

and/or one or more Consolidated Subsidiaries, (ii) which beneficially owns or holds directly or indirectly 5% or more of the issued and outstanding shares of any class of capital stock of the Company entitled to vote for the election of directors of the Company, or (iii) of which 5% or more of the issued and outstanding shares of any class of capital stock entitled to vote for the election of directors is beneficially owned or held directly or indirectly by the Company and/or one or more Consolidated Subsidiaries or by a person which beneficially owns or holds directly or indirectly 5% or more of the issued and outstanding shares of any class of capital stock of the Company entitled to vote for the election of directors of the Company. A person shall be deemed to control a corporation, for the purpose of this definition, if such person possesses, directly or indirectly, the power to direct or cause the direction of the management and policies of such corporation, whether through the ownership of voting securities, by contract, or otherwise.

"Application" means a written instrument requesting the Trustees, or one of them, to take action under a section of this Indenture specified in such instrument, and shall consist of, and not be deemed to be made or complete until the Trustees, or one of them, as the case may be, shall have been furnished with such funds, instruments, certificates and opinions as may be required by this Indenture to establish the right of the person making such Application to have such action taken by the Trustees, or one of them, and shall be signed in the name of the Company by its Board Chairman, President or any Vice President and its Treasurer, Assistant Treasurer, Secretary or Assistant Secretary and delivered to the Corporate Trustee.

"authenticating agent" means the agent of the Corporate Trustee which at the time shall be appointed and acting pursuant to Section 16.16 hereof.

"Board of Directors" or "Board" mean either the Board of Directors of the Company or any committee of such Board of Directors, however designated, authorized to exercise the powers of such Board of Directors in respect of the matters in question.

"Bond Co-Registrar" has the meaning specified in Section 2.04 hereof.

"Bond Register" and "Bond Registrar" have the respective meanings specified in Section 2.04 hereof.

"Bondable Cost" means, with respect to any Restaurant Property described in an Officers' Certificate delivered to the Corporate Trustee pursuant to Section 6.01 hereof, the amount so specified in such Officers' Certificate as the Bondable Cost of such Restaurant Property; provided, however, that the Bondable Cost so specified shall not be greater than an amount equal to 66 $\frac{2}{3}$ % of the lesser of (1) the Capitalized Cost of such Restaurant Property and (2) the Fair Value of such Restaurant Property.

"Bondholder", "holder of the Bonds", "Holder" or "holder" or other similar terms mean any person in whose name, as of any particular date, a Bond is registered on the Bond Register.

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