money by this Act or any other Act relating to the Company authorized to be raised by Calls in respect of Shares, or by the Exercise of any Power of borrowing, pay Interest or Dividends to any Shareholder on the Amount of Calls made in respect of the Shares held by him in the Capital of the Company: Provided always, that nothing herein contained shall be deemed to prevent the Company from paying any Shareholder such Interest on Money advanced by him beyond the Amount of Calls actually made as shall be in conformity with the Provisions in "The Companies Clauses Consolidation Act, 1845," in that Behalf contained.

Interest or Dividends not to be paid on Calls.

XXII. The Company shall not, out of any Money by this or any other Act relating to the Company authorized to be raised, pay or deposit any Sum of Money which, by any Standing Order of either House of Parliament from Time to Time in force, may be required to be deposited in respect of any Application to Parliament for the Purpose of obtaining an Act authorizing the Company to construct any other Railway or to execute any other Work or Undertaking.

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

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XXIII. Nothing

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Railways,  
&c. not  
exempt from  
Provisions of  
present and  
future Gene-  
ral Acts.

XXIII. Nothing herein contained shall be deemed or construed to exempt the Railway and Works from the Provisions of any General Act relating to Railways, or to the better or more impartial Audit of the Accounts of Railway Companies, now in force or which may hereafter pass during this or any future Session of Parliament, or from any future Revision and Alteration, under the Authority of Parliament, of the maximum Rates of Fares and Charges, or of the Rates for small Parcels, by this or the said recited Acts authorized.

Expenses of  
Act.

XXIV. All the Costs, Charges, and Expenses of and incident to the obtaining and passing of this Act shall be paid by the Company.

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