

- XVIII. The number of votes which the shareholders of the said Bank shall respectively be entitled to give at their meetings shall be according to the following scale, that is to say one vote for one share ; and it shall be lawful for absent shareholders to give their votes by proxy, such proxy being also a shareholder, and being provided with a written authority from his constituent or constituents in such form as shall be established by a By-law, and which authority shall be lodged in the Bank : Provided that no one shareholder shall be entitled to give upon proxies held by him more than one hundred votes : Provided always, that a share or shares of the capital stock of the said Bank which shall have been held for a less period than thirty days immediately prior to any meeting of the shareholders shall not entitle the holder or holders to vote at such meeting either in person or by proxy ; Provided also, that where two or more persons are joint holders of shares, it shall be lawful that one only of such joint holders be empowered by letter of Attorney from the other joint holder or holders, or a majority of them, to represent the said shares and vote accordingly : And provided also, that at all meetings of the shareholders, the majority of those present shall elect a Chairman, who shall have a vote as a shareholder, and in the event of a tie on any question shall also have a casting vote ; and all questions proposed for the consideration, or put to the vote of the shareholders, shall be determined by ballot and shall be decided by a majority of votes according to the scale above set forth : And provided also, that no shareholder who shall not be a natural born or naturalized subject of Her Majesty, or who shall be a subject or citizen of any Foreign Prince or State, shall either in person or by proxy vote at any meeting whatever of the shareholders of the said Bank, or shall assist in calling any meeting of the shareholders ; anything in this Act to the contrary notwithstanding.

Scale of voting at general meetings.

Vote by proxy.

Limitation of vote by proxy.

Share must be held certain time before voted on.

Joint Shareholder.

Chairman to be elected, &c.

All voters must be British subjects.

- XIX. No Cashier, Assistant Cashier, Bank Clerk, or other officer of the Bank, shall vote either in person or by proxy at any meeting for the election of Directors, or hold a proxy for that purpose.

Bank officers not to vote.

- XX. Any number, not less than twenty, of the shareholders of the said Bank, who together shall be proprietors of at least five hundred shares of the capital stock of the said Bank, by themselves or their proxies, or the Directors of the said Bank, or any five of them shall respectively have power at any time to call a special General Meeting of the shareholders of the said Bank, to be held at their usual place of meeting in the City of Toronto, upon giving six weeks previous public notice thereof, and specifying in such notice the object or objects of such meeting ; and if the object of any such special general meeting be to consider of the proposed removal of the President or Vice-president or of a Director or Directors of the Corporation for maladministration or other specified and apparently just cause, then and in any such case the person or persons whom it shall be proposed to remove, shall from the day on which the notice shall be first published, be suspended from the duties of his or their office or offices ; and if it be the President or Vice-president whose removal shall be proposed as aforesaid, his office shall be filled up by the remaining Directors (in the manner hereinbefore provided in the case of a vacancy occurring in the office of President or Vice-president) who shall choose or elect a Director to serve as such President or Vice-president during the time such suspension shall continue or be undecided upon.

Special general meetings how called, &c.

Removal of Director, &c.