

SECTION.

(B) APPROVAL BY STOCKHOLDERS — IN GENERAL.

A PROPOSED AMENDMENT SHALL BE APPROVED AT A MEETING CALLED FOR THAT PURPOSE, BY THE AFFIRMATIVE VOTE OF THE HOLDERS OF TWO THIRDS OF THE CAPITAL STOCK OF THE COMMERCIAL BANK.

(C) SAME — AMENDMENT TO ISSUE PREFERRED STOCK.

IF THE PROPOSED AMENDMENT IS TO AUTHORIZE THE ISSUANCE OF PREFERRED STOCK:

(1) THE COMMERCIAL BANK SHALL GIVE NOTICE THAT A PURPOSE OF THE MEETING WILL BE TO ACT ON THE PROPOSAL TO EACH PERSON ENTITLED TO VOTE ON THE PROPOSAL BY REGISTERED MAIL AT LEAST 5 DAYS BEFORE THE MEETING; AND

(2) THE PROPOSED AMENDMENT SHALL BE APPROVED BY THE AFFIRMATIVE VOTE OF THE HOLDERS OF A MAJORITY OF THE CAPITAL STOCK OF THE COMMERCIAL BANK.

(D) CERTIFICATION AND FILING.

AFTER AN AMENDMENT IS APPROVED BY THE STOCKHOLDERS:

(1) THE PRESIDENT OF THE COMMERCIAL BANK AND EITHER ITS CASHIER OR TREASURER SHALL CERTIFY THE AMENDMENT; AND

(2) THE AMENDMENT SHALL BE SIGNED, FILED WITH THE BANK COMMISSIONER FOR EXAMINATION, AND, IF APPROVED BY THE BANK COMMISSIONER, FILED FOR RECORD AS REQUIRED FOR ARTICLES OF INCORPORATION.

(E) FILING FEE.

ON FILING THE AMENDMENT FOR EXAMINATION, THE COMMERCIAL BANK SHALL PAY TO THE BANK COMMISSIONER AN EXAMINATION FEE OF \$20.

REVISOR'S NOTE: Subsections (a), (b), and (d) of this section presently appear as CA § 6-155, as that section applies to commercial banks.

Subsection (c) of this section is new language that combines the identical provisions of CA §§ 6-121(b) (2) (ii) and (iii) and 6-142 (b) (2) (ii) and (iii), which relate to the issuance of preferred stock under what is now § 3-302 of this title.

Subsection (e) of this section is new language that combines the identical provisions of CA §§ 6-114 (d) (2) and 6-135 (d) (2).

The remaining provisions of present CA §§