

necessary for determining the rights of the said companies respectively and of the shareholders thereof after such union, and the mode in which the business of the company shall be managed and conducted after such union.

Special general meeting to consider agreement.

3. Whenever any such agreement has been made as aforesaid, the directors of each of the said two companies shall call a special general meeting of the shareholders of each of the companies they represent, in the manner provided by the statute relating to such companies respectively for calling general meetings, stating particularly that such meeting is called for the purposes of considering the said agreement and of ratifying or disallowing it; and if at such meeting of the shareholders of each company respectively three-fourths or more of the votes of the shareholders, either present or represented by proxy, are given for ratifying the said agreement, then it shall have full effect accordingly, as if all the terms and clauses thereof, not inconsistent with this Act, were enacted in an Act of the Parliament of Canada; if, however, less than three-fourths of the votes of the shareholders present at such meeting or represented by proxy, are given in favour of ratifying such an agreement, then it shall be void and of no effect: Provided that such meeting shall be held within three months from the time of the making of such agreement by the directors as aforesaid and not afterwards.

Proportion of votes required to confirm agreement.

Proviso: limit of time for holding meeting.

Effect of ratification of agreement.

4. From and after the time when any such agreement for the union of the two companies takes effect the companies shall become one company and one corporation by the corporate name assigned to it in this Act, and shall be vested with and have all the powers, rights and property and be responsible for all liabilities of the respective companies, parties to such agreement, and shall be held to be the same corporation with each of them, so that any right or claim which could be enforced by or against either of them, or which might hereafter arise, accrue or be enforceable as against either of the said companies (had such amalgamation not taken effect) under existing agreements between either of the said companies and any person or corporation, may after such union be enforced by or against the company formed by their union, and any suit, action or proceeding pending at the time of such union by or against either of such companies may be continued and completed by or against the company formed by their union, by the corporate name so assigned to it; provided always, that any mortgages or other encumbrances now existing against the properties of either of the said companies shall continue and remain a charge only upon the property mentioned in the said mortgage or encumbrance, and the rights of the holders of such mortgages shall be and remain as if the said union had not been made, and, if the trustees in the said now existing mortgages

Proviso: existing rights not to be affected.