

Meetings of
Directors.

5. The meetings of the Directors of the Buffalo and Lake Huron Railway Company may, after the passing of this Act, be held at any place in England or in Canada, or in both, that a majority of the said Directors shall from time to time by resolution or otherwise determine.

Reduction of
number of
Directors.

6. It shall be lawful for the Shareholders of the Buffalo and Lake Huron Railway Company at any general meeting, by resolution, to reduce the number of Directors of the said Company to not less than three.

SCHEDULE TO THE PRECEDING ACT.

THIS AGREEMENT, made this seventh day of July, one thousand eight hundred and sixty-four, between the Grand Trunk Railway Company of Canada of the one part, and the Buffalo and Lake Huron Railway Company of the other part,

Witnesseth, that the said Companies do for themselves respectively and their respective successors covenant each with the other of them and its successors in manner following, that is to say :

1. The Buffalo and Lake Huron Railway Company shall forthwith raise seventy-five thousand pounds, to be applied under the direction of the Joint Committee hereinafter mentioned, towards the laying down of a third rail on the Railway between Buffalo and Stratford, and the erection of a bridge over the Niagara river near Buffalo.

2. As from the first day of July one thousand eight hundred and sixty-four, or the other day on which the working of the Buffalo and Lake Huron Railway shall be undertaken by the Grand Trunk Company, the net receipts of the two undertakings shall be divided between the two Companies, after deduction of amounts expended for renewal of rails, *et cetera*, in the following proportions, namely:—

| | GRAND TRUNK. | BUFFALO AND LAKE HURON. |
|-------------------------|--------------|-------------------------|
| 1st year, - - - | 87 | 13 |
| 2nd " - - - | 86 | 14 |
| 3rd " - - - | 85 | 15 |
| 4th " - - - | 84½ | 15½ |
| 5th " - - - | 84 | 16 |
| 6th and thereafter, 83½ | | 16½ |

the amount of loss of the two undertakings on American currency being divided in each year in the same proportions.

3. As between the Buffalo and Lake Huron Company on the one hand; and the holders of the securities specified in the Schedule hereto on the other hand, the interest payable on the mortgage debentures and the deferred debentures specified therein according to their respective rights and priorities among themselves, shall be the first charges on the proportion of net receipts from time to time, payable to the Buffalo and Lake Huron Company, and so long as that proportion is duly paid to that Company, none of those holders nor the mortgagees for any of them shall exercise any of their powers or rights against the undertaking, Railway property, or effects of that Company, except their proportion of net receipts, but those powers and rights shall be suspended.

4. Any additional capital required for the purchase of stock, or for new works in connection with the through traffic of the two lines, shall be raised and applied by and under the said joint Committee, and be a first charge on the joint net receipts of the two undertakings at six per cent. per annum, it being understood that the two hundred and fifty thousand pounds now being raised by the Grand Trunk Company, is not to be considered as raised for joint purposes.