

therefor for which no separate or distinct consideration shall have been paid or apportioned.

"Cost to another corporation" of any property of such other corporation shall be determined in a manner similar to the determination of "cost to the Company."

Counsel:

The term "counsel" shall mean counsel, who may be of counsel to the Company appointed by the Board, and acceptable to the Trustee.

Coupons:

The term "coupon" or "coupons" shall mean any interest coupon or all the interest coupons, as the case may be, appertaining to the Bonds.

Electric properties:

The term "electric properties" shall mean as of any particular time any property owned by the Company used or useful for the business of generating, manufacturing, transmitting, distributing or supplying electricity for light, heat, cold, power or other purposes.

Engineer:

The term "engineer" shall mean an individual or a copartnership or a corporation qualified to pass upon engineering questions, whether or not employed by or in any way affiliated with the Company.

Engineer's certificate:

The term "engineer's certificate" shall mean a certificate signed and verified by the President or a Vice President of the Company and by an engineer appointed by the Board and acceptable to the Trustee.

Event of default:

The term "event of default" shall mean any event of default specified in Section 1 of Article IX, continued for the period of time, if any, therein designated.

Gas properties:

The term "gas properties" shall mean as of any particular time any property owned by the Company used or useful for the business of transmitting, distributing or supplying gas, either natural or artificial, for light, heat, cold, power or other purposes (except such property that is used or useful for purpose of generation by the Company of electricity).

Gross property additions:

The term "gross property additions", as applied to any particular period, shall mean all of the property additions purchased, constructed or otherwise acquired by the Company during such period, including property additions purchased, constructed or otherwise acquired during such period, but retired during such period.

Indenture:

The term "Indenture" shall mean this instrument and all indentures supplemental hereto.

Independent appraiser:

The term "independent appraiser" shall mean an individual, copartnership or corporation engaged in the business of appraising property or securities or competent to determine the value of the particular property or securities in question and not regularly engaged in the service of the Company or any affiliated corporation and, in the case of an individual, not a director, officer or employee of the Company or of any affiliated corporation.

Independent appraiser's certificate:

The term "independent appraiser's certificate" shall mean a certificate signed and verified by an independent appraiser appointed by the Board and acceptable to the Trustee.

Fair value to the Company:

The term "fair value to the Company", when used with respect to any particular property additions or any other particular property, shall mean the fair value thereof to the Company determined:

(a) in the case of property additions described in an engineer's certificate with respect to net bondable value of property additions filed with the Trustee, as of a date not more than ninety (90) days prior to the date of filing of the first such certificate in which such property additions are described,

(b) in the case of property additions or other property described in any other certificate filed with the Trustee, as of a date not more than ninety (90) days prior to the date of filing of such certificate, or

(c) in other cases as of a date not more than ninety (90) days prior to the particular time in question.

Any of the certificates described in Subdivisions (a) and (b) above shall be deemed to have been filed at the time when all of the documents, cash and securities required to be filed, paid, or delivered, for the granting of the application in connection with which such certificate is filed shall have been filed, paid or delivered, as required by this Indenture.

The "fair value" of any particular property additions or particular property subject to any lien shall be determined as if such property additions or other property were free of such lien.

The "fair value" of any property additions consisting of an acquired plant or system shall not include any amount for any franchisees, contracts, operating agreements or other rights or nonbondable property acquired simultaneously therewith, even though no separate or distinct consideration shall have been paid for, or apportioned to, such franchisees, contracts, operating agreements or other rights of property.

Independent engineer:

The term "independent engineer" shall mean an individual or a copartnership or corporation engaged in an engineering business and not regularly engaged in the service of the Company or of any affiliated corporation and, in the case of an individual, not a director, officer or employee of the Company or of any affiliated corporation.

Independent engineer's certificate:

The term "independent engineer's certificate" shall mean a certificate signed and verified by an independent engineer appointed by the Board and acceptable to the Trustee.

Issued:

The term "issued" shall, when used with respect to Bonds, have the meaning specified in the definition of Bonds, and, when used with respect to prior lien Bonds, shall have the meaning specified in the definition of prior lien Bonds.

Judgment lien:

The term "judgment lien" shall mean the lien of a judgment, existing at the particular time upon any of the mortgaged property, which is prior to the lien of this Indenture as security for the Bonds then outstanding or for any additional Bonds then applied for.

Lien of the Indenture:

The term "lien hereof" or "lien of the Indenture" or "lien of this Indenture" shall mean the lien created by these covenants (including the after-acquired property clauses hereof), or created by any subsequent conveyance to the Trustee hereunder (whether made by the Company or any other corporation or any individual or copartnership) or other