

# 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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**ROY L. GREENE & CO. REVOKED.** The SEC has issued an order under the Securities Exchange Act (Release 34-7831) revoking the broker-dealer registration of Roy L. Greene & Co., 430 Merchants National Bank Bldg., Cedar Rapids, Iowa 52401, for violations of certain provisions of the Federal securities laws. Roy L. Greene, its sole officer and stockholder, was found to be a cause of the revocation order. The order, however, is not to be a bar to the employment of Greene in the securities business upon a showing acceptable to the Commission that such employment is in an adequately supervised, non-managerial capacity.

Based on the allegations of the order for proceedings and an offer of settlement, the Commission found that the firm, aided and abetted by Greene, engaged in the securities business in 1965 in violation of the net capital rule and without disclosing that it was insolvent. In support of the offer of settlement, the firm and Greene stated that the firm had ceased doing business as a broker-dealer as of October 4, 1965, that it had discharged all of its known liabilities and obligations and no customers of the firm suffered any loss to the violations, that Greene had been in the securities business for approximately 10 years, and that he had not been the subject of any other disciplinary proceeding by the Commission.

**CHARLES HOFFMAN, PHILIP WALDMAN BARRED.** The SEC has issued an order under the Securities Exchange Act (Release 34-7832) barring Charles Hoffman and Philip Waldman from future association with a broker or dealer. The order was based upon an initial decision by Hearing Examiner Sidney L. Feiler in which he found, among other things, that Hoffman and Waldman had violated the anti-fraud provisions of the Federal securities laws by making false and misleading statements in the sale of common stock of Puritan Chemical Corp. (see News Digest of December 28, 1965). The respondents had been employees of J. P. Howell & Co., Inc., a registered broker-dealer. That firm and three other individual respondents filed a petition for Commission review of the Examiner's initial decision. Hoffman and Waldman did not seek review.

**STATE STREET INVESTMENT SEEKS ORDER.** State Street Investment Corporation, Boston, Mass., open-end diversified investment company, has applied to the SEC for an order under the Investment Company Act authorizing it to issue its shares at net asset value for substantially all of the cash and securities of the Korrick Investment Company. The Commission has issued an order (Release IC-4532) giving interested persons until March 24 to request a hearing thereon. According to the application, the net assets of State Street Investment and Korrick on January 10, 1966, were approximately \$334,500,000 and \$1,663,000, respectively. Korrick is an investment company whose outstanding shares are owned by 16 stockholders.

**INTERNATIONAL HARVESTER OVERSEAS SEEKS ORDER.** International Harvester Overseas Capital Corporation, Chicago subsidiary of International Harvester Co., has applied to the SEC for an order under the Investment Company Act exempting it from all provisions of the Act; and the Commission has issued an order (Release IC-4534) giving interested persons until March 21 to request a hearing thereon. According to the application, the subsidiary was recently organized to finance the expansion and development of the parent company's foreign operations in a manner which is designed to assist in improving the balance of payments position of the United States, in compliance with the voluntary cooperation program instituted by the President in February 1965. It intends to issue and sell an aggregate of \$25,000,000 principal amount of guaranteed debentures to a group of underwriters for offering abroad (see SEC News Digest of March 4). Such debentures are to be guaranteed as to principal, premium, if any, interest and sinking fund payments by the parent company. Any additional debt securities of the subsidiary which may be issued to or held by the public will be so guaranteed by the parent company. Net proceeds of the debentures sale will be invested in or loaned to foreign subsidiaries or affiliates of the parent company. The parent company is engaged in the manufacture of motor trucks, farm, construction and industrial equipment, and produces gasoline and diesel engines.

**MIDDLE SOUTH UTILITIES SEEKS ORDER.** Middle South Utilities, Inc., and its electric-utility subsidiary, New Orleans Public Service Inc., have applied to the SEC for an order under the Holding Company Act authorizing certain financing proposals; and the Commission has issued an order (Release 35-15419) giving interested persons until April 1 to request a hearing thereon. According to the application, New Orleans proposes to sell at competitive bidding \$23,250,000 of first mortgage bonds, due 1996 (see SEC News Digest of February 23), and to sell to the parent company an additional 675,000 shares of its common stock for an aggregate price of \$6,750,000. Net proceeds of this financing will be used by the subsidiary in connection with its construction program, expected to cost \$46,941,000 in 1966.

**HEARING POSTPONED.** Upon motion of counsel for Jamestown Telephone Corp., Jamestown, N. Y.; Meadville Telephone Co., Meadville, Pa.; and Home Telephone Co. of Ridgeway, Ridgeway, Pa., the SEC has authorized a postponement, to April 13, 1966, of the hearing on the companies' applications for exemption from the registration provisions of Section 12(g) of the Securities Exchange Act.

**VTR SUSPENSION CONTINUED.** The SEC has issued an order under the Securities Exchange Act suspending exchange and over-the-counter trading in the common stock of VTR, Inc., for a further ten-day period, March 8-17, 1966, inclusive.

