
SUPPLEMENTAL JUDGMENT ON STOCK DISPOSAL,
DECEMBER 12, 1957

SUPPLEMENTAL JUDGMENT ON STOCK DISPOSAL

WHEREAS, on January 16, 1951, this Court, pursuant to Article V of its final judgment dated July 6, 1950, entered its judgment on stock disposal in this cause (hereinafter sometimes called the "stock disposal judgment"); and

WHEREAS, defendant, Aluminum Company of America, has applied to this Court by motion for a modification of the stock disposal judgment pursuant to the jurisdiction retained by this Court under Article VIII of the stock disposal judgment; and

WHEREAS, more than 80% of the shares of common stock of Aluminium Limited (hereinafter sometimes called "Limited") required to be disposed of pursuant to the stock disposal judgment, have heretofore been disposed of, leaving approximately 5% of the issued and outstanding shares of common stock of Limited yet to be disposed of pursuant to the stock disposal judgment; and

WHEREAS, it is deemed desirable to discharge the trustees (hereinafter sometimes called the "Limited trustees") appointed by Article I of the stock disposal judgment, and to make other orders in relation to said judgment;

Now, THEREFORE, it is ORDERED, ADJUDGED and DECREED:

1. Donald K. David, John L. Sullivan and Chemical Corn Exchange Bank (formerly Chemical Bank and Trust Company) are, and each of them is, hereby discharged from the trusteeship to which they were appointed by the stock disposal judgment, and the rights, authority and duties of the Limited trustees under the

stock disposal judgment are hereby terminated, such discharge and termination to be effective from and after the date of this supplemental judgment.

2. All proxies heretofore given to the Limited trustees shall have no further force or effect from and after the date of this supplemental judgment. From and after the date of this supplemental judgment, no individual, Individual Charitable Foundation or trustee named in the stock disposal judgment shall be required to give any proxy to the Limited trustees or renew any proxy heretofore given to them.

3. Limited or plaintiff or any individual, Individual Charitable Foundation or trustee who, pursuant to the terms of the stock disposal judgment, is enjoined from voting stock of Limited under Article IV thereof, may petition this Court at any time, or from time to time, for an order permitting some or all of said stockholders to vote their stock in person or by proxy at a particular stockholders' meeting in a certain way upon a specifically designated issue or issues; and this Court, upon good cause shown, will make such order as is equitable. Limited or plaintiff may also petition this Court at any time, or from time to time, for an order permitting some or all of the stockholders enjoined from voting stock of Limited under Article III of the stock disposal judgment to vote their stock in person or by proxy at a particular stockholders' meeting in a certain way upon a specifically designated issue or issues; and this Court, upon good cause shown, will make such order as is equitable. Plaintiff, Limited and any stockholder whose voting rights may be affected by a petition, as in this paragraph authorized, must be given at least ten days' notice in writing of the filing of such petition.

4. The injunctions in Article IV of the stock disposal judgment against the voting in person or by proxy of any shares of common stock of Limited shall automatically terminate when all stock disposals required by the stock disposal judgment shall have been completed, and thereupon the voting rights otherwise accruing to those stockholders who are subject to Article IV of said judgment shall be restored automatically without further order of this Court.

5. Paragraph 4 of Article IV of the stock disposal judgment is hereby terminated. The notice and information referred to in paragraph 3 of Article V of the stock disposal judgment and heretofore required to be given and furnished to the Attorney General and the Limited corporate trustee shall, from and after the date of this supplemental judgment, be given and furnished only to the Attorney General. The statements referred to in paragraph 9 of Article V of the stock disposal judgment and heretofore required to be filed with the Limited trustees shall, from and after the date of this supplemental judgment, be filed with the Clerk of this Court and the Attorney General.

6. The stock disposal judgment, except as modified and supplemented expressly or by necessary implication hereby, shall continue in full force and effect according to its terms.

7. Without limiting in any way the provisions of any prior judgment of this Court with respect to retention of jurisdiction of this cause, jurisdiction of this cause is retained for the purpose of receiving a final report of the Limited trustees and determining the matter of their compensation and that of their counsel for the period from January 16, 1957, to the date of

this supplemental judgment, and for the further purpose of enabling the plaintiff, Alcoa, or any individual, Foundation or trustee who is a defendant herein or who has submitted to the jurisdiction of this Court to apply to this Court at any time for such further orders or directions as may be necessary or appropriate for the construction or complete execution of this supplemental judgment, for the modification or termination of any of the provisions thereof, for the enforcement of compliance therewith and for the punishment of any violations thereof.

JNO. C. KNOX
United States District Judge.

Dated: December 12, 1957.

United States District Court

FOR THE SOUTHERN DISTRICT OF NEW YORK

UNITED STATES OF AMERICA,
Plaintiff

v.

ALUMINUM COMPANY OF
AMERICA, et al.,
Defendants.

Equity No. 85-73

SUBMISSION TO JURISDICTION

The undersigned hereby submits to the jurisdiction of the Court in the abovementioned cause for the purpose of being bound by those portions of this Court's judgment to be entered this day, which relate to the termination of appointment of trustees and a redefinition of the voting rights of the undersigned under the stock disposal judgment in this case entered under date of January 16, 1951, and to such proceedings as may be necessary to the interpretation or enforcement, or both, of said supplemental judgment, but for no other purpose and to no further extent whatsoever. Without limiting either the plaintiff's or any of the defendants' rights to appeal from or review said judgment to be entered this day, this submission to jurisdiction does not extend to any other or further proceedings in this cause or to any judgment that may be entered as a result of any appeal from or review of this judgment.

