ANACONDA LEAD PRODUCTS COMPANY

Minutes of Special Meeting of Board of Directors.

A special meeting of the Board of Directors of ANACONDA LEAD PRODUCTS COMPANY, a Delaware corporation, was held at Room 1300, No. 25 Broadway, New York, N. Y., on Wednesday, October 28th, 1936, at 12 o'clock noon.

There were present the following:

Robert E. Dwyer
Frederick Laist
D. B. Hennessy
James Dickson

being a majority of the directors and a quorum for the meeting.

Mr. Robert E. Dwyer, President, acted as Chairman, and Mr. D. B. Hennessy, Secretary of the corporation, acted as Secretary of the meeting.

The Secretary presented a written waiver of notice for the meeting and was ordered to file the same with the minutes of the meeting. Following is such waiver:

The Chairman stated that International Smelting and Refining Company, the owner of all the shares of capital stock of this Company, had adopted a plan for the liquidation of this Company which involved its dissolution and the transfer and distribution of all its assets and properties to said International Smelting and Refining Company in complete cancellation or redemption of all the stock of this Company.

Thereupon, on motion duly made and seconded, it was

RESOLVED, that the plan of liquidation of this Company adopted by International Smelting and Refining Company, the owner of all the shares of capital stock of this Company, providing for the dissolution of this Company and the distribution and transfer of all its assets and properties to its stockholders in complete cancellation or redemption of all its stock, be and the same hereby is approved and adopted; and further

RESOLVED, that in the judgment of this Board of Directors, it is deemed advisable and most for the benefit of this corporation that it should be dissolved, its affairs liquidated, and its assets and properties transferred and distributed to its stockholders in complete cancellation or redemption of all its stock; and further

RESOLVED, that a special meeting of the stockholders of this Corporation be and the same hereby is called to be held at Room 1800, No. 25 Broadway, New York, N. Y., on November 19, 1936, at eleven o'clock in the forenoon (or if the holders of all the issued and outstanding capital stock of the Corporation having voting power shall waive notice in writing of said meeting, then at such time and such place as said stockholders may designate) to consider and vote upon said proposed dissolution and liquidation of the Company and the distribution and transfer to its stockholders of all its assets and property in complete cancellation or redemption of all its stock; and the Secretary be and he hereby is authorized and directed to cause such notice to be given to stockholders of such meeting as shall be required by the laws of the State of Delaware and the By-laws of the corporation.

There being no further business the meeting adjourned to reconvene upon the call of the President.

Secretary.