

after the close of the calendar year 1948; covering the period beginning June 1, 1948, and ending December 31, 1948; and (2) within four months after the close of each calendar year thereafter, covering the period from January 1 to December 31 of each calendar year (such covenant, with respect to the replacement certificates required to be filed within four months after December 31 of 1948 and 1949, respectively, shall be deemed to have been complied with by virtue of the filing of the replacement certificates required by the Board of Directors of the Company pursuant to the provisions of Article IV of the Second Supplemental Indenture). The Company may, in addition, at its election, at any time file a replacement certificate for the period specified therein, which shall cover the period from the date of the next preceding replacement certificate filed hereunder to a date within six months after the date of the filing of the certificate filed hereunder shall be dated the last day of the period covered thereby, shall be signed by the President or a Vice-President and the Treasurer or an Assistant Treasurer of the Company and shall show the following:

- (a) The amount of the gross property account for the period covered by the replacement certificate.
- (b) The replacement requirement for the period covered by the replacement certificate and the cumulative replacement requirement.
- (c) The lesser of the cost or fair value to the Company (both of which shall be stated) of property additions (whether or not theretofore bonded) purchased from May 31, 1948, to and including the date of such replacement certificate, in renewal or replacement of, in substitution for or in lieu of property additions (whether or not theretofore bonded) made subsequent to May 31, 1948, showing separately the cost or fair value to the Company, whichever shall be less, of each property

additions not included in item (c) of any previous replacement certificate. The cost or fair value of such property additions shall be deemed to be in substitution for or in lieu of such property additions to the extent that the cost or fair value of such property additions exceeds the cost or fair value of such property additions not included in item (c) of any previous replacement certificate. The amount of such property additions does not exceed the amount of such property retirements irrespective of the kind or character of the property additions, but in no event shall the amount of such property additions exceed the amount of property retirements stated pursuant to this item (c) of any previous replacement certificate. The amount of such property retirements shall be computed as specified in the definition of "property retirements" in Article I of the Indenture except that retirements consisting of the substitution of one property addition for another shall be computed at the cost thereof to the Company. The fair value to the Company of property additions for the purpose of this item (c) shall be the fair value of such property additions as determined by an independent appraiser or appraisers selected by the Board of Directors of the Company. If any property additions made the basis of a credit under this item (c) are substituted for such property additions, the amount of such property additions shall be reduced by an amount equal to one hundred sixty-six and two-thirds percent of the gross property account of this item (c) of any previous replacement certificate, but not less than the amount of such property additions, and not theretofore deducted in connection with any application under the Indenture for the authentication and certification of the property additions included in item (c) of any previous replacement certificate. Property additions shall not be considered to be bonded by reason of their utilization under this item (c).

(d) The aggregate of (1) the amount of any net property additions not theretofore bonded which the Company has made pursuant to this item (c) and (2) the amount of a credit under this Article IV, and (3) the amount of net property additions utilized under item (c) of any previous replacement certificate, by twenty so far as the net property additions included in item (c) of this Article IV at the date of the replacement certificate then