

# sec news digest

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## RULES AND RELATED MATTERS

## LIBRARY

### COMMISSION AUTHORIZES PUBLICATION FOR COMMENT OF PROPOSED DISCLOSURE GUIDES FOR BANK HOLDING COMPANIES

The Commission today authorized the publication for comment of proposed Guides 61 and 3, "Statistical Disclosure by Bank Holding Companies," of the Guides for the Preparation and Filing of Registration Statements under the Securities Act of 1933 and the Guides for the Preparation and Filing of Reports and Proxy and Registration Statements under the Securities Exchange Act of 1934, respectively. The proposed guides are not rules of the Commission; they represent policies and practices followed by the Commission's Division of Corporation Finance in administering the disclosure requirements of the securities laws as they apply to bank holding companies.

The proposed guides relate to the description of business item in registration statements, annual reports on Form 10-K and proxy statements (involving mergers and similar matters). Generally, the proposed guides call for statistical disclosure by bank holding companies about their distribution of assets, liabilities and capital; their investment portfolio; their loan portfolio; deposits, long-term debt and funds borrowed; return on equity and on assets; interest rates and interest differential; foreign banking operations; commitments; and loan loss experience and reserves. Specific comment is requested on several areas, including the definition of "foreign operations" and several alternatives for obtaining meaningful information about the risks in loan portfolios.

All interested persons are invited to submit their views and comments on the foregoing proposals to George A. Fitzsimmons, Secretary, Securities and Exchange Commission, Washington, D.C. 20549, on or before November 30, 1975. All such communications will be available for public inspection and should refer to File No. S7-589, (Rel. 33-5622)

### NOTICE OF FILING OF PROPOSED RULE CHANGES BY CINCINNATI STOCK EXCHANGE

The Cincinnati Stock Exchange (CSE) submitted on September 10 a proposed rule change under Rule 19b-4 to allow the CSE to treat initiation and transfer fees paid by applicants for membership as ordinary income instead of a capital contribution. In addition, pension payments by the CSE would be charged against the ordinary income of CSE.

The foregoing rule change has become effective, pursuant to Section 19(b)(3) of the Securities Exchange Act of 1934. At any time within sixty days of the filing of such proposed rule change, the Commission may summarily abrogate such rule change if it appears to the Commission that such action is necessary or appropriate in the public interest, for the protection of investors, or otherwise in furtherance of the purposes of the Securities Exchange Act of 1934.

Publication of the submission is expected to be made in the Federal Register during the week of October 6, 1975. Interested persons are invited to submit written data, views and arguments concerning the submission within 30 days from the date of publication in the Federal Register. Persons desiring to make written submissions should file six copies thereof with the Secretary of the Commission, Securities and Exchange Commission, 500 North Capitol Street, Washington, D.C. 20549. Reference should be made to File No. SR CSE-75-1. (Rel. 34-11696)

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## COURT ENFORCEMENT ACTIONS

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### SOUTHEAST FLORIDA CORPORATION, OTHERS ENJOINED

The SEC announced that on September 9 Judge Joe Eaton of the U.S. District Court for the Southern District of Florida at Miami, Florida, entered an order of permanent injunction prohibiting Southeast Florida Corporation and Phillip M. Swan from violating the registration and antifraud provisions of the securities laws in connection with the offer, sale, and purchase of the securities of L.T.P. Properties, Inc., or any other security. The order was entered pursuant to the terms of a stipulation and consent whereby these defendants, without admitting or denying the allegations in the Commission's complaint, consented to the entry of the order. (SEC v. L.T.P. Properties, Inc., et al., S.D. Fla., Civil Action No. 74-1680-Civ-JE). (LR-7105)

### COMPLAINT NAMES GULF STATES ENERGY CORPORATION, OTHERS

The Fort Worth Regional Office announced that on September 23 a civil injunctive complaint was filed in Federal District Court at Dallas, Texas, against Gulf States Energy Corporation, Robert Lee Arnett, Royal D. Russell, Howard L. Strahan, all of Dallas, Texas, John E. McGowan, Harold R. Malone, both of Fort Worth, Texas, and Richard C. Upton, Mesquite, Texas. The complaint alleges violations of the registration and antifraud provisions of the securities laws in connection with the offer and sale of fractional undivided working interests in oil and gas leases located in Fisher Coleman and Stonewall Counties, Texas, issued by Gulf States Energy Corporation by the above named individuals. (SEC v. Gulf States Energy Corp., et al., N.D. Tex.). (LR-7106)

