

the voting power to the stockholders of such of the Companies as shall be entitled thereto, either by the retention of the stock originally issued to them, or by the conversion thereof, on terms which shall be agreed upon by the said deed, into stock of the amalgamated Company. And by such deed, also, the number of 5 Directors to constitute the Board of Directors of the amalgamated Company shall be fixed, and the mode of appointing the first Board of such Directors shall be established, leaving subsequent Boards of Directors to be elected at the annual meetings of the amalgamated Company in the manner provided by law for the 10 election of the Directors of the Canada Central Railway Company.

By-law may be passed to give Bondholders the right to vote instead of Shareholders in certain cases.

4. If it should be deemed necessary for facilitating the negotiation of the bonds or debentures issued or due by the Company, the shareholders thereof may, at any time, by a by-law thereof, 15 duly passed at a meeting thereof, called for the purpose, resolve and provide that, if at any time the bonds or debentures issued by any of the amalgamated Companies, or by the amalgamated Company, or the interest coupons thereon, or any of them, shall become due, and shall remain unpaid for a period after they shall have become due and exigible, to be fixed by such by-law, the 20 voting power of the shareholders in the amalgamated Company shall cease and be at an end, and thereafter that the holders of the bonds or debentures due and payable by the amalgamated Company shall have the right to vote at all meetings of the Company, and shall have all the powers conferred upon the 25 shareholders of the Company by the Act of incorporation thereof, in the place and stead of such shareholders. And that the holders of such bonds or debentures shall be so entitled to vote in proportion to the amount of bonds or debentures held by them, in such manner as may be fixed by such by-law. And 30 also to provide for the resumption of such voting power by the shareholders, and the cessation thereof in the bondholders, as to such shareholders may seem advisable. And such by-law shall not be modified or rescinded without the consent of all the persons then holding bonds of the Company negotiated subsequent to its 35 passage.

Amalgamated Company may increase its Capital Stock.

5. The amalgamated Company shall have the right to increase its Capital Stock by the additional sum of five millions of dollars, and shall have power thereupon, and upon the subscription of at least 20 per cent. of such stock, and the payment of 20 per cent. of 40 such subscription, to proceed with the construction of a Railway from Pembroke to such point on Lake Huron as may be found best adapted for the purpose. And thereupon, all the powers conferred on the Canada Central Railway Company by the Act of incorporation thereof, for the construction of the Railway from 45 Montreal to Pembroke, shall be possessed and enjoyed by the said amalgamated Company in respect of the Railway between Pembroke and Lake Huron; and it shall be subject to similar obligations in respect thereof.

And may receive grants of land or money.

6. The amalgamated Company shall have power to receive from 50 the Local Governments of the Provinces of Ontario and Quebec, such grant or grants of land, or of money, or both, as such Provinces may think proper to make to it in aid of the construction of the said Railway from Pembroke to Lake Huron, and to hold and dispose of the same in such manner as may be prescribed by 55 the terms of such grant or grants.