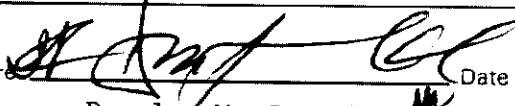


No. C 97135	<b>Annual Report Form</b> <i>Due No Later Than November 30.</i> 1998	2. Registered Agent and Office <b>NOT A P.O. BOX</b>
Return to: SECRETARY OF STATE 700 WEST JEFFERSON PO BOX 83720 BOISE, ID 83720-0080 <b>NO FEE REQUIRED</b>  * FIRST NOTICE *	1. Mailing Address - Please Correct. If Not Correct  REYNOLDS METALS COMPANY  P O BOX 55587  RICHMOND VA 23285 5587	CORPORATION SERVICE COMPANY 200 N 23RD ST  BOISE ID 83702  3. Organized Under the Laws of: DE C 97185

4. Corporations: Enter Names and Business Addresses of **President, Secretary and Directors**  
 Limited Liability Companies: Enter Names and Addresses of  Managers or  Members (check one)

Office held	Name	Street or P.O. Address	City	State	Zip
Chairman of the Board & CEO	Jeremiah J. Sheehan	6601 West Broad St.	Richmond	VA	23230
Secretary & Assistant General Counsel	Donna C. Dabney	6601 West Broad St.	Richmond	VA	23230
Directors	SEE ATTACHED LIST				

5. Signature of New Registered Agent	6. Signature  Date <u>OCT 26 1998</u> Name <small>Typed or Printed:</small> <u>Douglas M. Jerrold</u> Title <u>Vice President</u>
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ISSUED: 07-03-1998

DO NOT TAPE OR STAPLE

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## REYNOLDS METALS COMPANY

### OFFICERS

<b>Chairman of the Board &amp; Chief Executive Officer</b>	<b>Jeremiah J. Sheehan</b>	<b>6601 West Broad Street, Richmond, VA</b>
<b>Vice Chairman &amp; Executive Officer</b>	<b>Randolph N. Reynolds</b>	<b>6601 West Broad Street, Richmond, VA</b>
<b>Executive Vice President &amp; Chief Financial Officer</b>	<b>William E. Leahey, Jr.</b>	<b>6601 West Broad Street, Richmond, VA</b>
<b>Senior Vice President</b>	<b>Thomas P. Christino</b>	<b>6603 West Broad Street, Richmond, VA</b>
<b>Senior Vice President</b>	<b>Donald T. Cowles</b>	<b>6603 West Broad Street, Richmond, VA</b>
<b>Senior Vice President</b>	<b>Eugene M. Desvernine</b>	<b>6601 West Broad Street, Richmond, VA</b>
<b>Senior Vice President &amp; Controller</b>	<b>Allen M. Earehart</b>	<b>6601 West Broad Street, Richmond, VA</b>
<b>Senior Vice President &amp; General Counsel</b>	<b>D. Michael Jones</b>	<b>6601 West Broad Street, Richmond, VA</b>
<b>Senior Vice President</b>	<b>Paul Ratki</b>	<b>6603 West Broad Street, Richmond, VA</b>
<b>Senior Vice President</b>	<b>C. Stephen Thomas</b>	<b>6603 West Broad Street, Richmond, VA</b>
<b>Vice President</b>	<b>Douglas M. Jerrold</b>	<b>6601 West Broad Street, Richmond, VA</b>
<b>Vice President</b>	<b>John B. Kelzer</b>	<b>6603 West Broad Street, Richmond, VA</b>
<b>Vice President</b>	<b>John M. Lowrie</b>	<b>6603 West Broad Street, Richmond, VA</b>
<b>Vice President</b>	<b>Lou Anne J. Nabhan</b>	<b>6601 West Broad Street, Richmond, VA</b>
<b>Vice President</b>	<b>F. Robert Newman</b>	<b>6601 West Broad Street, Richmond, VA</b>
<b>Vice President</b>	<b>Edmund H. Polonitza</b>	<b>6601 West Broad Street, Richmond, VA</b>
<b>Vice President</b>	<b>William G. Reynolds, Jr.</b>	<b>6601 West Broad Street, Richmond, VA</b>
<b>Vice President</b>	<b>John F. Rudin</b>	<b>6603 West Broad Street, Richmond, VA</b>
<b>Vice President, Treasurer</b>	<b>Julian H. Taylor</b>	<b>6601 West Broad Street, Richmond, VA</b>
<b>Secretary &amp; Assistant General Counsel</b>	<b>Donna C. Dabney</b>	<b>6601 West Broad Street, Richmond, VA</b>
<b>Assistant General Counsel</b>	<b>John B. Donohue, Jr.</b>	<b>6601 West Broad Street, Richmond, VA</b>
<b>Assistant Secretary</b>	<b>Carol L. Dillon</b>	<b>6601 West Broad Street, Richmond, VA</b>
<b>Assistant Secretary</b>	<b>Brenda A. Hart</b>	<b>6601 West Broad Street, Richmond, VA</b>
<b>Assistant Controller</b>	<b>Charles D. McLane, Jr.</b>	<b>6601 West Broad Street, Richmond, VA</b>
<b>Assistant Treasurer</b>	<b>James J. Wright</b>	<b>6601 West Broad Street, Richmond, VA</b>

### DIRECTORS

<b>Chairman</b>	<b>Jeremiah J. Sheehan</b>	<b>6601 West Broad Street, Richmond, VA</b>
	<b>Patricia C. Barron</b>	<b>Xerox Engineering Systems, 300 Main Street, E. Rochester, NY</b>
	<b>John R. Hall</b>	<b>Ashland Oil Co., 1000 Ashland Drive, Russell, KY</b>
	<b>Robert L. Hintz</b>	<b>6601 West Broad Street, Richmond, VA</b>
	<b>William H. Joyce</b>	<b>Union Carbide Corporation, 39 Old Ridgebury Road, Danbury, CT</b>
	<b>Mylle B. Mangum</b>	<b>Holiday Inn Worldwide, Three Ravinia Drive, Atlanta, GA</b>
	<b>D. Larry Moore</b>	<b>Honeywell, Inc., 2701 4th Avenue South Minneapolis, MN</b>
	<b>Randolph N. Reynolds</b>	<b>6601 West Broad Street, Richmond, VA</b>
	<b>James M. Ringler</b>	<b>Premark International, Inc., 1717 Deerfield Road, Deerfield, IL</b>
	<b>Samuel C. Scott, III</b>	<b>CPC International, Inc., 700 Sylvan Avenue Englewood Cliffs, NJ</b>
	<b>Joe B. Wyatt</b>	<b>Vanderbilt University, 211 Kirland Hall Nashville, TN</b>