

## ARTICLE 12.

## EVIDENCE OF RIGHTS OF BONDHOLDERS.

§ 12.01. Any request or other instrument required or permitted by this Indenture to be signed and executed by bondholders may be in any number of concurrent instruments of similar tenor, and may be signed or executed by such bondholders in person or by attorney appointed in writing. Proof of the execution of any such request or other instrument, or of a writing appointing any such attorney, or of the holding or ownership by any person of Bonds or coupons, may be made in any manner satisfactory to the Trustee and shall be sufficient for any purpose of this Indenture and, subject to the provisions of § 16.02 and § 16.03, shall be conclusive in favor of the Trustee and of the Company with regard to any action taken by the Trustee or by the Company under such request or other instrument, if made in the following manner:

(a) The fact and date of the execution by any person of any such request or other instrument or writing may be proved by the certificate of any notary public, or other officer authorized to take acknowledgments of deeds to be recorded in the place where such acknowledgment is taken, certifying that the person signing such request or other instrument acknowledged to him the execution thereof; or by an affidavit of a witness to such execution duly sworn to before any such notary public or other officer;

(b) The amount of Bonds transferable by delivery held by any person executing such request or other instrument as a bondholder, and the denominations, series and issue numbers thereof, held by such person, and the date of his holding the same (which holding the Trustee may deem to continue until it receives notice in writing to the contrary) may be proved by a certificate executed by any trust company, bank, banker or other depository wherever situated, if such certificate

shall be deemed by the Trustee to be satisfactory, stating that at the date therein mentioned such person had on deposit with or exhibited to such depository the Bonds described in such certificate. The Trustee may nevertheless in its discretion require further proof in cases wherein it deems further proof desirable, and may require any such Bonds to be deposited with it and any title, if disputed, to be established to its satisfaction;

(c) The ownership of coupon Bonds registered as to principal or registered Bonds without coupons shall be proved by the registry books as hereinbefore provided.

The Trustee shall not be bound to recognize any person as a bondholder or take any action at his request unless and until his title to the Bonds held by him is proved in the manner in this Article 12 provided or unless such Bonds shall be deposited with the Trustee.

§ 12.02. Any request or other instrument in writing made pursuant to any provisions hereof by any bondholder shall bind any future holder or holders of the same and of all Bonds issued in exchange therefor or in lieu thereof in respect of the matters to which such request or other instrument relates.

## ARTICLE 13.

## MEETINGS OF BONDHOLDERS.

§ 13.01. Modifications and alterations of this Indenture and/or of any indenture supplemental hereto and/or of the rights and obligations of the Company and/or of the rights of the holders of Bonds and coupons issued hereunder may be made as provided in the next succeeding § 13.02 to § 13.11, both inclusive.

§ 13.02. The Trustee may at any time call a meeting of the bondholders and it shall call such a meeting on the

written request of the Company, given pursuant to a resolution of its Board of Directors, or of the holders of fifty-one per centum (51%) or more in the principal amount of the Bonds outstanding hereunder at the time of such request. In the event of the Trustee's failing for ten (10) days to call a meeting after being thereunto requested by the Company or the bondholders as above set forth, holders of outstanding Bonds to the amount above specified in this Section or the Company, pursuant to resolution of its Board of Directors, may call such meeting. Every such meeting called by and at the instance of the Trustee shall be held in Kansas City, Missouri, or with the written approval of the Company, at any other place in the United States of America, and written notice thereof, stating the place and time thereof and in general terms the business to be submitted, shall be mailed by the Trustee at the expense of the Company, not less than thirty (30) days before such meeting (a) to each registered holder of Bonds then outstanding hereunder addressed to him at his address appearing on the bond registry books, (b) to each holder of any such Bond payable to bearer who shall have filed with the Trustee an address for notices to be addressed to him; (c) to each bondholder whose name and address appears in the files of the Trustee and preserved by it as provided in § 9.02, and (d) to the Company addressed to it at Abilene, Kansas, and shall be published by the Trustee at least once a week (or four (4) successive calendar weeks (upon any regular day of each such calendar week, which need not be the same day in each week) immediately preceding the meeting in a newspaper printed in the English language and published daily (except Sundays and holidays) and of general circulation in the City of Kansas City, Missouri, and in such other cities as the Company in its sole discretion may determine; provided, however, that the mailing of such notice to any bondholder shall in no

case be a condition precedent to the validity of any action taken at such meeting. If such meeting is called by or at the instance either of the Company or the bondholders, it shall be held at such place in the United States of America as may be specified in the notice calling such meeting and notice thereof shall be sufficient for all purposes hereof if given by newspaper publication as aforesaid stating the place and time of the meeting in general terms the business to be transacted. Any meeting of bondholders shall be valid without notice if the holders of all Bonds then outstanding hereunder are present in person or by proxy, and if the Company and the Trustee is present by duly authorized representatives, or if notice is waived in writing before or after the meeting by the Company, the holders of all Bonds outstanding hereunder or by such as are not present in person or by proxy and by the Trustee.

§ 13.03. Officers and nominees of the Trustee and of the Company may attend such meeting, but shall not as such be entitled to vote thereat. Attendance by bondholders may be in person or by proxy. In order that the holder of any Bond payable to bearer or his proxy may attend and vote without producing his Bond, the Trustee may rely upon evidence of the ownership of Bonds furnished to it pursuant to § 12.01 hereof or the Trustee in its discretion may adopt such other rules and regulations as to it may seem proper and adequate for the deposit of Bonds with, or the stamping of Bonds by, any banks, bankers, trust or insurance companies. If any such meeting shall have been called by bondholders or by the Company as aforesaid, upon failure of the Trustee to call the same after having been so requested to do under the provisions of § 13.02, regulations to like effect shall be similarly binding and effective for all purposes hereof if adopted or approved by the bondholders calling such meeting or by the Board of Directors of the