



October 19, 1984

ELECTION OF DIRECTORS
BY MEMBER BANKS IN GROUPS 1 AND 2

REPORT OF NOMINATIONS — VOTING PROCEDURES

To the Member Banks of the Eighth Federal Reserve District:

In accordance with the provisions of Section 4 of the Federal Reserve Act and my circular dated September 14, 1984, in regard to the election of directors of this Bank to succeed Mr. George M. Ryrie, Class A director, and Mr. Jesse M. Shaver, Class B director, whose terms expire December 31, 1984, there are listed the names of the candidates nominated for such directors and the banks which made the nominations.

There is sent herewith to each bank in Group 1 a ballot for use in voting for a Class B director and to each bank in Group 2 a ballot for use in voting for a Class A director. An envelope bearing on its face the certificate in regard to the vote and a colored envelope marked "Ballot" in which the ballot is to be sealed are enclosed also.

The ballot and certificate envelope must be executed by an officer who has been authorized to cast the vote. A list of the designated officers forms a part of this circular. In order that the balloting may be secret, the name of the bank and of the voting officer should not be written on the ballot but only on the certificate envelope.

The following procedure is required for both the Class A and Class B ballots:

- (1) Mark the ballot to indicate the vote of your bank.
- (2) Place the ballot in the colored "Ballot" envelope and seal.
- (3) Execute the certificate on the certificate envelope.
- (4) Place the ballot envelope in the certificate envelope and seal.
- (5) Return the sealed certificate envelope to me. For your convenience, a self-addressed envelope is attached.

Under the law, the ballot must be returned so as to reach me within 15 days after its receipt. The polls will open on October 24 and close at 2 p.m. on November 7, 1984.

At that time the ballot box will be opened in the Board Room of this Bank, the sealed envelopes containing the ballots will be opened, the votes counted, and the results of the election announced. The candidates are invited to be present or represented on that occasion.

While the banks in Group 3 will not vote in this election, this circular is sent to them, without forms, for their information.

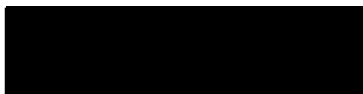
W. L. Hadley Griffin
Chairman of the Board

CANDIDATE FOR CLASS B DIRECTOR

NAME AND BIOGRAPHY

Jesse M. Shaver
Louisville, Kentucky

Place and date of birth:



Education:

Purdue University, B.S. in Engineering;
University of Chicago, M.B.A.

Business activities:

Consultant, Allis-Chalmers Corporation,
Louisville, Kentucky; Director, South Central Bell
Telephone Company; Crawford Industries, Inc.;
Commonwealth Life Insurance Company, and
Air-Conditioning & Refrigeration Institute

Other affiliations:

Director, International Center of the University of
Louisville; Louisville Industrial Foundation;
Metropolitan Board, Y.M.C.A. of Greater
Louisville; Executive Board, Old Kentucky Home
Council of the Boy Scouts of America

NOMINATED BY FOLLOWING BANKS IN GROUP 1

Arkansas Bank and Trust Company, Hot Springs,
Arkansas

First Commercial Bank, National Association,
Little Rock, Arkansas

Liberty National Bank and Trust Company,
Louisville, Kentucky

The Owensboro National Bank, Owensboro,
Kentucky

The Boatmen's National Bank, St. Louis,
Missouri

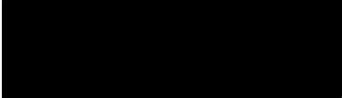
National Bank of Commerce, Memphis,
Tennessee

CANDIDATE FOR CLASS A DIRECTOR

NAME AND BIOGRAPHY

H. L. Hembree
Fort Smith, Arkansas

Place and date of birth:



Education:

University of Arkansas, B.S. in Business Administration; J.D.; and a distinguished alumnus citation

JHB **Business activities:**

Chairman of the Board and Chief Executive Officer, ^{Director} Arkansas Best Corporation, Fort Smith, Arkansas; Director, The Merchants National Bank; First Merchants Financial Corporation

Pres. Sugar Hill Farm, Ar. Paris, Ar. **Other affiliations:**

of c *ok*
National Advisory Board, Commercial National Bank; ^{ok} Advisory Board, National Bank of Commerce; Director, Pacific Marine Insurance Company; Murco Drilling Company; Mid-America Industries, Inc.

dir, Okla gas & Electric Company
member, Ark. Indus Dev Com, (1986-1990),
dir, associated Industries of Arkansas
Trustee, Ark Medical Foundation
member, World Business Council
Director, Arkansas Community Foundation, L.R.