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**DELISTINGS GRANTED.** The SEC has issued an order under the Securities Exchange Act (Release 34-7835) granting an application of the American Stock Exchange to strike from listing and registration the common stock of Highway Trailer Industries, Inc., effective at the opening of business on March 21. According to the application, the company has not reported a net profit since 1962. An order was also issued granting an application of the Detroit Stock Exchange to delist the common stock of Allen Electric & Equipment Co., effective at the opening of business on March 14. The application was filed at the request of the company because of inactive trading in the stock on the Exchange. The issue remains listed on the Midwest Stock Exchange. The Commission further granted an application of the Pittsburgh Stock Exchange to strike from listing and registration the common stock of Penn Federal Corporation, effective at the opening of business on March 15. The application states that the Exchange has been informed that the company is bankrupt. The Commission also issued an order granting applications of the American Stock Exchange and Pacific Coast Stock Exchange to strike from listing and registration the common stock of Tillie Lewis Foods, Inc., effective at the opening of business on March 14. According to the applications, a limited number of shares remain outstanding in the hands of the public which have not been acquired by Ogden American Corporation.

**UNLISTED TRADING GRANTED.** The SEC has issued an order under the Securities Exchange Act (Release 34-7835) granting applications of (1) the Boston Stock Exchange for unlisted trading privileges in the common stock of Pacific Power and Light Co. and (2) the Cincinnati Stock Exchange for such privileges in the common stocks of American Electric Power Co., Inc., Commonwealth Edison Co., Deere & Co., The Firestone Tire & Rubber Co., The International Nickel Co. of Canada, Ltd., E. J. Korvette, Inc., Litton Industries, Inc., and G. D. Searle & Co.

**KORET OF CALIF. FILES FOR SECONDARY.** Koret of California, Inc., 611 Mission St., San Francisco, Calif. 94105, filed a registration statement (File 2-24588) with the SEC on March 4 seeking registration of 497,200 outstanding shares of common stock, to be offered for public sale by the present holders thereof. The offering is to be made through underwriters headed by Glore Forgan, Wm. R. Staats Inc., 221 Montgomery St., San Francisco, Calif. 94104. The public offering price (\$26 per share maximum\*) and underwriting terms are to be supplied by amendment.

The company manufactures ladies' coordinates sportswear under the labels "Koret of California" and "Sue J"; and it licenses apparel manufacturers to use its patented process and trademark "Koratron" in connection with the production of washable garments. In addition to indebtedness, the company has outstanding 2,023,971 common shares, of which management officials own 63%. The prospectus lists four selling stockholders, including Joseph Koret (president) and Stephanie D. Koret (vice president), offering 352,000 of 1,259,666 shares held; and Koret of California, Inc. Stock Bonus Trust, 117,150 of 580,773. The remaining two sellers are offering stock in the amounts of 14,850 and 13,200.

**INFORMATICS PROPOSES OFFERING.** Informatics, Inc., 5430 Van Nuys Blvd., Sherman Oaks, Calif. 91401, filed a registration statement (File 2-24589) with the SEC on March 4 seeking registration of 70,000 shares of common stock. The stock is to be offered for public sale through Mitchum, Jones & Templeton, Inc., 510 S. Spring St., Los Angeles, Calif. (7,000 shares are to be offered initially to company officials and employees). The offering price (\$10 per share maximum\*) and underwriting terms are to be supplied by amendment. The company has agreed to sell to the underwriter for \$1,425, a four-year warrant to purchase 5,660 common shares.

Organized under California law in 1962, the company provides professional services in the planning, design and implementation of data handling systems for commercial and governmental clients. Net proceeds of its stock sale will be used to repay short-term borrowings from Data Products Corp. and added to working capital. In addition to indebtedness, the company has outstanding 496,000 common shares, of which management officials own 7.4% and Data Products owns 91.9%. Data Products purchased its stock for an aggregate price of \$20,000. Walter F. Bauer is president of the company.

**INTERNATIONAL RECTIFIER FILES STOCK PLAN.** International Rectifier Corporation, 233 Kansas St., El Segundo, Calif. 90246, filed a registration statement (File 2-24590) with the SEC on March 3 seeking registration of 165,000 shares of common stock, to be offered pursuant to its Qualified Stock Option Plan.

**GENERAL TELEPHONE PROPOSES OFFERING.** General Telephone & Electronics Corporation, 730 Third Ave., New York 10017, filed a registration statement (File 2-24593) with the SEC on March 4 seeking registration of 2,500,000 shares of common stock, to be offered for public sale through underwriters headed by Paine, Webber, Jackson & Curtis, 24 Federal St., Boston, Mass. 02110, and two other firms. The public offering price (\$46 per share maximum\*) and underwriting terms are to be supplied by amendment.

The company conducts a telephone system, is engaged in the manufacture of communication, lighting and electronics equipment; and also has sales, research, finance and service subsidiaries. Net proceeds of its stock sale will be added to corporate funds. The company expects to invest approximately \$127 million during 1966 in common stocks of its telephone subsidiaries to finance, in part, their construction programs. In addition to indebtedness and preferred stock, the company has outstanding 89,050,510 common shares, of which management officials own 388,995 shares. Donald C. Power is board chairman and Leslie H. Warner is president.

