



60-0511

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, 1964 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

Name of each exchange on
which registered

Common Stock

(\$5 par value)

New York Stock Exchange

MTC 002218

Item 1. Number of Stockholders.

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>Approximate Number of Holders</u>
Common Stock	29,152 (as of March 1, 1965)
\$5 par value)	

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:
January 15, 1964
- (c) The amount of securities involved and whether an increase or a decrease;
Increase of 60,000 shares
- (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 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.

On January 15, 1964, registrant issued to Melamite Corp., Melamite Sales, Inc. and Melamite Distributors, Inc. (all Massachusetts corporations), an aggregate of 60,000 shares of Common Stock in exchange for the business and substantially all of the assets of said companies. There were no underwriters. The plans for these transactions were submitted to the stockholders of each of the selling companies under such circumstances that the favorable vote thereon bound all of the stockholders of such companies. Accordingly, the issuance of such shares was exempt from registration under the Securities Act of 1933 by reason of Rule 133 promulgated thereunder.

Note:- From time to time during the fiscal year 1964, the registrant purchased an aggregate of 111,845 shares of Treasury stock. During such fiscal year, the registrant issued from its Treasury stock 467 shares under its Deferred Compensation Plan, 11,025 shares under its Incentive Stock Option Plan and 4883 shares under its Employees' Stock Purchase Plan. This resulted in a net increase in registrant's Treasury shares of 95,470 shares during 1964.

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%
- *Table Mountain 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%
- *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 Mississippi (Delaware) - 100%
- *Johns-Manville Products Corporation of Ohio (Delaware) - 100%
- *Johns-Manville Products Corporation of Pennsylvania (Pennsylvania) - 100%
- *Melamite Corp (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 11, 1965.

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

(a) Financial Statements
Financial statements filed with letter, dated April 28, 1965, as part of Post-Effective Amendment No. 6 to Registration Statement No. 2-17255, on Form S-1 under the Securities Act of 1933 and incorporated herein by reference.

The reports of independent public accountants, Messrs. Lybrand, Ross Bros. & Montgomery and Messrs. 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: None

SIGNATURE

Pursuant to the requirements of the Securities Exchange 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 29, 1965

MTC 002220

10K
1964

60-0511

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(\$5 par value)

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MTC 002222

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