

SECURITIES AND EXCHANGE COMMISSION NEWS DIGEST

A brief summary of financial proposals filed with and actions by the S.E.C.

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Washington 25, D.C.

FOR RELEASE January 26, 1960

TRADING SUSPENDED IN SKIATRON STOCK. The SEC today announced the further suspension of trading in the common stock of Skiatron Electronics and Television Corporation, 180 Varick Street, New York, on the American Stock Exchange during the period January 27 to February 5, 1960, inclusive. The suspension order, which was issued pursuant to Section 19(a)(4) of the Securities Exchange Act of 1934, states that the suspension is necessary to prevent fraudulent, deceptive or manipulative acts or practices in Skiatron stock, thus prohibiting trading in such stock by brokers and dealers in the over-the-counter market during the period of the suspension by virtue of the Commission's Rule 15c2-2.

The hearing in administrative proceedings involving questions as to the accuracy and adequacy of factual disclosures contained in a registration statement filed by Skiatron under the Securities Act of 1933 and whether a stop order should be issued suspending the said statement (See Release 33-4174), will resume February 10, 1960, at 2:00 P. M.

"I'LL CALL YOU CO." OFFERING SUSPENDED. The SEC has issued an order temporarily suspending a Regulation A exemption from registration under the Securities Act of 1933 with respect to a public offering of securities by Lyn Swann and Sterling Noel, as "I'll Call You Company" (the "issuer"), of 2nd Avenue and 4th St. (c/o Phyllis Anderson Theatre), New York.

Regulation A provides a conditional exemption from Securities Act registration with respect to public offerings of securities not exceeding \$300,000 in amount. In a notification filed February 14, 1958, the issuer proposed the public offering of pre-formation limited partnership interests in an aggregate amount of \$110,000 pursuant to such an exemption. The net proceeds were to be used to produce an "off-Broadway" musical comedy production entitled "I'll Call You" written by Francis Swann with music and lyrics by Albert Moritz. The Commission's order asserts that the terms and conditions of Regulation A were not complied with and that the issuer's offering circular and sales literature used in the offering and sale of the partnership interests were false and misleading in respect of certain material facts. The order provides an opportunity for hearing, upon request, on the question whether the suspension should be vacated or made permanent.

According to the Commission's order, the issuer failed to comply with the terms and conditions of Regulation A by reason of its failure to deliver an offering circular to each person to whom a written offer was made or partnership interests were sold, the use of sales literature in connection with the offering which had not been filed with the Commission, and the failure to file a revised offering circular. The order also asserts that the issuer's offering circular and sales literature were false and misleading in respect of the following: (1) statements in sales literature that the SEC approved of the offering and the offering circular, that the musical comedy would be produced on Broadway (whereas the offering circular indicated it would be produced off-Broadway), and that the production was budgeted at \$300,000 and each investor would receive 1% of the net profits for each \$6,000 invested (whereas the offering circular stated that the production was budgeted at \$110,000 and each investor would receive 1% of the net profits for each \$2,200 invested); and (2) the failure to disclose that the proposed general partners could receive one-quarter of one per cent of the producers' share of the net profits if they permitted the use of their investment prior to the production, and the failure to amend the offering circular to disclose that Noel was no longer associated with the offering and the proposed production.

HARTMAN URANIUM OFFERING SUSPENDED. The Commission also has issued an order temporarily suspending a Regulation A exemption from Securities Act registration with respect to an offering by Hartman Uranium & Oil Corporation, 223 Phillips Petroleum Building, Salt Lake City, of 5,000,000 common shares at 3¢ per share, because of the failure of Hartman Uranium to file the required semi-annual reports of stock sales. The order provides an opportunity for hearing, upon request, on the question whether the suspension order should be vacated or made permanent.

ZAPATA PETROLEUM SEEKS INDENTURE QUALIFICATION. Zapata Petroleum Corporation, 901 West Missouri Ave., Midland, Texas, filed an application with the SEC on January 25, 1960, seeking qualification under the Trust Indenture Act of an indenture pursuant to which 5% convertible debentures due 1975 are to be issued. The debentures are to be issued in exchange for outstanding 5% Convertible Debentures due 1972, the amount thereof to depend on the amount of 1972 debentures accepted for exchange.

