dred dollars per ton, it would be at a ruinous rate, as the expenses of said complainant are, as this respondent is informed and believes, over sixty thousand dollars per annum, whether they should carry any coal or not; and this respondent says, that whatever coal the complainant carries for the said Hoffman Steam Coal Company, contributes to furnish employment to the complainants road, locomotives, equipment and employees necessarily provided and kept for its own business; and the complainants receipts for said transportation, while they have not caused any important augmentation of the complainants equipment or manual force, are so much in relief of the complainants large and unavoidable expenditure for its own business and transportation; and this respondent avers that the rates of transportation provided in said contract are fair and reasonable, and, under good and experienced management of the complainants business, would be remunerative; and this respondent says, that it is an object to the complainant to obtain all the coal to carry they can, to the end that their necessary expenditures may be equalized and reduced.

And this respondent is informed and believes, that other coal carrying rail roads transport coal at a less rate than that provided in the said contract; and this respondent is informed and believes, that the said Cumberland and Pennsylvania Rail Road, mentioned in said bill, carries coal by special contract, at rates equally favorable towards the parties for whom they carry, with those provided in the said contract of transportation.

This respondent further answering, denies that the complainants rail road cost the said complainant five hundred thousand dollars, or anything like that sum; but this respondent avers, on information and belief, that the said complainants rail road was constructed and equipped by the Maryland Mining Company, and used by that Company, long before the complainant was organized, and came, on the failure of the said Maryland Mining Company, together with all the mining lands and property of said Company, into the ownership of the complainant, at a great sacrifice, and that the said rail road and its equipments, and the coal lands of the complainant, amounting to over ten thousand acres, or all but a very inconsiderable part thereof, being the lands of some half dozen companies, were merged in and purchased by the said complainant at a nominal price, and were, to a considerable extent, paid for on the stock of the complainant.

And this respondent further answering, as to the allegations, arguments and inferences contained in said bill at folios 111 to folio 115, inclusive, and protesting against their propriety or pertinency, says, he denies the same, and leaves the complainant to make such legal proof thereof as it may be advised.

Further answering, this respondent denies that he had any more than, or as much knowledge as the complainant, at the time of the formation of said contract, as to its character and operation; this respondents attention having been mainly directed to, enquired for, and absorbed by other departments of the said complainants affairs; and he denies that he was aware, or that the fact was, that the business done under it would afford the complainant no contribution towards its income or interest on its capital; and denies according to his best recollection and belief, that

he has at any time admitted that he did not intend to give the plaintiff any profit on the business done under said contract; but on the contrary, he says that this respondent did not know, or pretend to know, the cost of transportation of coal over complainants road, nor did he make any estimate of the same, but the said rates were arrived at by the complainant, and proposed to and accepted by this respondent.

And this respondent admits that the said Mehaffey, (and others, also, that most of the Directors of the complainant had the same knowledge, however, at the said time of the formation of the said contract, its character and operation; but denies that he was aware; or that the fact was, that the business done under it would afford the complainant an income or interest on its capital invested.

And this respondent, as to the allegations at folios 116 and 117 of said bill, says, he has no knowledge of said Mehaffey's alleged negotiations with, or propositions to the complainant, on his own account, nor has he any distinct recollection of any statements therein alleged to have been made by him, and therefore does not admit the same, but leaves the complainant to make such legal proof thereof as it may be advised.

And this respondent further answering, denies that he, as a member of said executive committee, or otherwise, expended any monies of the complainant upon the construction of said branch rail road, and denies, as false and unfounded, that the said branch road, as it is called in said bill, was constructed for the benefit of the said Hoffman mines, or otherwise, than is hereinbefore stated; and denies, as false and unfounded that the expenditure therefor was made for the exclusive benefit of this respondent and of said Dean; and denies, as false and unfounded, that said expenditure was not needed, or useful for the purposes of the complainant; but he avers that it was deemed indispensible to the prosperity of the said complainant to reach the said Astor mines, as contemplated by this respondents said report; and the pretext in the bill, that said rail road was projected and constructed for the benefit of the Hoffman mine, or for the benefit of this respondent and said Dean, is disingenous and practically untrue. For the facts are, that said rail road is now in actual progress of construction by the complainant, beyond the Hoffman mines, and soon to be completed to the Astor mines, which mines the complainant thus admits to be indispensible to reach, and when said rail road is completed, will be capable of being worked to advantage, or at the option of complainant, can then be sold to a purchaser; which said rail road, when completed, will fully verify the statements in this respondents said report, if the complainant by its acts, have not already fully verified the same; and this respondent again refers, on this subject, to said topographical map, hereunto annexed.

This respondent further answering, says, as to the allegations of said bill, at folios 122, 123 and 124 thereof, that he denies that he, as a member of the executive committee, or otherwise, expended any money of the complainant in the purchase of new coal