NOMINATED BY FOLLOWING BANKS IN GROUP 2

First National Bank, Blytheville, Arkansas

The Merchants National Bank, Fort Smith, Arkansas

The Citizens National Bank, Hope, Arkansas

The First National Bank, Hope, Arkansas

First National Bank of Russellville, Russellville, Arkansas

First National Bank of Lawrence County, Walnut Ridge, Arkansas

CANDIDATE FOR CLASS A DIRECTOR

NAME AND BIOGRAPHY

NOMINATED BY FOLLOWING BANK IN GROUP 2

James B. Watt
Belleville, Illinois

First National Bank & Trust Company, Alton,
Illinois

Place and date of birth:



Education:

Canisius College, Buffalo, New York, B.S. in
Management; University of Rochester, M.S. in
Marketing and Finance

Business activities:

Chairman of the Board and President,
MidAmerica BancSystem, Inc., Fairview Heights,
Illinois; Chairman of the Board, MidAmerica Bank
and Trust Company of Fairview Heights

Other affiliations:

National Director, Bank Marketing Association;
Member, Holding Company Committee, Illinois
Bankers Association; Director, Illinois Care for
Foster Children; Chairman, Legislative Commit-
tee and Director, Leadership Council of
Southwestern Illinois; Treasurer, Okaw Council,
Boy Scouts of America

GROUP 1

Consisting of member banks having capital and surplus of over \$5,000,000.

Banks in this group elect one Class B Director

ARKANSAS

CITY	NAME OF BANK	VOTING OFFICER
El Dorado	The First National Bank of El Dorado	Chairman, President, Vice President or Cashier
Fort Smith	The City National Bank of Fort Smith	Chairman or President
Hot Springs	Arkansas Bank and Trust Company	Chairman, Vice Chairman, President, Vice President or Cashier
Hot Springs	First National Bank of Hot Springs	Chairman, President, Vice President or Cashier
Little Rock	First Commercial Bank, N.A.	Chairman, Vice Chairman, President, Vice President or Cashier
Little Rock	Union National Bank of Little Rock	Chairman, President or Executive Vice President
Little Rock	Worthen Bank & Trust Company, National Association ...	Chairman, Vice Chairman or President
Magnolia	First National Bank of Magnolia	President or Cashier
Pine Bluff	National Bank of Commerce of Pine Bluff	President or Vice President
Pine Bluff	Simmons First National Bank of Pine Bluff	Chairman, President, Vice President or Cashier
Texarkana	The State First National Bank of Texarkana	Chairman, President, Vice President or Cashier

ILLINOIS

Belleville	First National Bank of Belleville	Chairman, President, Vice President or Cashier
Belleville	General Bank, National Association	Chairman, President, First Vice President or Cashier
Fairfield	The Fairfield National Bank	Chairman, President, Vice President or Cashier
Granite City	First Granite City National Bank	Chairman, President or Cashier
Jacksonville	Elliott State Bank	Chairman, President, Vice President or Cashier

INDIANA

Evansville	The Citizens National Bank of Evansville	Chairman, President, Vice President or Cashier
Evansville	The National City Bank of Evansville	Chairman, President, Vice President or Cashier
Evansville	Old National Bank in Evansville	Chairman, President, Vice President or Cashier
Jeffersonville	Citizens Bank & Trust Co.	Chairman, President, Vice President or Cashier
Vincennes	The American National Bank of Vincennes	Chairman, President, Vice President or Cashier

KENTUCKY

Bowling Green	The American National Bank and Trust Company of Bowling Green	Chairman, President, Vice President or Cashier
Bowling Green	The Citizens National Bank of Bowling Green	Chairman, President, Vice President or Cashier
Elizabethtown	First Hardin National Bank and Trust	Chairman, President, Vice President or Cashier
Hopkinsville	Planters Bank & Trust Company	Chairman, President, Vice President or Cashier
Louisville	Citizens Fidelity Bank and Trust Company	Chairman, Vice Chairman, President, Vice President or Cashier
Louisville	First Kentucky Trust Company	Chairman, President, Vice President or Cashier
Louisville	First National Bank of Louisville	Chairman, President, Vice President or Cashier
Louisville	Liberty National Bank and Trust Company of Louisville ...	Chairman, President, Vice President or Cashier

GROUP 1 (continued)

KENTUCKY (continued)

