

2-310.2.

(A) IN THIS SECTION, "INVESTMENT COMPANY" MEANS A CORPORATION REGISTERED UNDER THE INVESTMENT COMPANY ACT OF 1940.

(B) UNLESS OTHERWISE PROVIDED IN THE CHARTER OF AN INVESTMENT COMPANY, IF AUTHORIZED BY ITS BOARD OF DIRECTORS, SHARES OF ANY CLASS OR SERIES OF ITS STOCK ACQUIRED BY AN INVESTMENT COMPANY USING ASSETS ALLOCATED TO ANY OTHER CLASS OR SERIES OF STOCK OF THE INVESTMENT COMPANY MAY BE HELD BY THE INVESTMENT COMPANY IN A FIDUCIARY CAPACITY FOR THE BENEFIT OF THE HOLDERS OF SHARES OF THE OTHER CLASS OR SERIES OF STOCK, AND THE INVESTMENT COMPANY MAY EXERCISE VOTING RIGHTS, RECEIVE DISTRIBUTIONS, AND BE ALLOCATED OTHER RIGHTS TO THE EXTENT DETERMINED BY ITS BOARD OF DIRECTORS.

2-604.

(a) If there is any stock outstanding or subscribed for entitled to be voted on the charter amendment, it shall be approved as provided in this section.

(b) [The] EXCEPT AS PROVIDED IN § 2-112 OF THIS TITLE, THE board of directors of a corporation proposing a charter amendment shall:

(1) Adopt a resolution which sets forth the proposed amendment and declares that it is advisable; and

(2) Direct that the proposed amendment be submitted for consideration at either an annual or a special meeting of the stockholders.

(c) (1) Notice which states that a purpose of the meeting will be to act on the proposed amendment shall be given by the corporation in the manner required by Subtitle 5 of this title to:

(i) Each stockholder entitled to vote on the proposed amendment; and

(ii) Each stockholder not entitled to vote on the proposed amendment if the contract rights of his stock, as expressly set forth in the charter, would be altered by the amendment.

(2) The notice shall include a copy of the amendment or a summary of the changes it will effect.

(d) The proposed amendment shall be approved by the stockholders of the corporation by the affirmative vote of two thirds of all the votes entitled to be cast on the matter.

3-403.

(a) If there is any stock entitled to be voted on the dissolution either outstanding or subscribed for, the dissolution shall be approved as provided in this section.