

C O P Y

PLAINTIFF'S EXHIBIT

DC-95

VICTOR - CHICAGO

November 15, 1967

Mr. L. L. Dodge

The enclosed are two proxies which will be necessary for us to hold the regular annual shareholders' meeting in Chicago on November 28, 1967. I have checked with R. C. McPherson, who is a Director of Smith & Kanzler Company, and he indicates that he will not be attending the meeting. Therefore, we are requesting that the two proxies be granted to Wayne D. Neathery.

Per our discussion last week, the proxies need not bear the Dana Corporation seal, although we can find no reference which would indicate damage in case they were sealed.

I am enclosing a copy of the proposed Directors of these two companies; we are suggesting no change. We will proceed with officers as per our recent phone conversation and enclosed list.

S. W. Gustafson

SWG-ls
Enc.

DFA003224