CITY	NAME OF BANK	VOTING OFFICER
Owensboro	The Owensboro National Bank	Chairman, President, Vice President or Cashier
Paducah	The Peoples First National Bank & Trust Company of Paducah	President or Vice President

MISSISSIPPI

Columbus	First-Columbus National Bank	Chairman, President, Vice President or Cashier
Columbus	Merchants & Farmers Bank	President
Corinth	National Bank of Commerce of Corinth	Chairman, President, Vice President or Cashier
Lexington	First National Bank of Holmes County	Chairman, President, Vice President or Cashier
New Albany	First National Bank	Chairman, President, Vice President or Cashier
Pontotoc	The First National Bank of Pontotoc	Chairman, President, Vice President or Cashier
Starkville	National Bank of Commerce of Mississippi	Chairman, Vice Chairman, Chairman of Executive Committee, President, Vice President or Cashier
Tupelo	First Citizens National Bank	Chairman, President, Vice President or Cashier

MISSOURI

Lemay	Lemay Bank and Trust Company	President or Vice President
St. Louis	The Boatmen's National Bank of St. Louis	Chairman, President, Vice President or Cashier
St. Louis	Centerre Bank National Association	Chairman, President, Vice President or Cashier
St. Louis	CharterBank St. Louis, National Association	Chairman, President, Vice President or Cashier
St. Louis	Commerce Bank of St. Louis, National Association	Chairman, Vice Chairman, President or Executive Vice President
St. Louis	Commerce Bank of Tower Grove	Chairman, President, Vice President or Cashier
St. Louis	American Bank of St. Louis	Chairman, President, Executive Vice President or Senior Vice President
St. Louis	Mercantile Trust Company National Association	Chairman, President or Senior Vice President
Springfield	The Boatmen's National Bank of Springfield	Chairman, President, Vice President or Cashier

TENNESSEE

Jackson	First American National Bank	
Memphis	First Tennessee Bank National Association Memphis	Chairman, President, Vice President or Cashier
Memphis	National Bank of Commerce	Chairman, President, Vice President or Cashier
Memphis	Union Planters National Bank	Chairman, President, Vice President or Cashier

GROUP 2

Consisting of member banks having capital and surplus of \$1,500,000 and over, but not over \$5,000,000.

Banks in this group elect one Class A Director

ARKANSAS

CITY	NAME OF BANK	VOTING OFFICER
Ashdown	Bank of Ashdown, National Association	Chairman, President, Vice President or Cashier
Ash Flat	First National Bank of Sharp County	Chairman, President, Vice President or Cashier
Batesville	The Citizens Bank	Chairman, President, Vice President or Cashier
Batesville	First National Bank	Chairman, President, Vice President or Cashier
Bentonville	First National Bank	Chairman, President, Vice President or Cashier
Blytheville	The Farmers Bank & Trust Co.	Chairman, President, Vice President or Cashier
Blytheville	The First National Bank in Blytheville	Chairman, President, Vice President or Cashier
Camden	The First National Bank of Camden	Chairman, President, Vice President or Cashier
Conway	The First National Bank of Conway	President
Crossett	First National Bank of Crossett	Chairman, President, Vice President or Cashier
DeQueen	The First National Bank of DeQueen	Chairman, President, Vice President or Cashier
Dierks	First National Bank of Howard County	Chairman, President, Vice President or Cashier
El Dorado	National Bank of Commerce of El Dorado	President
Fayetteville	The First National Bank of Fayetteville	President, Vice President or Cashier
Fayetteville	Northwest National Bank	Chairman, President, Vice President or Cashier
Forrest City	First National Bank of Eastern Arkansas	Chairman, President, Vice President or Cashier
Fort Smith	The First National Bank of Fort Smith	Chairman, President, Vice President or Cashier
Fort Smith	The Merchants National Bank of Fort Smith	Chairman, President, Vice President or Cashier
Harrison	The First National Bank in Harrison	Chairman, President, Vice President or Cashier
Helena	First National Bank of Phillips County	Chairman, Vice Chairman, President, Vice President or Cashier
Hope	The Citizens National Bank of Hope	Chairman, President, Vice President or Cashier
Hope	The First National Bank of Hope	President
Hot Springs	First American Bank of Hot Springs, National Association	Chairman, President, Vice President or Cashier
Huntsville	The First National Bank of Huntsville	Chairman, President, Vice President or Cashier
Little Rock	First American Bank of Little Rock, National Association	Chairman, President, Vice President or Cashier
Little Rock	Metropolitan National Bank	President
Mena	First National Bank in Mena	Chairman, President, Vice President or Cashier
North Little Rock	First American Bank of North Little Rock, National Association	Chairman, President, Vice President or Cashier
North Little Rock	National Bank of Arkansas in North Little Rock	Chairman, President, Vice President or Cashier
Osceola	First National Bank in Osceola	Chairman, President, Vice President or Cashier
Paragould	First National Bank	Chairman, President, Vice President or Cashier
Quitman	First National Bank of Cleburne County	Chairman, President or Cashier
Rogers	First National Bank	Chairman, President, Vice President or Cashier
Russellville	First National Bank of Russellville	President or Executive Vice President
Searcy	First National Bank	Chairman, President, Vice President or Cashier
Siloam Springs	First National Bank	Chairman, President, Vice President or Cashier
Springdale	The First National Bank of Springdale	Chairman, President, Vice President or Cashier
Stuttgart	First National Bank in Stuttgart	Chairman, President, Vice President or Cashier

