MINUTES OF THE ADJOURNED ANNUAL MEETING
OF THE STOCKHOLDERS OF
THE GLIDDEN COMPANY, LIMITED

Minutes of the Adjourned Annual Meeting of the Stockholders of The Glidden Company, Limited, held at the principal office of the Company, 1396 Union Commerce Building, Cleveland, Ohio, on Friday, May 20, 1955, at 2:00 P.M.

The meeting was called to order by Mr. Dwight P. Joyce, Chairman of the Board of Directors, and the minutes were recorded by Mr. Robert D. Horner, Secretary.

On roll call, a majority of the Stockholders were found to be present in person or by proxy as follows:

Dwight P. Joyce	Owning	1 share
Alexander D. Duncan	Owning	1 share
B. W. Maxey	Owning	1 share
John H. Weeks	Owning	1 share
Robert D. Horner	Owning	1 share
William G. Phillips	Owning	1 share
Willard C. Lighter	Owning	1 share
Harvey L. Slaughter	Owning	1 share
The Glidden Company by its President, Dwight P. Joyce	Owning	4190 shares
Total represented		4198 shares

The reading of the minutes of the Directors' and Stockholders' meetings held during the preceding year was, upon motion duly made, seconded and unanimously carried, dispensed with.

The Treasurer read the Annual Report of the Company, which was approved as read.

The Secretary submitted the following resolution relative to the number of Directors to be elected:

> RESOLVED, that the Board of Directors of this Company consist of ten (10) members.

The adoption of the foregoing resolution having been duly moved and seconded, the Stockholders proceeded to ballot upon its adoption or rejection. The resolution, having received the affirmative vote of the holders of Common Stock entitling them to exercise a majority of the voting power of the Company on said resolution, was duly adopted according to law.

The meeting thereupon proceeded to the election of Directors for the ensuing year, which election was held by ballot and resulted as follows:

Dwight P. Joyce
Paul E. Sprague
John P. Ruth
Alexander D. Duncan
B. W. Maxey
John H. Weeks
Robert D. Horner
William G. Phillips
Willard C. Lighter
Harvey L. Slaughter

each receiving 4,198 votes, and said persons were duly declared elected as Directors of the Company.

The Chairman explained that it would be desirable to amend the By-Laws of the Company so that they would better conform with the Regulations of the Company's parent corporation, The Glidden Company, as amended February 10, 1955, and at the same time properly conform to the Ontario Corporations Act of 1953. After due discussion and upon motion duly made and seconded, the following By-Law was enacted:

BY-LAW NO. 1

ARTICLE I
Head Office

The Head Office of the Company shall be in the City of Toronto in the Province of Ontario.

ARTICLE II
Seal

The Seal of the Company shall contain the words "The Glidden Company, Limited, Toronto, Canada" and shall be in circular form.