

of the right to vote, and such other matters concerning the conduct of the meeting as it shall think fit. Except as otherwise permitted or required by any such regulations, the holding of Bonds and Notes shall be proved in the manner specified in Section 9.02 and the appointment of any proxy shall be proved in the manner specified in Section 9.02.

The Trustee shall, by an instrument in writing, appoint a temporary chairman of the meeting, unless the meeting shall have been called by the Corporation or by Bondholders and Noteholders as provided in Section 10.03, in which case the Corporation or the Bondholders and Noteholders calling the meeting, as the case may be, shall in like manner appoint a temporary chairman. A permanent chairman and a permanent secretary of the meeting shall be elected by vote of the holders of a majority in principal amount of the Bonds and Notes represented at the meeting and entitled to vote.

Subject to the provisions of Section 9.04, at any meeting each Bondholder, Noteholder or proxy shall be entitled to one vote for each \$1,000 principal amount of Bonds or Notes provided, however, that no vote shall be cast or counted at any meeting in respect of any Bonds or Notes challenged as not outstanding and ruled by the chairman of the meeting to be not outstanding. The chairman of the meeting shall have no right to vote other than by virtue of Bonds or Notes held by him or instruments in writing as aforesaid duly designating him as the person to vote on behalf of other Bondholders or Noteholders. Any meeting of Bondholders or Noteholders duly called pursuant to the provisions of Section 10.02 or 10.03 may be adjourned from time to time, and the meeting may be held as so adjourned without further notice.

SECTION 10.06. The vote upon any resolution submitted to any meeting of Bondholders and Noteholders shall be by written ballots on which shall be subscribed the signatures of the holders of Bonds or Notes or of their representatives by proxy and the serial number or numbers of the Bonds or Notes held or represented by them. The permanent chairman of the meeting shall appoint two inspectors of votes, who shall count all votes cast at the meeting for or against any resolution and who shall make and file with the secretary of the meeting their verified written reports in duplicate of all votes cast at the meeting. A record in duplicate of the proceedings of each meeting of Bondholders and Noteholders shall be prepared by the secretary of the meeting and there shall be attached to said record the original reports of the inspectors of votes on any vote by ballot taken thereat and affidavits by one or more persons having knowledge of the facts, setting forth a copy of the notice of the meeting and showing that said notice was published as provided in Section 10.02. The record shall be signed and verified by the affidavits of the permanent chairman and secretary of the meeting and one of the duplicates shall be delivered to the Corporation and the other to the Trustee to be preserved by the Trustee, the latter to have attached thereto the ballots voted at the meeting.

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