

a Divisional Court (10 O. W. R. 222), and an appeal is now pending to the Court of Appeal.

The legal advisers of Thorpe were of the opinion that the interim injunction was still in force against him at the time of the meeting—it is not necessary for me to decide whether that opinion was well-founded.

Thorpe attended the meeting on his own behalf and with proxies for voters, and stated to those persons present that the meeting was illegal, and, after refusing to act as chairman himself, and voting against the defendant Read, who was nominated to take the chair, left the room.

The election of directors proceeded, which election seems regular under by-law No. 13 of the company. But it is contended that Thorpe and those associated with him being entitled to a majority of the stock, and Thorpe being prevented from voting, it would not be fair to allow this vote to stand. I can find no semblance of authority for such a contention; and it is without foundation in principle.

If it be the fact that Thorpe could not vote, he might have applied to the Court for an injunction against the election proceeding, or to have the injunction against him suspended so far as to allow him to vote for an adjournment of the meeting or to vote thereat. But he did neither, and I cannot think that, having neglected the ordinary precautions, he can now complain, and this without at all considering the fact that he it was in truth who procured the calling of the meeting. Moreover, I fail to see how any other shareholder can now complain. This ground of attack, therefore, fails.

At the meeting, in the absence of Thorpe, the shareholders voted to one Newcombe 2,000 shares, to Reese 2,500, to Hooey 1,400, to McPhail 2,000, to Tisdale 2,500, to Munsell 1,000, to Walsh 500, and to Read 500, for services rendered to the company pending and since its incorporation. The resolution does not say so in so many words, but it is plain that this was intended to be and was remuneration to the directors for services rendered to the company. I have no doubt that all those who were given stock by this resolution had done a great deal of work for the company in their capacity of directors, and I have no doubt that the defendant Tisdale had performed valuable legal services as well. And, if the law permitted, I should gladly confirm this action by the company.