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**PLAINTIFF'S
EXHIBIT**

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SECURITIES AND EXCHANGE COMMISSION
Washington, D. C.
20549

FORM 10-K

**ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934**

For the fiscal year ended December 31, 1966 Commission file number 1-1251

JOHNS-MANVILLE CORPORATION

(Exact name of registrant as specified in its charter)

New York

(State or other jurisdiction of
incorporation or organization)

13-0889660

(I.R.S. Employer
Identification No.)

22 East 40th Street, New York, N.Y.

(Address of principal executive offices)

10016

(Zip Code)

Securities registered pursuant to Section 12(b) of the Act:

Title of each class

Common Stock

(\$5 par value)

Name of each exchange on
which registered

New York Stock Exchange

MTC 002288

Item 1. Number of Equity Security Holders.

State in the tabular form indicated below, as of a specified date, the approximate number of holders of record of each class of equity securities of the registrant.

<u>Title of Class</u>	<u>Number of record holders</u>
Common Stock (\$5 par value)	27,110 (as of March 1, 1967)

Item 2. Increases and Decreases in Outstanding Equity Securities.

Give the following information as to all increases and decreases during the fiscal year in the amount of equity securities of the registrant outstanding:

- (a) The title of the class of securities involved;
Common Stock:- (\$5 par value)
- (b) The date of the transaction;
See answer to Item 2(e) below.
- (c) The amount of securities involved and whether an increase or decrease:
See answer to Item 2(e) below.
- (d) A brief description of the transaction in which the increase or decrease occurred. If previously reported, the description may be incorporated by a specific reference to the previous filing.
See answer to Item 2(e) below.
- (e) If the transaction involved is a sale of securities which were not registered under the Securities Act of 1933, an indication of the exemption claimed and the facts relied upon to make the exemption available. If previously reported, the information may be incorporated by a specific reference to the previous filing.

From time to time during the fiscal year 1966, the registrant purchased an aggregate of 158,240 shares of Treasury stock. During such fiscal year, the registrant issued from its Treasury stock 470 shares under its Deferred Compensation Plan, 600 shares under its Incentive Stock Option Plan and 14,817 shares under its Employees' Stock Purchase Plan. This resulted in a net increase in registrant's Treasury shares of 142,353 shares during 1966.

Item 3: Parents and Subsidiaries of Registrant.

Furnish a list or diagram of all parents and subsidiaries of the registrant and as to each person named indicate the percentage of voting securities owned, or other bases of control, by its immediate parent.

Johns-Manville Corporation - Registrant

- *Johns-Manville Sales Corporation (Delaware) - 100%
- *Coalinga Asbestos Company, Inc. (Delaware) - 80%
- *Johns-Manville Products Corporation (Delaware) - 100%
- *Johns-Manville International Corporation (Delaware) - 100%
- *Canadian Johns-Manville Company, Limited (Dominion of Canada) - 100%
- *Asbestos and Danville Railway Company (Quebec) - 100%
- *Canadian Johns-Manville Ontario Limited (Ontario) - 100%
- *Jayem Exploration Company Limited (Quebec) - 100%
- *Johns-Manville Mining and Trading Limited (Delaware) - 100%
- *Canadian Johns-Manville Asbestos Limited (Dominion of Canada) - 100%
- *Southern Johns-Manville Products Corporation (Virginia) - 100%
- *Johns-Manville Service Corporation (Delaware) - 100%
- *Johns-Manville Dutch Brand Products Corporation (Delaware) - 100%
- *Johns-Manville Equipment Corporation (Delaware) - 100%
- *Johns-Manville Fiber Glass Inc. (Delaware) - 100%
- *Johns-Manville Perlite Corporation (Illinois) - 100%
- *Johns-Manville Plastics Corporation (Pennsylvania) - 100%
- *Johns-Manville Products Corporation of California (Delaware) - 100%
- *Johns-Manville Products Corporation of Georgia (Delaware) - 100%
- *Johns-Manville Products Corporation of Massachusetts (Delaware) - 100%
- *Johns-Manville Products Corporation of Ohio (Delaware) - 100%
- *Johns-Manville Products Corporation of Pennsylvania (Pennsylvania) - 100%
- *Melamite Corp. (Delaware) - 100%
- *Johns-Manville India Limited (Delaware) - 100%

*Subsidiaries included in the consolidated financial statements of Johns-Manville Corporation and Subsidiaries.

Items 4 to 9 inclusive, have been omitted because a definitive proxy statement which involved the election of directors was mailed to the Commission pursuant to Regulation X-14 on February 14, 1967.

Item 10: Financial Statements and exhibits filed as a part of the Annual Report:

(a) Financial Statements

Financial Statements filed with letter, dated April 20, 1967, as part of Post-Effective Amendment No. 8 to Registration Statement No. 2-17255, on Form S-1 under the Securities Act of 1933 are incorporated herein by reference.

The reports of independent public accountants, Messrs. Lybrand Ross Bros. & Montgomery and Messrs. Campbell, Sharp, Milne & Co., appearing in such Registration Statement are also incorporated by reference thereto. The consents of such accountants to incorporation by reference of their reports accompany this annual report.

(b) Exhibits

The following, which were filed with letter, dated April 20, 1967, as part of Post-Effective Amendment No. 8 to Registration Statement No. 2-17255, are incorporated herein by reference:

(a) Retirement Plan of Johns-Manville Corporation and Subsidiaries as amended through December 31, 1966.

(b) Modified Retirement Plan for Hourly Paid Employees of Johns-Manville Corporation and Subsidiaries, effective August 1, 1966

SIGNATURE

Pursuant to the requirements of the Securities Act of 1934, the registrant has duly caused this annual report to be signed on its behalf by the undersigned thereunto duly authorized.

JOHNS-MANVILLE CORPORATION
(Registrant)

(Signature)
Irving J. Pedly, Assistant Secretary

Date: April 27, 1967

MTC 002291

CONSENTS of INDEPENDENT ACCOUNTANTS

We consent to the incorporation by reference in annual report (Form 10-K) of Johns-Manville Corporation of our opinion dated January 26, 1967 included in Post Effective Amendment No. 3 to Registration Statement No. 2-17255 on Form S-1.

Lybrand, Ross Bros. & Montgomery
LYBRAND, ROSS BROS. & MONTGOMERY

New York, April 20, 1967.

We consent to the incorporation by reference in annual report (Form 10-K) of Johns-Manville Corporation of our opinion dated January 26, 1967 included in Post Effective Amendment No. 3 to Registration Statement No. 2-17255 on Form S-1.

Campbell, Sharp, Milne & Co.
CAMPBELL, SHARP, MILNE & CO.

New York, April 20, 1967.

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