

(2) Directors of a corporation who vote for or assent to any purchase by the corporation of its own shares contrary

(2) DIRECTORS OF A CORPORATION WHO, KNOWINGLY OR WITHOUT MAKING REASONABLE INQUIRY, VOTE FOR OR ASSENT TO ANY PURCHASE OR REDEMPTION BY THE CORPORATION OF ITS OWN SHARES CONTRARY to the provisions of this Article shall be jointly and severally liable to the corporation to the extent that the consideration paid for such shares was in violation of the provisions of this Article.

(3) Directors of a corporation who, KNOWINGLY OR WITHOUT MAKING REASONABLE INQUIRY, vote for or assent to any distribution of assets of a corporation to its stockholders upon the liquidation of the corporation without an adequate provision for, or the payment and discharge of, all debts, obligations, and liabilities of the corporation shall be jointly and severally liable to the corporation for the amount of such distribution, to the extent that such debts, obligations and liabilities of the corporation are not thereafter otherwise paid or discharged.

(4) Directors and officers of a corporation who make, vote for or assent to the making of any loan to an officer, director or stockholder thereof, shall be jointly and severally liable to the corporation for the amount of such loan until the repayment thereof; but this paragraph shall not apply to any building or homestead association, or to any corporation whose principal business is to loan money on real or personal property, or to any corporation receiving and authorized to receive money on deposit or to any life insurance company with respect to loans upon its policies.

(b) A director of a corporation who is present at a meeting of its board of directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken, unless he announced his dissent at the meeting and either such dissent is entered in the minutes of the meeting or he files his written dissent to such action with the secretary of the meeting before the adjournment thereof, or he forwards such dissent within twenty-four hours after the adjournment of the meeting, by registered mail, to the secretary of the meeting or of the corporation. Such right to dissent shall not apply to a director who voted in favor of such action or who failed to make his dissent known at such meeting.

(c) A director shall not be liable under paragraph (1), (2) or (3) of Sub-section (a) of this section if he relied and acted in good faith upon a balance sheet and profit and loss statement