### CROWN DRUG CO. ENJOINED

The Seattle Regional Office announced that on September 8 the Honorable Donald S. Voorhees, Judge of the U.S.D.C. for the Western District of Washington enjoined Crown Drug Co. from violations of the reporting requirements of the securities laws, provided that copies of the reports required to be filed with the Court in which Crown Drug Co.'s arrangement proceedings are pending under the Bankruptcy Act be sent to stockholders and to the Commission during those proceedings, with the Commission to be notified of those reporting requirements lapse. The defendants consented to the entry of the injunction for the purpose only of this action. (SEC v. Crown Drug Co., U.S.D.C., W.D. Wa. No. 9593). (LR-7107)

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## INVESTMENT COMPANY ACT RELEASES

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### EXTRACTABLE RESOURCES

A notice has been issued giving interested persons until October 27 to request a hearing on an application of Extractable Resources Inc., a Maryland closed-end investment company, for an order declaring that the fund has ceased to be an investment company. (Rel. IC-8963 - Sept. 30)

### MONEY MARKET MANAGEMENT

A notice has been issued giving interested persons until October 23 to request a hearing on an application of Money Market Management, Inc. (Money Market), American Leaders Fund, Inc. (American Leaders), Fund for U.S. Government Securities, Inc. (Government Fund), collectively referred to as the Funds, each of which is registered with the Commission as a diversified, open-end management investment company under the Investment Company Act of 1940 (the Act), and Federated Securities Corp., collectively referred to with the above-mentioned Funds as Applicants, for an order by the Commission pursuant to (i) Section 11(a) of the Act to permit offering shareholders of Money Market the right to exchange shares of that Fund for those of American Leader and Government Fund, on a basis other than the relative net asset values of the Fund shares involved at the time of the exchange; and (ii) Section 6(c) of the Act to exempt Applicants from the provisions of Section 22(d) of the Act and Rule 22d-1 thereunder to the extent necessary to permit such an offer of exchange. (Rel. IC-8963 - Sept. 30)

### HAMILTON FUNDS

An order has been issued on the application of Hamilton Funds, Inc., Hamilton Growth Fund, Inc. and Hamilton Income Fund, Inc. (Applicants), all open-end diversified

management companies, declaring that Robert M. Kirchner, a director of Applicants, shall not be deemed an "interested person" of Applicants solely by reason of his status as a director and employee of Kirchner, Moore & Company, which is registered as a broker-dealer under the Securities Exchange Act of 1934. (Rel. IC-8965 - Sept. 30)

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## HOLDING COMPANY ACT RELEASES

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### MONONGAHELA POWER COMPANY

A notice has been issued giving interested persons until October 23 to request a hearing on a proposal of Monongahela Power Company, a subsidiary of Allegheny Power System, Inc., to finance construction of certain pollution control equipment through arrangements with three West Virginia County Commissions. (Rel. 35-19192 - Sept. 30)

### EASTERN UTILITIES ASSOCIATES

An order has been issued authorizing Montaup Electric Company, a subsidiary of Eastern Utilities Associates (EUA), to issue and sell debenture bonds to Brockton Edison Company, another EUA subsidiary, and authorizing Brockton to pledge those debenture bonds under its indenture. (Rel. 35-19193 - Sept. 30)

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## SECURITIES ACT REGISTRATIONS

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### (S-1) MAN OF THE HOUSE, INC.

7703 Maple Ave., Pennsauken, N.J. 08109 - 750,000 shares of common stock, to be offered for sale on a best efforts basis. The company is engaged in the business of supplying home repair, maintenance and improvement services through contractors and tradesmen to persons who purchase memberships sold by the company. (File 2-54675 - Sept. 26)

### (S-1) KERR GLASS MANUFACTURING CORPORATION

611 South Shatto Pl., Los Angeles, Cal. 90005 - 1,500,000 shares of common stock, to be offered for sale through underwriters headed by Lehman Brothers, Incorporated, One William St., New York, N.Y. The company manufactures and sells glass products and other packaging products. (File 2-54677 - Sept. 26)

### (S-7) WISCONSIN POWER AND LIGHT COMPANY

222 West Washington Ave., Madison, Wis. 53701 - 1,500,000 shares of common stock, to be offered for sale through underwriters headed by Merrill Lynch, Pierce, Fenner & Smith Incorporated, One Liberty Plaza, 165 Broadway, New York, N.Y. 10006. The company is principally an electric and gas utility, which supplies water service. (File 2-54682 - Sept. 29)

