

38. At any General Meeting, unless a poll is demanded by at least one member, a declaration by the Chairman that a resolution has been carried and an entry to that effect on the book of proceedings of the Company shall be sufficient evidence of the fact, without proof of the number or proportion of the votes recorded in favor of or against such resolution.

39. If a poll is demanded by one or more members, it shall be taken in such manner as the Chairman directs, and the result of such poll shall be deemed to be the resolution of the Company in general meeting. In the case of an equality of votes at any General Meeting the Chairman shall be entitled to a second or casting vote.

#### VOTES OF MEMBERS.

40. Every member shall have one vote for every share up to ten; he shall have an additional vote for every five shares beyond the first ten shares up to one hundred, and an additional vote for every ten shares beyond the first hundred shares.

41. If any member is a lunatic or idiot he may vote by his committee, curator bonis, or other legal curator.

42. If one or more persons are jointly entitled to a share or shares, the member whose name stands first in the register of members as one of the holders of such share or shares, and no other shall be entitled to vote in respect of the same.

43. No member shall be entitled to vote at any general meeting unless all calls due from him have been paid, and no member shall be entitled to vote in respect of any share unless he has been possessed of the share or shares in respect of which he claims to vote for at least three months previously to the time of holding the meeting at which he proposes to vote.

44. Votes may be given either personally or by proxy.

45. The instrument appointing a proxy shall be in writing, under the hand of the appointor, or if the appointor is a corporation, under their common seal, and shall be attested by