at the last adjourned meeting, your letter to me, of the 11th instant, was submitted.

In answer to your proposition, made upon behalf of the directors, to confer with and co-operate with a committe of "the dissatisfied shareholders," excluding Messrs. Prentice and J. L. Morris. I am instructed to say that the committee are unanimously of opinion that your selection of the personnel of the committee is tantamount to a declaration that you will not confer with the shareholders.

Messrs. Prentice and J. L. Morris, having taken the most active and intelligent interest in the affairs of the company, have the confidence of the shareholders, who, as you are aware, nominated them upon a committee to confer with the directors. This committee is composed of myself, as chairman, Messrs. Prentice, J. L. Morris, James Stewart, and F. S. Lyman; and we are ready to meet the directors, with the view of acting with them for the best interests of the company; but, if you refuse to meet us, the responsibility of such legal proceedings as will be taken will rest upon the Directors.

The committee further desire me to say that they consider that you have incorrectly stated, in your letter, what took place at the late adjourned meeting.

In their opinion, Mr. Prentice had used no offensive language before you, as chairman, refused to give him information as to the circulation of the *Daily Graphic*, and then interrupted him by using most offensive language.

I have the honour to be,

Sir,

Your obedient servant,

(Signed)

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Chairman of Committee appointed by Shareholders of the Graphic Company.