

ABERDEEN AND SCOTTISH MIDLAND  
JUNCTION RAILWAY COMPANIES  
AMALGAMATION.

(Arrangements as to Capital, and amongst Shareholders and Creditors; Vesting in those Companies or authorising a Lease to them, in perpetuity, of the Dundee and Arbroath Railway; Powers to those Companies to enter into Arrangements; Confirmation of Agreements for Amalgamation and Lease; Alteration of Tolls; Extension of time for selling superfluous Lands; Repeal and Consolidation or Amendment of Acts; and other purposes.)

NOTICE IS HEREBY GIVEN that application is intended to be made to Parliament, in the ensuing Session, for an Act for the union and amalgamation, or to authorise and provide for the union and amalgamation, from and after such period, and upon such terms and conditions as have been, or may hereafter be agreed upon, or as may be fixed, ascertained, and determined, in and by, or under, the provisions of the said intended Act, of the Scottish Midland Junction Railway Company with the Aberdeen Railway Company; and for the union and consolidation into one undertaking of the separate undertakings of such two Companies, so that the undertakings of the said two Companies, and all their respective interests in other Railway undertakings, Stations, or Works, and in the Plant and Rolling Stock used thereon, and all the property, estate, and effects, rights, powers, and privileges of what nature or kind soever; and whether, with reference to the levying of tolls, purchase of lands, completion of works, acquiring, leasing, working, or using other lines of Railway or Railway Stations or works, or providing plant and rolling stock, or otherwise vested in, and belonging to, or exercised and enjoyed by, or capable of being exercised and enjoyed, or leased, or acquired by the said two Companies, or either of them, jointly or severally, at the time of such union and amalgamation, or at any other period agreed, or to be agreed upon (except certain monies of the said Companies, and except certain property of the Aberdeen Railway Company, north of Guild Street, in Aberdeen, not now used for Railway purposes), may be vested in, and belong to, and be exercised and enjoyed by, such united and consolidated Company by such name as may be given to or adopted by such Company, and under and subject to such provisions and regulations as have been or may hereafter be agreed upon, or as shall be provided for, in and by the said intended Act.

And, in the said Act, provision will be made for the dissolution of both the said Companies, and the incorporation of their Shareholders into one Company, or for the dissolution of one of the said Companies, and for the incorporation of the Shareholders therein with the Shareholders of the other Company, and for the formation in either case of one united and consolidated Company, and for the fulfilment by such united and consolidated Company of all or some of the Contracts, Agreements, or Arrangements entered into, or liable to be performed by the said Companies separately, and for the fulfilment by the said Companies separately of all their other obligations and liabilities, capable of taking effect at the period of such union and amalgamation.

And, in the said Act, provision will be made for regulating, fixing, and determining the Capital Stock, and other Share Capital of such united and consolidated Company, and for apportioning and

dividing such Capital, and the tolls or revenue and other income of the United Company, between the several classes of stock, and shareholders, and other persons representing the capital and liabilities of the Aberdeen Railway Company, and the several stockholders and other persons representing the capital and liabilities of the Scottish Midland Junction Railway Company, in such proportions and manner as between the said two Companies, as has been or may be agreed upon between the said Companies, or may be defined and settled, or provided for, in and by the said intended Act, and also for apportioning and dividing amongst the stockholders, shareholders, and other persons representing the capital and liabilities of each of the said Companies, of the proportion of the tolls, revenue, and income of the united Company, which may be so apportioned to them, and also of any other sums or income, which such persons may be entitled to receive or be paid on the separate account of the Company which they so represent, or on whose separate revenue they may have any claim; and for regulating and defining in other respects the rights, privileges, preferences, and priorities of such stockholders, shareholders, and other persons respectively.

AND IT IS INTENDED by the said Act to regulate the borrowing powers of the said united and consolidated Company, and to make provision, by new borrowing powers or otherwise, for the payment, or redemption of the mortgage or bond, and debenture, and funded debt, and other debts and liabilities of the said two separate Companies, and for the security of the holders of such mortgages, bonds, debentures, and funded debt, and of such other creditors of the said Companies, or either of them, and for limiting after such amalgamation the rights of the mortgagees, bond creditors, debenture and funded debt holders, and other creditors of each of the said Companies, to the proportion of the tolls, revenue, and other income of the united Company, to be thenceforth assigned or appropriated to such Company, or to the tolls, revenue, and other income of the united Company, as the case may require, and provision will be made for all other purposes in relation to the mortgage, bond, debenture, funded debt, and other creditors, on the separate revenues of the said Companies respectively, which may be necessary or expedient, in consequence of the union of the said Companies, and of the proposed division and appropriation of the tolls, revenues, and other income of such united Company, or otherwise.

And, in the said Act, powers will be inserted for the creation, by the said united and consolidated Company, of new shares or stock, with or without preference or guarantee, with respect to interest or dividend, and of debenture shares or stock, or perpetual annuities, for the purpose of paying off the mortgage, bond, debenture, and funded debts of the said existing Companies; and for paying off and discharging all or any other of the debts and liabilities of the said existing Companies, or of either of them, or of such united Company, or such of the preference shares in either of the said Companies as are subject to redemption, or payment off of any part or parts thereof respectively; and to confer and vary all such preferences, priorities, and other powers, rights, and privileges with respect to shares or stock, or debenture, or funded debt as may be necessary or expedient for effecting the objects of the said united Company.

AND IT IS INTENDED by the said Act to provide for the appointment of a Board of Directors for the management of the United Company, and to regulate the number and qualification of such Directors; and also to alter and fix the qualification to vote at,