

the holders of which are entitled to participate in such meeting, are registered bonds without coupons or coupon bonds registered as to principal, a similar notice shall be mailed by the Corporate Trustee, postage prepaid, not later than the date of the first publication of the notice of such meeting, to each person who appears on the bond register to be a registered holder of such bonds at the address of such holder as the same appears (if at all) on such bond register, but the mailing of such notice as aforesaid shall not be deemed to be a condition precedent to the holding of such meeting and failure so to mail any such notice or any defect therein shall not affect the validity of the meeting.

SECTION 12A.05. In case at any time the Company, pursuant to a resolution of its Board of Directors, or the holders of twenty-five per cent. or more in aggregate principal amount of the bonds then outstanding, shall have requested the Corporate Trustee to call a meeting of the bondholders, by written request setting forth in reasonable detail the matter or matters proposed to be acted upon at such meeting, and the Corporate Trustee shall not have made the first publication of the notice of such meeting within twenty days after the delivery to it of such request, then the Company or the holders of bonds in the amount above specified may determine the time and the place in said Borough of Manhattan for such meeting and may call such meeting to take action upon the matter or matters specified in such request, by publishing notice thereof as provided in Section 12A.04.

SECTION 12A.06. To be entitled to vote at any meeting of bondholders a person shall (1) be a holder of bonds transferable by delivery or a holder of one or more certificates then in effect issued pursuant to subdivision (b) of the first paragraph of Section 12A.02, or (2) be a registered holder of bonds, or (3) be a person appointed by an instrument in writing as attorney or proxy for the holder or holders of one or more bonds transferable by delivery or for the holder or holders of one or more of said certificates or for the registered holder or holders of one or more bonds. The only persons who shall be entitled to be present or to speak at any meeting of bondholders shall be the persons entitled to vote at such meeting as aforesaid and their counsel