IN WITNESS WHEREOF, the undersigned has executed this submission to the jurisdiction of this Court this 12th day of December, 1957.

Sarah Mellon Scaife

Ailsa M. Bruce
by George W. Wyckoff
Attorney in Fact

Paul Mellon
by George W. Wyckoff
Attorney in Fact

SARAH MELLON SCAIFE FOUNDATION

B. Homer Hall
B. Homer Hall
Secretary

By: Alan M. Scaife
Chairman

RICHARD KING MELLON FOUNDATION

Robert E. Willison
Robert E. Willison
Secretary

By: Joseph D. Hughes
Administrative Trustee

OLD DOMINION FOUNDATION, Inc.

By Ernest Brooks, Jr.
President

AVALON FOUNDATION

By: Francis T. Carmody
Vice President

Mellon National Bank and Trust
Company, Co-Trustee with Donald
D. Shepard and George W. Wyckoff
under Deed of Trust of A. W. Mellon
dated December 28, 1934 for Audrey
Bruce (now Currier)

Attest:
Stewart Morgan
Assistant Secretary

By J. L. Propst
Vice President

Mellon National Bank and Trust
Company, Co-Trustee with Donald
D. Shepard and George W. Wyckoff
under Deed of Trust of A. W. Mellon
dated December 28, 1934 for Paul
Mellon and his heirs.

Attest:
Stewart Morgan
Assistant Secretary

By J. L. Propst
Vice President

Attest:

Stewart Morgan
Assistant Secretary

Mellon National Bank and Trust
Company, Co-Trustee with Donald
D. Shepard and George W. Wyckoff
under Deed of Trust of A. W. Mellon
dated December 28, 1934 for Ailsa
Mellon Bruce and her children.

By J. L. Propst
Vice President

Attest:

Stewart Morgan
Assistant Secretary

Mellon National Bank and Trust
Company, Co-Trustee with Richard
K. Mellon and Alan M. Scaife under
Deed of Trust of Sarah Mellon Scaife
dated December 30, 1935, for Cor-
delia Mellon Scaife (now May).

By: J. L. Propst
Vice President

Attest:

Stewart Morgan
Assistant Secretary

Mellon National Bank and Trust
Company, Co-Trustee with Richard
K. Mellon and Alan M. Scaife under
Deed of Trust of Sarah Mellon Scaife
dated December 23, 1941, for Cor-
delia Mellon Scaife (now May).

By: J. L. Propst
Vice President

Attest:

Stewart Morgan
Assistant Secretary

Mellon National Bank and Trust
Company, Co-Trustee with Richard
K. Mellon and Alan M. Scaife under
Deed of Trust of Sarah Mellon Scaife
dated December 30, 1935 for Richard
Mellon Scaife.

By: J. L. Propst
Vice President

Attest:

Stewart Morgan
Assistant Secretary

Mellon National Bank and Trust
Company, Co-Trustee with Richard
K. Mellon and Alan M. Scaife under
Deed of Trust of Sarah Mellon Scaife
dated December 23, 1941, for Richard
Mellon Scaife.

By: J. L. Propst
Vice President

Attest:
Mellon National Bank and Trust Company, Donald D. Shepard and George W. Wyckoff, Trustees under Trusts created by Andrew W. Mellon for the children of Ailsa Mellon Bruce and Paul Mellon.

Stewart Morgan
Assistant Secretary
By J. L. Propst
Vice President, Mellon National Bank and Trust Company

Wilmington Trust Company, D. D. Shepard, and George W. Wyckoff, Trustees U/A with Ailsa M. Bruce dated August 6, 1935 for her issue.
(Trust No. 2213)

Attest:
Rita Harney
Assistant Secretary
Wilmington Trust Company
By J. Sellers Bancroft
Vice-President

Wilmington Trust Company, D. D. Shepard, and George W. Wyckoff, Trustees U/A with A. W. Mellon dated December 28, 1935 for David K. E. Bruce.
(Trust No. 2223)

Attest:
Rita Harney
Assistant Secretary
Wilmington Trust Company
By J. Sellers Bancroft
Vice-President

Trustees of The Duke Endowment, a Trust Established by James B. Duke by Indenture dated December 11, 1924.

Alex. H. Sands, Jr.
Vice Chairman
Philip B. Heartt
Secretary

Attest:
S. L. Hawkins
Secretary
Doride Corporation
By T. L. Perkins
Vice-President
Doris Duke
A. M. Hunt

United States District Court

FOR THE SOUTHERN DISTRICT OF NEW YORK

UNITED STATES OF AMERICA,
Plaintiff

v.

ALUMINUM COMPANY OF
AMERICA, et al.,
Defendants.

} Equity No. 85-73

SUBMISSION TO JURISDICTION

ALUMINIUM LIMITED, a corporation of Canada, hereby submits to the jurisdiction of the Court in the above-captioned cause for the purpose of being bound by the Court's judgment entered December 12, 1957 relating to the termination of appointment of trustees and a redefinition of the voting rights of certain of the shareholders of Aluminium Limited under the stock disposal judgment entered under date of January 16, 1951 and for the purpose of such proceedings as may be necessary for the interpretation or enforcement, or both, of said supplemental judgment, but for no other purpose and to no further extent whatsoever.

IN WITNESS WHEREOF, Aluminium Limited has caused this submission to jurisdiction to be duly executed this 13th day of December, 1957.

ALUMINIUM LIMITED

By JAMES A. DULLEA

Senior Vice President

Dec. 13, 1957.