JAN 4 1978

NL

December 29, 1977

Ms. Linda Sutton
Bureau of Corporation Taxation
Judicial Section
308 Finance Building
Harrisburg, PA 17127

Dear Ms. Sutton:

Re: John T. Lewis & Brothers Co. - Merger

Enclosed is the composite tax return of our wholly owned subsidiary, John T. Lewis & Brothers Co. for the years 1950-1976.

Also enclosed are affidavit supporting the composite tax return and our check in the amount of $166.00 in payment of the filing fees due.

If we can be of further assistance, kindly advise.

Very truly yours,

Roland R. Winkler

Roland R. Winkler
Corporate Tax Department

/jp

cc: J. Bailey (file)
R. J. Craig
D. P. Kenny
E. Scherer

enclosures

NL Industries, Inc.
P.O. Box 1096, Hightstown, N.J. 08520

COMPOSITE TAX RETURN
1950-1978

COMMONWEALTH OF PENNSYLVANIA

CAPITAL STOCK – LOANS – CORPORATE NET INCOME TAX REPORT

For Use by Domestic Corporations, Limited Partnerships, Joint-Stock Associations, etc.

For Calendar Year 19____ or Fiscal Year begun ______ 19____ ended ______ 19____

(PRINT OR TYPE PLAINLY BELOW BUSINESS NAME)

JOHN T. LEWIS & BROTHERS CO.

COMPUTATION OF CAPITAL STOCK TAX BY TAXPAYER

Proportion of Taxable Assets (From Insert Sheet, Apportionment Computation below, or Manufacturing Exemption Schedule)		Value of Capital Stock as Appraised by Officers of Company		Taxable Value of Capital Stock
Ø	× $	Ø	= $	Ø

Tax at Rate of ten (10) mills	$	Ø
Penalty (See Instruction Sheet)	+	Ø
TOTAL TAX AND PENALTY	$	Ø

COMPUTATION OF LOANS TAX BY TAXPAYER

Taxable Indebtedness (Page 3)	$	
Tax at 4 mills	$	
Deduct treasurer's commission (See page 3)	–	
a. Tax less commission	$	
b. Penalty (See Instruction Sheet)	+	
TOTAL TAX AND PENALTY	$	

COMPUTATION OF CORPORATE NET INCOME TAX BY TAXPAYER

1.	Income (from line 28 of copy of Federal Form 1120 - MUST BE ATTACHED)		$	Ø
2.	(a) Corporate Dividends received	$		
	(b) Interest on United States Securities	$		
	(c) Other allowable deductions (Submit Schedule)	$	$	
3.	Line 1 less Line 2		$	
4.	Tax Preference Items (Per Instructions - Federal Form 4626 must be attached)		$	
5.	If entire business is transacted in Pennsylvania reflect Pennsylvania Corporate Net Income Tax. (See Instructions)		$	
6.	Taxable Income (Line #3 plus Lines 4 and 5) THIS CORPORATION WAS		$	Ø
7.	Tax 9½% of Line #6 INACTIVE FROM 1950 THROUGH 1977		$	Ø
8.	If entire business is not transacted in Pennsylvania continue the computation below. (Omit Lines 4, 5, 6 and 7)			
9.	Tax Preference Items (Per Instructions – Federal Form 4626 must be attached)		$	
10.	Add Lines 3 and 9		$	
11.	Total Non-Business Income (or Loss) (Table 4, Total of Column 3)		$	
12.	Income to be apportioned (Line 10 plus Loss or Minus Income Reflected on Line 11.)		$	
13.	Apportionment Percentage (From Computation Below)			
14.	Income apportioned to Pennsylvania (Line 12 multiplied by Line 13)		$	
15.	Non-Business Income Allocated to Pennsylvania (Table 4, Total of Column 1)		$	
16.	Add Income or Deduct loss reflected on Line 15 to or from Line 14		$	
17.	Pennsylvania Corporate Net Income Tax (See Instructions)		$	
18.	Pennsylvania Taxable Income (Line #16 plus Line #17)		$	
19.	(a) Tax 9½% of Line #18		$	
	(b) Penalty (See Instructions)		+ $	
20.	Total Tax and Penalty		$	Ø

APPORTIONMENT PERCENTAGES

Divide (A) by (B) To Obtain Decimal
.. Carry Out Decimal Six Places ..

	CAPITAL STOCK TAX		C.N.I. TAX	
1.(A) Avg. value of Tangible Prop. in Pa.	$ Ø	= Ø	$ Ø	= Ø
(B) Avg. value of all Tangible Property	Ø		Ø	
2.(A) Wages, Salaries, etc. assignable to Pa.	$ Ø	= Ø	$ Ø	= Ø
(B) Total Wages, Salaries, etc.	Ø		Ø	
3.(A) Sales Assignable to Pa.	$ Ø	= Ø	$ Ø	= Ø
(B) Total Sales Everywhere	Ø		Ø	
4. Total of items 1, 2 and 3.. Divide by *Three ....*3)		Ø	.....*3)	Ø
5. Taxable Proportion (Express in Decimal)		Ø		Ø

*If only two of the above proportions apply, divide by 2; if only one of the above proportions applies, divide by 1.

