

4. The terms of the said agreement of amalgamation shall be set forth in a formal indenture of union, executed by the said respective banks parties thereto, and upon the filing of a duplicate thereof in the office of the Secretary of State for Canada such amalgamation shall be taken to be fully complete and the said amalgamated banks shall thereafter be deemed to be one corporation under such name, not being the name of any other bank not entering into such amalgamation, as may be declared in such indenture, and shall possess all the corporate powers, rights and privileges theretofore held, enjoyed or possessed by any or either of the said respective banks, and the provisions contained in their respective Acts of incorporation, shall apply to the said amalgamated bank which shall in all respects be subject to and be regulated by the said provisions except in so far as the same may be varied by the terms of the said indenture of union or this Act, and in case of any conflict between the terms of the provisions contained in the said respective Acts of incorporation, those contained in the said recited Act of incorporation of the Royal Canadian Bank shall be construed, taken and held to govern the said amalgamated bank; and immediately after the filing of the said indenture in the office of the said Secretary of State, a copy of the same certified by the said Secretary shall be published at length in the *Canada Gazette*, at the expense of the said bank.

What shall be deemed evidence of amalgamation.

5. The production of the said indenture of union with the certificate thereon endorsed of the Secretary of state for Canada, of the filing of the duplicate thereof, in his office, or the production of a copy of such duplicate indenture certified by the said Secretary of State or of a copy of the *Canada Gazette* in which the said indenture has been published, under the last preceding section shall be conclusive evidence, in all courts and proceedings, of the execution and filing of the said indenture, without further or other proof, and shall also be *prima facie* evidence, without further proof, in all courts and proceedings, of the complete union and incorporation into one corporation of the said amalgamated institutions.

Amalgamated Bank may increase its capital stock.

6. The said amalgamated bank may, by by-law or by-laws, and upon the terms set forth in such by-law or by-laws, from time to time increase their capital stock, but the additions thereto shall not exceed the amount of the original capital stock of the Royal Canadian Bank and of such amalgamating bank or banks, as authorized by their respective Acts of incorporation. But no such by-law shall be valid until confirmed by a majority of such of the shareholders as shall be present in person or by proxy at a special general meeting of the shareholders of the amalgamated bank called for that purpose.

Head office.

7. The indenture of union, hereinbefore mentioned, may provide for the place where the head or principal office of the amalgamated bank shall be situate, and may also contain provisions for the removal of such principal office from time to time.

Effect of amalgamation on shareholders.

8. Immediately upon the union or amalgamation of the said bank taking place, the shareholders of the respective banks so amalgamating shall (ipso facto) become the shareholders of the said amalgamated bank in the amounts and according to the relative values of the stocks of the amalgamated banks, as provided for and set forth in the said indenture of union.

Scale of Votes.

2. And notwithstanding any thing to the contrary contained in the several Acts of incorporation relating to the said banks, each share in the capital stock of the said united corporation, shall entitle the holder thereof to one vote at all general meetings of the shareholders of the