GROUP 2 (continued)

ARKANSAS (continued)

CITY	NAME OF BANK	VOTING OFFICER
Walnut Ridge	First National Bank of Lawrence County at Walnut Ridge	Chairman, President, Vice President or Cashier
West Memphis	Fidelity National Bank of West Memphis	Chairman, President, Vice President or Cashier
West Memphis	First National Bank in West Memphis	Chairman, President, Vice President or Cashier
Wynne	The First National Bank of Wynne	President

ILLINOIS

Albion	Citizens National Bank of Albion	Chairman, President, Vice President or Cashier
Alton	First National Bank & Trust Company	Chairman, President, Vice President or Cashier
Breese	State Bank of Breese	Chairman, President, Vice President or Cashier
Carbondale	First National Bank and Trust Company	Chairman, President, Vice President or Cashier
Carlyle	The First National Bank in Carlyle	Chairman, President, Vice President or Cashier
Centralia	First National Bank and Trust Company	Chairman, President, Vice President or Cashier
Centralia	The Old National Bank of Centralia	President, Vice President or Cashier
Chester	Buena Vista National Bank of Chester	Chairman, President, Vice President or Cashier
Collinsville	The First National Bank of Collinsville	Chairman, President, Vice President or Cashier
DuQuoin	DuQuoin National Bank	Chairman, President, Vice President or Cashier
DuQuoin	DuQuoin State Bank	Chairman, President, Vice President or Cashier
East St. Louis	MidAmerica Bank and Trust Company of Edgemont	Chairman, President, Vice President or Cashier
Edwardsville	Edwardsville National Bank and Trust Company	President
Effingham	Effingham State Bank	Chairman, President, Vice President, Cashier or Assistant Cashier
Effingham	The First National Bank of Effingham	Chairman, President, Vice President or Cashier
Fairview Heights	MidAmerica Bank and Trust Company of Fairview Heights	Chairman, President, Vice President or Cashier
Grayville	The Peoples National Bank of Grayville	Chairman, President, Vice President or Cashier
Greenville	The Bradford National Bank of Greenville	Chairman, President, Vice President or Cashier
Harrisburg	The First National Bank of Harrisburg	President, Vice President or Cashier
Harrisburg	The Harrisburg National Bank	Chairman, President, Vice President or Cashier
Highland	The First National Bank of Highland	Chairman, President, Vice President or Cashier
Hillsboro	The Hillsboro National Bank	Chairman, President, Vice President or Cashier
Hillsboro	Montgomery County National Bank	President, Vice President or Cashier
Johnston City	Johnston City State Bank	President, Vice President or Cashier
Newton	The First National Bank in Newton	Chairman, President, Vice President or Cashier
Nokomis	First National Bank of Nokomis	Chairman, President, Vice President or Cashier
Oblong	The First National Bank of Oblong	Chairman, President, Vice President or Cashier
Olney	First National Bank in Olney	Chairman, President, Vice President or Cashier
Quincy	The First National Bank and Trust Company of Quincy	Chairman, President, Vice President or Cashier
Raymond	The First National Bank of Raymond	Chairman, President, Vice President or Cashier
Red Bud	First State Bank of Red Bud	President, Vice President or Cashier
Robinson	The First National Bank in Robinson	Chairman, President, Vice President or Cashier
Salem	The Salem National Bank	President, Vice President, Cashier or Assistant Cashier
Steeleville	First National Bank of Steeleville	Chairman, President, Vice President or Cashier
Teutopolis	Teutopolis State Bank	President or Cashier
Wayne City	The First National Bank of Wayne City	Cashier
Wood River	The First National Bank of Wood River	Chairman, President, Vice President or Cashier

