Minutes of Regular Meeting of Board of Directors of National Lead Company held at No. 111 Broadway, New York, on Thursday, March 17, 1910, at 11 A.M.

Present: Messrs. E. F. Beale, E. C. Goodwin, Walter Tufts, Edward Bush, M. Guggenheim, C. F. Wells, L. A. Cole, W. W. Lawrence, E. J. Cornish, A. P. Thompson

The minutes of meeting held February 17, 1910, were read and duly approved.

The Committee appointed to look into the desirability of the purchase of a property on Staten Island with a view to the ultimate consolidation of the several factories of the Atlantic Branch, reported progress and were continued.

The Committee appointed to audit the Treasurer's books and to verify the securities of the Company made the following report, which was accepted, ordered on file and to become a part of the minutes of this meeting, the Committee being discharged from further consideration of the subject, with the thanks of the Board.

New York, March 16, 1910

To the President and Board of Directors,

National Lead Company.

Gentlemen:

The Auditing Committee appointed by the President on January 27, 1910, to audit the books of the Treasurer and examine the securities of the Company, beg to submit the following:

We attach hereto the report of Mr. Herbert W. Hill, a Certified Accountant employed by us to examine the accounts of the Treasurer for the year ending February 1, 1910, by which you will note that he finds all the receipts and disbursements properly entered, footings correct, properly authorized vouchers presented for all payments, and the balances as shown in his report to be in the banks as stated.

We have counted the petty cash and find same to be in accordance with the Treasurer's books.

We have seen the approved and paid vouchers for all disbursements for the period under examination.

We have seen and verified the certificates of stock in various corporations —

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owned by the Company and as shown in the attached schedule prepared by Assistant Secretary Frothingham.

We have examined and verified the securities owned by the Insurance Fund, which we find to be as follows:

135 Bonds of United Lead Company, $1000 each.

7000 Shares of Preferred Stock of National Lead Company.

We have examined the notes covering the Bills Receivable account as shown on the Treasurer's ledger, which we find to be the indebtedness to the Company of the United Lead Company, aggregating $775.000. We have also seen notes of the Carter Company amounting to $250.000., covering other indebtedness to the Company as shown on the Treasurer's ledger. We notice that the Carter notes are executed by but one officer of that corporation, and would recommend that the Treasurer request the signature of two officers on notes of this character.

We find among the securities of the Company, but not listed on the schedule attached, two demand notes of the National Lead & Oil Company of Pennsylvania, as follows:

One dated December 31, 1903, for $700.000.

One dated November 1st, 1907, for $420.000.

We hereby certify that in all our investigations we found everything correct and in good order.

Chas. F. Wells
Walter Tufts

Resolved, That the following actions of the Executive Committee be and are hereby approved and confirmed:

Approving recommendations of the Committee appointed to consider the question of all painting work to be done for this Company, and instructing that a copy of its report be forwarded to the several Branches.

Authorizing Managers of the several Branches to take orders for White Lead, dry and in oil, and for Oxides, up to July 1, 1910, based on the present price list and subject to the usual conditions in case of an advance in price.

Approving several small increases in salaries at the St. Louis Branch.

Approving as Stockholders of the acquisition of the property and machinery of A. Schultz & Co. of Baltimore, at a cost not exceeding $35.000. by the John T. Lewis & Bros. Co.