

the by-laws, need be given to any member or stockholder who attends in person or by proxy, or to any director who attends in person, or to any member, stockholder or director who, in writing executed and filed with the records of the meeting either before or after the holding thereof, waives such notice.

See footnote to sec. 10.

### Amendments After Organization.

28.

See notes to secs. 39 and 392.

29.

See notes to secs. 39 and 392.

30.

See notes to secs. 39 and 392.

31.

See notes to secs. 39 and 392.

32.

See notes to secs. 39 and 392.

33.

This section referred to in construing secs. 337, 390 and 398—see notes thereto. *Kelly v. Consol. Gas, etc., Power Co.*, 153 Md. 529.

As to the bonus tax, see art. 81, sec. 133, *et seq.*

35.

See notes to sec. 36.

36.

Bill containing no allegation that trade secrets of corporation had been divulged, and as such secrets under allegations of bill are assets of such corporation, fraud on minority stockholders not made out. Allegations merely showing controversy over value in an *intra vires* corporate matter, not sufficient, notwithstanding unity of control and purpose of directors and stockholders of buying and selling corporations. Real complaint that price of stock inadequate. Rights of dissenting stockholders under this section and sec. 35. See notes to sec. 84. *Homer v. Crown Cork & Seal Co.*, 155 Md. 78.

1927, ch. 581, sec. 36½.

36½. If any sale, lease, exchange or transfer of the property and assets of a corporation as an entirety or substantially as an entirety shall be made pursuant to authority conferred by an amendment to its charter, in the absence of a reservation in such charter of the right to make such amendment, any holder of stock in the corporation issued prior to the making of such amendment, who has not voted for or consented in writing to such amendment or such sale, lease, exchange or transfer, may, within twenty days after notice thereof shall have been given to him by leaving the same with him or at his usual place of business, or by mailing it, postage prepaid, and addressed to him at his address as it appears upon the