

annum, within two years from the first day of January, one thousand eight hundred and seventy-three, and upon such repayment they shall cease to be shareholders in respect of such preference shares.

Re-payment of preference shares, how enforced.

7. To secure such repayment and interest the said preference shareholders shall have a first charge on all property of the said Company, real and personal, and proceedings may be taken in any court of competent jurisdiction where the property is situated, or within whose jurisdiction the Company shall have any place of business to make such security available, in case such repayment and payment of interest shall not be made within the said two years. 5 10

By whom proceedings may be taken.

8. Such proceedings may be taken by any preference shareholder on behalf of himself, and any other preference shareholders or otherwise, as the practice of such Court may permit. 15

No dividend to be declared until preference shares are repaid.

9. Until the repayment of the said preference shares and interest as aforesaid, no dividends shall be paid on any other shares of the said Company, but all earnings applicable to the payment of dividends shall be applied in payment of the said preference shares and interest as aforesaid. 20

Assignment of stock.

10. The stock of the Company shall be deemed personal estate, and shall be assignable in such manner only and subject to such conditions and restrictions as the by-laws may prescribe, but no share shall be assignable until all instalments called for thereon have been paid, unless it has been declared forfeited for non-payment. 25

Aliens may vote and hold office.

11. Aliens as well as British subjects, and whether resident in the Dominion of Canada or elsewhere may be shareholders in the said Company, and all such shareholders shall be entitled to vote on the shares equally with British subjects, and shall be also eligible to offices in the said Company as Directors or otherwise. Provided always, that the President and a majority of the Directors shall be subjects of Her Majesty and residents of the Dominion of Canada. 30

Vote.

12. At all meetings after the first annual meeting of the Company every shareholder not being in arrears in respect of any instalment called for and being the *bona fide* holder of stock and registered as such on the stock books of the Company, for at least three months before such meeting, shall be entitled to vote as the by-laws of the said Company shall provide, and no shareholders being in arrear shall be entitled to vote, and all votes may be given in person or by proxy; Provided always, that the proxy is held by a shareholder not in arrear and is in conformity with the by-laws. 35 40

Proxy.

Board of Directors and qualification.

13. The affairs of the Company shall be administered by a Board of six Directors, being severally holden of at least fifty shares of stock, who shall be elected at each annual meeting of the Company to hold office until their successors are elected, and who, if otherwise qualified, may always be re-elected; and three members of such Board present in person shall be a quorum thereof, and in case of the death, resignation, removal, or disqualification, of any Director, such Board, if they see fit may fill the vacancy until the next annual meeting of the Company by ap- 45 50