GROUP 2 (continued)

INDIANA

CITY	NAME OF BANK	VOTING OFFICER
Bedford	The Bedford National Bank	Chairman, President, Vice President or Cashier
Bedford	The Citizens National Bank of Bedford	President or Cashier
Charlestown	First National Bank of Clark County	Chairman, President, Vice President or Cashier
Clarksville	United Bank of Indiana, N.A.	Chairman, President, Vice President or Cashier
English	English State Bank	Chairman, President, Vice President or Cashier
Huntingburg	The First National Bank of Huntingburg	Chairman, President, Vice President or Cashier
Mount Vernon	The Posey County National Bank, Mount Vernon	Chairman, President, Vice President or Cashier
Petersburg	The Citizens State Bank of Petersburg	President, Vice President or Cashier
Princeton	The Farmers National Bank of Princeton	President or Cashier
Salem	The State Bank of Salem	President or Cashier
Scottsburg	The Scott County State Bank	Chairman, President, Vice President or Cashier
Sellersburg	Indiana Southern Bank	Chairman, President, Vice President or Cashier
Seymour	The Seymour National Bank	Chairman, President, Vice President or Cashier
Tell City	The Citizens National Bank of Tell City	Cashier
Tell City	The Tell City National Bank	Chairman, President, Vice President or Cashier

KENTUCKY

Danville	The Farmers National Bank of Danville	President, Vice President or Cashier
Fort Knox	Fort Knox National Bank	Chairman, President, Vice President or Cashier
Glasgow	The New Farmers National Bank of Glasgow	Chairman, President, Vice President or Cashier
Greensburg	The Peoples Bank & Trust Company	Chairman, President, Vice President or Cashier
Henderson	Ohio Valley National Bank of Henderson	Chairman, President, Vice President or Cashier
Mayfield	The First National Bank of Mayfield	Chairman, President, Vice President or Cashier
Morganfield	The Morganfield National Bank	President, Vice President or Cashier
Russell Springs	The First National Bank of Russell Springs	Chairman, President, Vice President or Cashier
Scottsville	The Farmers National Bank of Scottsville	President or Cashier

MISSISSIPPI

Clarksdale	First National Bank of Clarksdale	Chairman, President, Vice President or Cashier
Hernando	First National Bank of De Soto County	Chairman, President, Vice President or Cashier
Iuka	First American National Bank	Chairman, President, Vice President or Cashier
Oxford	The First National Bank of Oxford	Chairman, President, Vice President or Cashier
West Point	The First National Bank of West Point	Chairman, President, Vice President or Cashier

MISSOURI

Affton	Commerce Bank - South, N.A.	Chairman, President, Vice President or Cashier
Affton	Gravois Bank	Chairman, President, Vice President or Cashier
Cape Girardeau	Centerre Bank of Cape Girardeau National Association ...	Chairman, Vice Chairman, President, Vice President or Cashier

GROUP 2 (continued)

MISSOURI (continued)

