

use, management, and maintenance of the railways and works of the Company, or any part or parts thereof; and of the railways, stations, sidings, tramways, buildings, works, and accommodations of the Caledonian Company, and the South Western Company respectively, or any parts thereof; the supply and maintenance of engines, rolling or working stock, and plant, and of officers and servants; the construction of sidings, accommodation works, buildings, and conveniences, and the maintenance and repair thereof; the management, regulation, interchange, transmission, and delivery of traffic coming from or destined for or passing over the respective undertakings of the contracting Companies; the fixing, collection, payment, division, appropriation, and distribution of the tolls, rates, charges, revenue, and profits arising from the railways and works of the contracting Companies; the payments, allowances, drawbacks, or rebates to be paid, made, or allowed by any of the contracting Companies to the other or others of them, the appointment of joint committees, and the exercise of all or such other powers, as may be found desirable in reference to the purposes of the intended Act, or any of them; and the intended Act may sanction and confirm any such contracts or agreements as have been or may, previous to the passing thereof, be entered into.

To require and empower the Caledonian Company and the South Western Company, or either of them, upon such terms and conditions as shall be agreed upon or settled by arbitration, or provided by the intended Act to receive, book through, forward, accommodate, transmit, and deliver all passengers, goods, animals, minerals, carriages, and traffic of whatever description, to or from or over the whole or any part of the railways belonging to the Caledonian Company and the South Western Company, or either of them, or leased or worked by them or under their respective management or control, from and to or over the railways of the Company, or any part or parts thereof respectively, and from and to or over any railway which the Company is or may be empowered to run over, work, and use, so as to prevent any undue interruption, diversion, or delay in the passage of the said traffic; and to provide full and proper facilities of all kinds for the traffic of the Company, and to provide for the effectual and speedy delivery and interchange of traffic to and with the Company in such manner as the intended Act may define, and (if need be) to alter and vary the tolls and charges which the Caledonian Company and the South Western Company, or either of them, are now authorised to receive and take upon their railways, or the railways leased or worked by them, or under their respective management or control, and to confer, vary, or extinguish exemptions therefrom.

To authorise and empower the Caledonian Company and the South Western Company or either of them, to subscribe and contribute funds for or towards the making and maintaining the said intended railways, and other works, and to take and hold shares, stock, debentures, debenture stock, or other securities of the Company, and to guarantee to or for the Company interest, dividends, annual or other payments on shares or stock, and the principal and interest of any loan of the Company, subject to such terms and conditions as may have been or may be agreed on, or as may be fixed by the intended Act; and for all or any of such purposes to apply their funds and revenues and to raise additional capital by the creation and issue of new ordinary or preference shares or stock, on such terms and conditions, with such preferences, priorities, and privileges, if any, inter se and in respect

to their other shares and stock, and subject, as regards preference shares; to such powers of redemption (by the substitution of ordinary shares or stock to be created under the powers of the intended Act or otherwise) as may be considered expedient, or by borrowing on mortgage, or by the issue of debenture stock, and either as part of their general share and loan capitals, or wholly or partially as a separate share and loan capital, charged primarily or exclusively on the railways and works, or any part or parts thereof, and the tolls, fares, rates, duties, and charges received upon or in respect thereof, and to ratify and confirm all such agreements as may have already been or may hereafter be made by and between the Company and the Caledonian Company and the South Western Company, or either of them, in relation to the objects aforesaid, or any of them; and to empower the Caledonian Company and the South Western Company, or either of them, to appoint directors of the Company.

To provide for the transfer to and vesting in the Caledonian Company or the South Western Company, or in those Companies jointly, or the acquisition by such Companies, or either of them, either during the progress of the intended Act through Parliament, or at such other time and under such circumstances thereafter as may be provided in the intended Act, and as if those Companies or either of them had been named in the intended Act as the promoters of the intended undertaking instead of the Company, of the undertaking of the Company, including all the rights, powers, privileges, and authorities to be conferred upon the Company, and any lands and other property to be acquired by or on behalf of the Company, subject to the debts, obligations, and liabilities affecting the same.

To enable the Company, notwithstanding anything contained in the Companies Clauses Consolidation (Scotland) Act, 1845, to pay interest and dividends out of capital on any shares or stock of the Company during the construction of the said intended railways and other works, and until the completion thereof respectively, or until such other time as may be prescribed by the intended Act.

To authorise the Company, the Caledonian Company, or the South Western Company, and any Companies or Corporations or Commissioners, County Councils, or road or bridge trustees, or other bodies or persons, to enter into and carry into effect such arrangements and agreements with each other as may be necessary or expedient for making, maintaining, working, or using the intended railways and other works, and for the construction and maintenance of any roads, weirs, sewers, drains, or works which may be interfered with or rendered necessary in carrying into effect the objects of the intended Act, and to confirm all such arrangements and agreements already made, or which, prior to the passing of the intended Act, may be made.

To enable any trustees, corporations, heirs of entail, life renters, or other persons holding any partial or other qualified estate or interest in any lands which would, or might be, benefited or improved, or would derive facilities or accommodation from the construction or working of the intended railways and works, or any of them, or any part or parts thereof respectively, or any station, siding, road, approach, building, works, or conveniences connected therewith, to subscribe to and hold shares in the undertaking of the Company, and to raise the moneys necessary for that purpose by mortgage of, and to charge the same upon such lands, and to grant and convey to the Company any lands required for the construction of the intended railways and works or conveniences,