I hereby affirm under penalties prescribed by law that this report (including any accompanying schedules and statements), has been examined by me and to the best of my knowledge and belief is a true, correct and complete report. If prepared by a person other than taxpayer, his declaration is based on all information of which he has any knowledge.

12/28/77	David P. Kenny	Vice President
Date	Signature of Officer	Title
Date	Individual or Firm Signature of Preparer	Address

NL 000041899

N 27482.01

Corporation's books are located at ______ in care of ______

Commercial Domicile (Principal place from which the trade or business of the taxpayer is directed or managed)

What basis of accounting is used? ______

For Federal Tax purposes? ______

Has the Federal Government changed the net income as originally reported for any prior year for which Reports of Change in Corporate Net Income have not been filed with Penna.? ______ (YES OR NO) If yes, indicate the year (s) ______

If all or a majority of the stock of this corporation is owned by another corporation, give name of such corporation; indicate if it files in Pennsylvania and, if so, give Box Number ______

If the reporting corporation owns all or a majority of the stock of any other corporations, list the names of such corporations; indicate which of these file reports in Pennsylvania (also list appropriate Box Numbers). (Submit Balance Sheets and Income Statements of Subsidiaries not filing in Penna.)

SCHEDULE A — NAME AND ADDRESS OF CORPORATION'S OFFICERS

TITLE	NAME	ADDRESS
President		
Vice-President		
Secretary		
Treasurer		

SCHEDULE B — LOCATION OF BUILDINGS AND LAND (TITLED IN THE CORPORATION'S NAME WITHIN PENNSYLVANIA)

STREET ADDRESS	CITY	COUNTY

SCHEDULE C — CAPITAL STOCK (Must be completed)

CLASS	PAR PER SHARE	*NO. SHARES OUTSTANDING	SELLING PRICE DURING YEAR			IS THIS A MEAN OR WEIGHED AVERAGE?	NO. OF SHARES TRADED
			HIGHEST	LOWEST	AVERAGE		
Common..............	$		$	$	$		
Preferred............							

Amount Paid in on Said Stock: In Cash $ ______ In Property $ ______ Total $ ______

Date and Amount of any issue since last Report ______

Date and Amount of any retirement of Stock since last Report ______

On which exchange (s) is this stock listed? ______

* This means shares issued and not held by the company in treasury.

SCHEDULE D — HISTORY OF EARNINGS AND DIVIDENDS (Must be completed)

CONSECUTIVE 5 YEAR PERIOD	BOOK NET INCOME AFTER FEDERAL TAXES (INDICATE LOSS)	DIVIDENDS		
		IN CASH	IN KIND *	IN STOCK *
19............	$	$	$	$
19............				
19............				
19............				
19............**				
TOTAL	$	$	$	$
AVERAGE	$	$	$	$

* Give descriptions.

** This year must be identical with the year for which this report was filed.

NL 000041900

LOANS TAX – SCHEDULE OF INDEBTEDNESS

1. This schedule must show all items of indebtedness of whatever nature outstanding during all or any fractional preceding calendar or fiscal year.
2. All figures required must be filled in. Where space is insufficient, submit schedule.
3. All questions on this page must be completely and properly answered.
4. Name and Address of Fiscal Officer performing his official duties in Pennsylvania ______________________

____

NAME OF HOLDER OF LOAN	Residence (State)	State whether indebtedness was held (a) In own right (b) As Trustee (c) As Agent If (b) or (c) indicate for whom held	Date Issued or Incurred	Amount of Indebtedness at beginning of period covered by this report *	Amount of Indebtedness at end of period covered by this report *	Statement of Interest Paid († Write 'None' if indebtedness is not interest bearing)		Taxable Indebtedness
						Rate † of Interest	Amount of Interest Paid	
Individual Residents of Pennsylvania or Partnerships								
Bank and Trust Companies								
Domestic Corporations								
Foreign Corporations and Non-Resident Individuals								
TOTALS								

Total of interest on above indebtedness shown as expense for the period covered by this report $______________________

Interest actually paid on above indebtedness during the same period.............................. ______________________

If difference, attach rider explaining the difference.. $______________________

Has interest been paid during the period covered by this report that was due and payable for prior years? ** ______________ (YES OR NO)

If Yes, state the amount (s) on which such interest was paid and the periods covered by such payments; and the names and addresses of the holders of such obligation at the time that the interest payment fell due during such periods. (Attach rider if necessary on any of the above) ______________________

____

* If interest is paid at fixed interest-paying periods, use these columns to designate the amount of indebtedness at the end of the first interest period and the amount at the end of the second interest period.

