

and any representatives of the Trustees and their counsel and any representatives of the Company and its counsel.

SECTION 12A.07. Notwithstanding any other provisions of this Indenture, the Corporate Trustee may make such reasonable regulations as it may deem advisable for any meeting of bondholders, with respect to proof of the holding of bonds and of the appointment of attorneys or proxies, and with respect to the appointment and duties of inspectors of votes, the submission and examination of proxies, certificates and other evidences 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 shall be proved in the manner specified in Section 12A.02 and the appointment of any attorney or proxy shall be proved in the manner specified in said Section 12A.02 or by having the signature of the person executing the proxy witnessed or guaranteed by any bank, banker or trust company authorized by said Section 12A.02 to certify to the holding of bonds transferable by delivery.

The Corporate Trustee shall, by an instrument in writing, appoint a temporary chairman and a temporary secretary of the meeting, unless the meeting shall have been called by the Company or by holders of bonds as provided in Section 12A.05, in which event the Company or the bondholders calling the meeting, as the case may be, shall in like manner appoint a temporary chairman and a temporary secretary. A permanent chairman and a permanent secretary of the meeting shall be elected from those present by the bondholders or holders of certificates or proxies entitled to vote more than fifty per cent. in principal amount of the bonds represented at the meeting.

Subject to the provisions of Section 1.04, at any meeting each bondholder or his attorney or proxy shall be entitled to one vote for each one thousand dollars principal amount of bonds held by such bondholder, provided, however, that no vote shall be cast or counted at any meeting in respect of any bond 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 held by him or instruments in writing as aforesaid duly