CITY	NAME OF BANK	VOTING OFFICER
Cape Girardeau	First Exchange Bank of Cape Girardeau	Chairman, President, Vice President or Cashier
Clayton	Clayton Mercantile National Bank	Chairman, President, Vice President or Cashier
Clayton	The First National Bank of St. Louis County	Chairman, President, Vice President or Cashier
Columbia	The Boone County National Bank of Columbia	Chairman, President, Vice President or Cashier
Columbia	First National Bank and Trust Company	Chairman, President, Vice President or Cashier
Fenton	Commerce Bank of Fenton, National Association	Chairman, President, Vice President or Cashier
Fulton	The Callaway Bank	Chairman, President, Vice President or Cashier
Jackson	Jackson Exchange Bank and Trust Company	Chairman, President, Vice President or Cashier
Jefferson City	The Exchange National Bank of Jefferson City	Chairman, President, Vice President or Cashier
Kirkwood	Commerce Bank of Kirkwood, National Association	Chairman, President, Vice President or Cashier
Ladue	Landmark Bank of Ladue	Chairman, President, Vice President or Cashier
Ladue	Mark Twain National Bank	Chairman, President, Vice President or Cashier
Lebanon	Commerce Bank of Lebanon, National Association	Chairman, President, Vice President or Cashier
Maplewood	Citizens National Bank of Greater St. Louis	President, Vice President or Cashier
Mexico	Commerce Bank of Mexico, National Association	Chairman, President, Vice President or Cashier
Moberly	City Bank and Trust Company of Moberly	Chairman, President, Cashier or Assistant Cashier
Moberly	Commerce Bank of Moberly, National Association	Chairman, President, Vice President or Cashier
St. Charles	The First National Bank of Saint Charles	President
St. Charles	Mark Twain St. Charles County Bank, N.A.	Chairman, President, Vice President or Cashier
St. Louis	Landmark St. Louis Bank, National Association	Chairman, President, Vice President or Cashier
St. Louis	Lindell Trust Company	President, Executive Vice President or Vice President
St. Louis	Mark Twain St. Louis Bank, N.A.	Chairman, President, Vice President or Cashier
St. Louis	South Side National Bank in St. Louis	Chairman, President, Vice President or Cashier
St. Louis	United Missouri Bank of St. Louis, National Association	Chairman, President, Vice President or Cashier
St. Louis County	Mercantile Bank of South County, N.A.	Chairman, President, Vice President or Cashier
St. Louis County	Mercantile National Bank of St. Louis County	Chairman, President, Vice President or Cashier
Springfield	CharterBank Springfield, N.A.	Chairman, President, Vice President or Cashier
Springfield	First City National Bank	President
Springfield	Landmark Bank of Springfield, N.A.	Chairman, President, Vice President or Cashier
Springfield	Metropolitan National Bank	Chairman, President, Vice President or Cashier
West Plains	Centerre Bank of West Plains National Association	Chairman, President, Vice President or Cashier

TENNESSEE

Collierville	First National Bank of Collierville	Chairman, President, Vice President or Cashier
Dyersburg	First-Citizens National Bank of Dyersburg	Chairman, President, Vice President or Cashier
Jackson	Jackson National Bank	Chairman, President, Vice President or Cashier
Memphis	Commerce Union Bank of Memphis	Chairman, President, Vice President or Cashier
Memphis	First American National Bank of Memphis	Chairman, President, Vice President or Cashier

8H-547 · 9-79

**CHAIRMAN OF THE BOARD
FEDERAL RESERVE BANK OF ST. LOUIS
P. O. BOX 442
ST. LOUIS, MISSOURI 63166**

BH-567 1M 8-76

THIS ENVELOPE SHOULD CONTAIN ONLY BALLOT IN SEALED GREEN ENVELOPE. IT WILL NOT BE OPENED UNTIL POLLS CLOSE.

_____, 19____

**To CHAIRMAN OF THE BOARD,
FEDERAL RESERVE BANK OF ST. LOUIS**

In accordance with Section 4 of the Federal Reserve Act, I hereby certify that my choices for a Class A director of the Federal Reserve Bank of St. Louis are as indicated thus (X) in the columns of the ballot sealed herein.

For _____
(Name of Bank)

(Signature of officer designated to vote)

(Location of Bank)

Title of voting officer

8H-565 1M 10-76

BALLOT - Class A Director's Election

8H-568-1 4-83

**THIS ENVELOPE SHOULD CONTAIN ONLY BALLOT IN SEALED PINK ENVELOPE.
IT WILL NOT BE OPENED UNTIL POLLS CLOSE.**

_____, 19____

**To CHAIRMAN OF THE BOARD,
FEDERAL RESERVE BANK OF ST. LOUIS**

In accordance with Section 4 of the Federal Reserve Act, I hereby certify that my choice for a Class B director of the Federal Reserve Bank of St. Louis is as indicated thus (X) in the column of the ballot sealed herein.

For _____
(Name of Bank)

(Signature of officer designated to vote)

(Location of Bank)

(Title of voting officer)

8H-566 9-80

BALLOT - Class B Director's Election



Ballot

Group No. 1

This ballot and the certificate on the envelope must be executed by an officer who has been authorized to cast the vote and whose designation has been certified to me.

The choice must be indicated by cross (X) in the column below.

Ballot must be returned to me within fifteen days. The polls will open on October 24 and close at 2 p.m. on November 7, 1984.

Failure to observe above instructions will invalidate ballot.

W. L. HADLEY GRIFFIN
Chairman of the Board

VOTE FOR CLASS B DIRECTOR

CANDIDATE	Choice (Mark X)
JESSE M. SHAVER Consultant Allis-Chalmers Corporation Louisville, Kentucky	<input type="checkbox"/>

Place ballot in pink envelope. Insert sealed pink envelope in yellow envelope, execute certificate and seal. Return in self-addressed envelope.