** Under the Act of July 15, 1919, P.L. 954, whenever interest is paid for a prior period, the Treasurer of the corporation is required to report the names and locations of the holders thereof during such prior periods.

Treasurer's Commission is 5% on first $1,000 of tax or fractional part thereof; 1% on amount of tax over $1,000 but not over $2,000; ½ of 1% on amount of tax over $2,000. (See Computation of Loans Tax, page 1).

Page 4

PENNSYLVANIA CAPITAL STOCK, LOANS AND CORPORATE NET INCOME TAX REPORT

BOX NO.

Calendar Year 19
or Fiscal Year ended
19

Record Extensions here:

Received ____________

Calculated ____________

Copy mailed

MAILING INSTRUCTIONS

Mail settlement on account of this report to:

(To be typed in by Taxpayer)

Name JOHN T. LEWIS & BROTHERS CO-
c/o NL INDUSTRIES, INC.
Street P.O. BOX 1096
HIGHTSTOWN NJ 08520
CITY STATE ZIP CODE

(Affix below the printed adhesive label which has been supplied by the Bureau of Corporation Taxes. If this report is prepared by any party other than the taxpayer, please furnish the preparer with the labels which reflect the name, address and box number of this corporate account.)

DO NOT WRITE BELOW THIS LINE

SETTLEMENT - CAPITAL STOCK TAX (OFFICIAL)

For the ____________ year ended ____________

Proportion of Taxable Assets		Value of Capital Stock as appraised by Department of Revenue		Taxable Value of Capital Stock
$ / $	x	$	=	$
$ / $			=	
$ / $			=	
$ / $			=	
Total of Proportions ( )			=	

Tax at rate of 10 mills .... $

Penalty (For failure to file report within time limit prescribed by law) ....

Amount of this settlement .... $

TYPE OF TAX 01
SELF-ASSESSED TAX
TAX DEBIT OR CREDIT
PENALTY DEBIT 201

SETTLEMENT - LOANS TAX (OFFICIAL)

Tax on Scrip, Bonds and Other Indebtedness for ____________ year ended ____________ 19____

Amount of Taxable Indebtedness .... $

Tax at rate of 4 mills .... $

Treasurer's Commission .... $

Tax less Commission ....

Penalty (For failure to file report within time limit prescribed by law) ....

Amount of this settlement .... $

TYPE OF TAX 03
SELF-ASSESSED TAX
TAX DEBIT OR CREDIT
PENALTY DEBIT 203

SETTLEMENT - CORPORATE NET INCOME TAX (OFFICIAL)

For the ____________ year ended ____________

$ / $ ____________ =
$ / $ ____________ =
$ / $ ____________ =

Total of percentages
)
Apportionment percentage

Income to be apportioned .... $

Amount of income apportioned to Pennsylvania .... $

-Add: Non Business Income Allocated to Pennsylvania .... $

Pennsylvania Corporate Net Income Tax .... $

Total taxable income in Pennsylvania .... $

Tax at rate of 9½ per cent .... $

Penalty (For failure to file report within time limit prescribed by law ....

Amount of this settlement .... $

TYPE OF TAX 04
SELF-ASSESSED TAX
TAX DEBIT OR CREDIT
PENALTY DEBIT 204

DEPARTMENT OF REVENUE

☐ CAPITAL STOCK TAX - LOANS AND CORPORATE NET INCOME TAX SETTLED AND DELIVERED TO THE AUDITOR GENERAL

Date ____________ 19____

(FOR THE SECRETARY OF REVENUE)

DEPARTMENT OF THE AUDITOR GENERAL

CAPITAL STOCK TAX- LOANS AND CORPORATE NET INCOME TAX AUDITED AND

☐ APPROVED
☐ DISAPPROVED

Date ____________ 19____

(FOR THE AUDITOR GENERAL)

NL 000041902

AFFIDAVIT

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

DANIEL P. KENNY, being duly sworn, deposes and says:

That he is the duly elected Vice President of John T. Lewis & Brothers Co., a corporation incorporated under the laws of the Commonwealth of Pennsylvania; that said corporation did not have any assets or liabilities during the taxable years 1950-1976, and did not conduct any business or earn any income during those years; that this affidavit is made in support of a composite tax return covering the years 1950-1976 to be filed with the Department of Revenue of the Commonwealth of Pennsylvania by affiant on behalf of said corporation.

Daniel P. Kenny

Daniel P. Kenny

Sworn to before me
this 28th day of December, 1977

John T. Rafferty

Notary Public

(Notarial Seal)

JOHN T. RAFFERTY
Notary Public State of New York
No. 24-[illegible]
Qualified in Kings County
Certificate filed in New York County
Commission Expires March 30, 1979

NL 000041903

N 27482.02