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For further details, call ST. 3-7600, ext. 5526

COLUMBIA GAS SERVICE FINANCING CLEARED. The SEC has issued an order under the Holding Company Act (Release 35-14146) authorizing Columbia Gas System Service Corporation to issue and sell to its parent, The Columbia Gas System, Inc., of New York, an additional 8,000 common shares for \$800,000 and \$1,093,000 of promissory notes. The funds are to be used to repay \$1,795,000 of advances previously made by the parent for the purchase of land, construction of an office building and purchase of equipment therefor, and to reimburse working capital to the extent of \$100,000.

INVESTORS SYNDICATE SEEKS ORDER ON INVESTMENTS. Investors Syndicate of America, Inc., Minneapolis, has applied to the SEC for an order authorizing as qualified investment property improvement loans insured by the Federal Housing Commissioner; and the Commission has issued an order (Release 40-2968) giving interested persons until February 8, 1960, to request a hearing thereon.

AGRICULTURAL RESEARCH FILES FOR OFFERING. Agricultural Research Development, Inc., Wiggins, Colo., filed a registration statement (File 2-16049) with the SEC on January 25, 1960, seeking registration of 200,000 shares of common stock, to be offered for public sale at \$5 per share. The offering is to be made on a best efforts basis by W. Edward Tague Company, Pittsburgh, for which it will receive a selling commission of 80¢ per share. The underwriter also will receive (if all the shares are sold) three-year options to purchase 10,000 additional common shares at 10¢ per share. Five-year options for an additional 50,000 shares have been or may be issued to officials and employees, and for 33,670 shares in connection with land purchases.

The company was organized under Colorado law in December 1959 and proposes to engage in farming and related activities, including particularly the production and marketing of a quality pork product. It has acquired options to purchase three farm properties, two in Iowa and one in Colorado at a total cost of \$327,350 and 33,670 common shares. Net proceeds of the stock sale will be used in large part to purchase the land, construct the necessary buildings, and provide the necessary equipment and capital to engage in a large scale hog raising program. The prospectus lists Dr. C. L. Telleen of Gowrie, I., as president and Herman W. Tripp of Paton, I., as vice president. One of the Iowa farms is to be purchased from Tripp and his father. If all the offered shares are sold and the land purchase options are exercised, the officials and promoters of the company and Eugene Petersen, owner of the Colorado farm, will own 36,170 common shares, or about 15.5% of the then outstanding shares.

DAYTON POWER FILES FOR BOND OFFERING. The Dayton Power and Light Company, 25 North Main Street, Dayton, Ohio, filed a registration statement (File 2-16050) with the SEC today seeking registration of \$25,000,000 of first mortgage bonds due 1990 to be offered for public sale at competitive bidding.

Proceeds from the sale of the bonds will be added to general funds and will be used to repay outstanding bank loans aggregating \$18,808,000 as of December 31, 1959. The loans were obtained in connection with the company's construction program. The remainder of the proceeds will be applied to the cost of additional construction in 1960, which is expected to aggregate \$17,325,000.

PUBLIC SERVICE OF OKLAHOMA FILES FOR BOND OFFERING. Public Service Company of Oklahoma, Tulsa, Okla., filed a registration statement (File 2-16051) with the SEC on January 25, 1960, seeking registration of \$14,000,000 of First Mortgage Bonds, Series H, due February 1, 1990, to be offered for public sale at competitive bidding.

Proceeds from the sale of the bonds will be used to finance a part of the company's construction expenditures, including the payment of \$6,000,000 of bank loans incurred by the company for that purpose. The company's construction expenditures for 1960 are estimated at approximately \$25,800,000, as follows: \$11,900,000 for electric generating facilities, \$5,400,000 for electric transmission facilities, and \$8,500,000 for electric distribution and general facilities. The company's construction expenditures for 1961 are estimated at about \$26,800,000.

The funds required to finance the 1960 expenditures have been and are expected to be provided as follows: \$2,000,000 from the sale of common stock of the company in February, 1960, \$8,000,000 from the proceeds of the sale of the bonds after payment of the \$6,000,000 of bank loans referred to above, \$2,000,000 from bank loans to be made in 1960, and the remainder from depreciation and amortization provisions, retained earnings and other internal sources. It is expected that the 1961 expenditures will be financed approximately as follows: \$3,000,000 from the sale of common stock of the company, \$10,000,000 from bank loans, and the remainder from internally generated sources.

LOOMIS-SAYLES FILES FOR ADDITIONAL STOCK. Loomis-Sayles Mutual Fund, Inc., Boston investment company, filed an amendment on January 25, 1960, to its registration statement (File 2-10653) seeking registration of an additional 1,000,000 shares of its common stock, \$1 par, at a price of \$14.44 per share.