### (S-1) GENERAL MEDICAL CENTERS, INC.

300 South Park Ave., Pomona, Cal. 91766 - 280,000 shares of capital stock, to be offered for sale by the company. No underwriting is involved. The company is in the business of providing support services to an affiliated non-profit health maintenance organization. (File 2-54684 - Sept. 29)

### (S-7) CENTRAL HUDSON GAS & ELECTRIC CORPORATION

284 South Ave., Poughkeepsie, N.Y. 12602 - \$20 million of first mortgage bonds, to be offered for sale at competitive bidding and 500,000 shares of common stock, to be offered for sale through underwriters headed by Kidder, Peabody & Co. Inc., 10 Hanover Sq., New York, N.Y. 10005. The company is a gas and electric utility. (File 2-54689 and 2-54690 - Sept. 29)

### (S-1) AMERICAN FINANCIAL CORPORATION

One East Fourth St., Cincinnati, Ohio 45202 - \$50 million of debentures, due 1985, to be offered for sale by the company and certain selected members of the NASD. The company is a diversified financial holding company and is primarily engaged in the property and casualty insurance business. (File 2-54692 - Sept. 29)

### (S-7) ARKANSAS POWER & LIGHT COMPANY

First National Bldg., P.O. Box 551, Little Rock, Ark. 72203 - 400,000 shares of cumulative preferred stock (\$100 par), to be offered for sale at competitive bidding.

The Company is engaged in the electric utility business. (File 2-54693 - Sept. 29)

(S-1) UNITED FINANCING CORPORATION

1409 Peachtree St., N.E., Suite 200, Atlanta, Ga. 30309 - \$3 million of notes, due 1980, to be offered for sale on a best efforts basis. The company is engaged, through subsidiaries, in the ownership, development, management, leasing and sale of real estate, financial services business, life, credit life, health and accident insurance businesses, and recently a coal mining joint venture. (File 2-54694 - Sept. 29)

(S-1) FMC FINANCE CORPORATION

200 East Randolph Dr., Chicago, Ill. 60601 - \$50 million of notes, due 1983, to be offered for sale through underwriters headed by Warburg Paribus Becker Inc., 2 First National Plaza, Chicago, Ill. 60603. The company is engaged principally in the financing of receivables arising from the sale of products of its parent, FMC Corporation. (File 2-54695 - Sept. 29)

(S-7) WALTER KIDDE & COMPANY, INC.

9 Brighton Rd., Clifton, N.J. 07012 - \$50 million of notes, due 1983, to be offered for sale through underwriters headed by Goldman, Sachs & Co., 55 Broad St., New York, N.Y. 10004. The company is a multimarket manufacturing and service organization. (File 2-54701 - Sept. 29)

REGISTRATIONS EFFECTIVE

Sept. 23: The New Brunswick Electric Power Commission (issuer) Province of New Brunswick (Guarantor), 2-54495.

Sept. 24: Christensen, Inc., 2-54419 (90 days); McDonald's Corp., 2-54583.

Sept. 26: American Financial Corp., 2-53971, 2-53868 & 2-54027; Chicago Pneumatic Tool Co., 2-54543; The Detroit Edison Co., 2-54411; Drewry Photocolor Corp., 2-54474; Electronic Data Systems Corp., 2-54582; ISC Financial Corp., 2-54415; Koppers Co. Inc. 2-54187; United States Steel Corp., 2-54497.

NOTE TO DEALERS. The 90-day period of time dealers are required to use the prospectus is noted above in parentheses after the name of the issuer. As to the other issuers, there may be no such requirement to use a prospectus, or the requirement may be for a period of only 40 days; see Section 4(3) of the Securities Act of 1933 and Rule 174 (17 CFR 230.174) thereunder.

NOTICE

Many requests for copies of documents referred to in the SEC News Digest have erroneously been directed to the Government Printing Office. Copies of such documents and of registration statements may be ordered from the Public Reference Section, Securities and Exchange Commission, Washington, D.C. 20549. The reproduction cost is 15¢ per page plus postage (\$2 minimum) and 30¢ per page plus postage for expedited handling (\$5 minimum). Cost estimates are given on request. All other referenced material is available in the SEC Docket.

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