**GREAT NORTHERN PAPER PROPOSES DEBENTURE OFFERING.** Great Northern Paper Company, 522 Fifth Ave., New York 10036, filed a registration statement (File 2-24591) with the SEC on March 4 seeking registration of \$10,000,000 of convertible subordinated debentures (due 1991). The debentures are to be offered for public sale through underwriters headed by Lehman Brothers, One William St., New York 10004. The interest rate, public offering price and underwriting terms are to be supplied by amendment.

The company is engaged in producing newsprint and kraft linerboard (a heavy paper used principally in the manufacture of corrugated shipping containers). Net proceeds of its debenture sale will be applied to the company's program for expansion and capital improvements, which program includes the addition of two new paper machines. It is estimated that the machines, together with necessary additional supporting facilities will cost \$50,000,000 and will be completed in 1967. In addition to indebtedness and preferred stock, the company has outstanding 2,659,430 common shares, of which management officials own 3.1% and Atwell & Co., a nominee of United States Trust Co. of New York, owns approximately 20%. Peter S. Paine is board chairman of the company and Robert A. Haak is president.

**BECTON, DICKINSON FILES FOR OFFERING AND SECONDARY.** Becton, Dickinson and Company, Rutherford, N. J., filed a registration statement (File 2-24592) with the SEC on March 4 seeking registration of 350,000 shares of common stock. Of this stock, 125,000 shares are to be offered for public sale by the company and 225,000 shares (being outstanding stock) by the present holders thereof. The offering is to be made through underwriters headed by F. Eberstadt & Co., 65 Broadway, and White, Weld & Co., Inc., 20 Broad St., both of New York. The public offering price (\$55.75 per share maximum\*) and underwriting terms are to be supplied by amendment.

The company is principally engaged in the manufacture and sale of medical, surgical, laboratory and diagnostic products. Net proceeds of its sale of additional stock will be added to general funds and may be used as additional working capital. In addition to indebtedness, the company has outstanding 4,308,355 common shares, of which management officials own 31.5%. The prospectus lists 15 selling stockholders, including Norman H. Simon, offering 35,806 of 106,015 shares held; and H. Dudley Wright, 80,000 of 186,666. Edward T. T. Williams is board chairman and Fairleigh S. Dickinson, Jr., is president.

**O/C REGISTRATIONS REPORTED.** The following issuers of securities traded over-the-counter have filed registration statements with the Commission pursuant to requirements of Section 12(g) of the Securities Exchange Act (companies which currently file annual and other periodic reports with the SEC are identified by "\*\*\*"):

<u>File No.</u>	<u>O-Registrant</u>	<u>Location</u>
2033	Allied Farm Equipment Inc**	Chicago, Ill
2037	Conchemco Inc**	Kansas City, Mo.
2030	Hatteras Yacht**	High Point, N.C.
2031	Hoover Co**	North Canton, Ohio
2034	A.G. Spaulding & Bros. Inc**	Chicopee, Mass
2035	Spencer Packing Co**	Spencer, Iowa
2036	Stater Bros. Markets**	Colton, Calif.

**RECENT FORM 8-K FILINGS.** The companies listed below have filed Form 8-K reports for the month indicated and responding to the item of the Form specified in parentheses. Photocopies thereof may be purchased from the Commission's Public Reference Section (please give News Digest's "Issue No." in ordering). Invoice will be included with the requested material when mailed. An index of the caption of the several items of the form was included in the March 1 News Digest.

Brite Universal Inc Feb 66(12,13)	2-18612-2	Cryogenic Engineering Co Amend #1 for Oct 64(6)	2-19267-2
Prairie Oil Royalties Co Ltd Jan 66(2,13)	1-3955-2	Amend #1 for Jan 66(8)	2-19267-2
Chatham Corp Jan 66(2,13)	0-1540-2	Max Factor & Co Amend #1 for Dec 65(8)	1-3875-2
Kansas-Nebraska Natural Gas Co Inc Jan 66(4,7,13)	0-956-2	American Realty Trust Amend #3 for Apr 65(13) Amend #4 for Apr 65(13)	0-1806-2 0-1806-2
Nationwide Motorist Assn Inc Feb 65(3) June 65(7,8,11) Aug 65(7,13)	2-22125-2 2-22125-2 2-22125-2		

**SECURITIES ACT REGISTRATION STATEMENTS.** During the week ended March 3, 1966, 48 registration statements were filed, 25 became effective, and 331 were pending at the week-end.

**SECURITIES ACT REGISTRATIONS.** Effective March 7: First Equity Life Insurance Co. of Missouri, 2-23548 (June 1).

**NOTE TO DEALERS.** The period of time dealers are required to use the prospectus in trading transactions is shown above in parentheses after the name of the issuer.

\*As estimated for purposes of computing the registration fee.