

July 22, 1997

c/o Tax Dept.
KERR GROUP, INC. C50439
500 New Holland Ave
Lancaster PA 17602

RE: KERR GROUP, INC. C50439

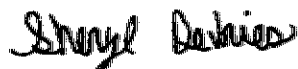
Greetings:

Please find enclosed your recently submitted annual report for the 1997-1998 fiscal year. We are unable to accept it in its present form. Please make the following correction(s) and return to this office.

The annual report must be signed by an **officer** of the corporation or the **chairman** of the board of directors.

If you have any questions or need further assistance, please do not hesitate to contact this office at (208) 332-2811.

Very truly yours,



Sheryl DeVries
Corporate Division

Enclosures: cited

No. C 50439		Annual Report Form Due No Later Than November 30, 1997		CT CORPORATION SYSTEM 300 N. 6TH ST BOISE ID 83701	
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 NO FEE REQUIRED		1 Mailing Address - Please Correct, If Not Correct KERR GROUP, INC. L. BRIAN MCCABE <i>10 Tax Dept.</i> 500 NEW HOLLAND AVE LANCASTER PA 17602		3. Organized Under the Laws of: DE C 50439	
* FIRST NOTICE *					
4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors Limited Liability Companies: Enter Names and Addresses of <input type="checkbox"/> Managers or <input type="checkbox"/> Members (check one)					
Office held		Name		Street or P.O. Address	
				City State Zip	
SEE ATTACHED SCHEDULE.					
5.		6.		Date <u>7/16/97</u> Signature <u>[Signature]</u> Name (Typed or Printed) <u>ROBERT L. RATHSAM</u> Title <u>CONTROLLER</u>	

ISSUED: 07-04-1997 ↓ DO NOT TAPE OR STAPLE ↓

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CURRENT LIST OF DIRECTORS & OFFICERS

December 31, 1996

OFFICERS

D. Gordon Strickland
President and Chief Executive Officer
Kerr Group, Inc.
500 New Holland Avenue
Lancaster, PA 17602

Geoffrey A. Whynot
Vice President, Chief Financial Officer
Kerr Group, Inc.
500 New Holland Avenue
Lancaster, PA 17602

Larry R. Knipple
Vice President, Secretary
Kerr Group, Inc.
508 New Holland Avenue
Lancaster, Pennsylvania 17602

Richard H. Dittmar
Vice President, Employee Relations
Kerr Group, Inc.
500 New Holland Avenue
Lancaster, PA 17602

Robert S. Reeves II
Senior Vice President, Sales
Kerr Group, Inc.
500 New Holland Avenue
Lancaster, PA 17602
(717) 299-6511

DIRECTORS

Herbert Elish
Chairman of the Board
108 Woodland Road
Pittsburgh, Pennsylvania 15232

Gordon C. Hurlbert
Executive Associates
2210 One PPG Place
Pittsburgh, Pennsylvania 15222

Mr. Michael C. Jackson
177 Sabbaday Lane
Washington Depot, Connecticut 06794

John D. Kyle
(Retired)

James R. Mellor
General Dynamics Corporation
3190 Fairview Park Drive
Falls Church, Virginia 22042-4523

Robert M. O'Hara
Falcon Management
3131 South Dixie Highway, Suite 100
Dayton, Ohio 45429
Harvey L. Sperry
Willkie Farr & Gallagher
One Citicorp Center
153 East 53rd Street, 47th Floor
New York, New York 10022