

sec news digest

Issue 79-170

August 31, 1979

RULES AND RELATED MATTERS

ADOPTION OF NEW ADVERTISING RULE FOR INVESTMENT COMPANIES

The Commission, on August 30, adopted a rule which permits a new type of investment company advertising, in the form of an "omitting" prospectus, subject to certain restrictions and conditions. The Commission also adopted two amendments to existing rules, removing the restriction limiting the use of certain information in tombstone advertisements by investment companies to companies whose registration statements under the Securities Act of 1933 have become effective, and modifying a filing requirement with respect to advertisements under new rule 434d. (Rel. 33-6116)

FOR FURTHER INFORMATION CONTACT: Randolph Thompson at (202) 272-3011

COMMISSION ANNOUNCEMENTS

PUBLICATION FOR COMMENT OF EXISTING GUIDES FOR STATISTICAL DISCLOSURE BY BANK HOLDING COMPANIES

The Commission today issued a release requesting public comments on the quality and desirability of the disclosure made under the existing Guides 61 and 3, "Statistical Disclosure by Bank Holding Companies." At the time the Guides were originally published (August 31, 1976), the Commission stated that the experience of registrants and users of the information would be examined to see whether the new disclosures made under the Guides are necessary and appropriate. The purpose of the release is to implement that examination function. All comments should be submitted in triplicate to George A. Fitzsimmons, Secretary, Securities and Exchange Commission, 500 North Capitol Street, Washington, D.C. 20549 on or before October 30 and should refer to File S7-797. All comments will be available for public inspection. (Rel. 33-6115)

FOR FURTHER INFORMATION CONTACT: William H. Carter at (202) 272-2604

CIVIL PROCEEDINGS

ROBERT C. ROGERS, FINANCING ASSOCIATES CONSENT TO INJUNCTION AND DISGORGEMENT

The New York Regional Office announced that on August 21 the Honorable Howard G. Munson, Judge, U.S. District Court for the Northern District of New York, signed Final Judgments of Permanent Injunction by Consent against Robert C. Rogers and Financing Associates, Inc. The Final Judgments were entered on August 22. Rogers and Financing Associates consented to the entry of the Final Judgments without admitting or denying the allegations contained in the Commission's complaint, filed in the above-entitled action on June 20.

The Final Judgments enjoins Rogers and Financing Associates from violating Sections 5(a), 5(c) and 17(a) of the Securities Act of 1933, and Section 10(b) of the Securities Exchange Act of 1934, and Rule 10b-5 thereunder. In addition, the Final Judgments ordered other equitable relief, including, among other things, (1) the disgorgement of \$7,500 by Rogers and \$94,780 by Financing Associates, and (2) the appointment of a Special Fiscal Agent with power to, among other things, oversee the ordered disgorgement. (SEC v. John Wagener, et al., N.D.N.Y., 79 Civil 410, HGM). (LR-8856)

INVESTMENT COMPANY ACT RELEASES

ISRAEL DEVELOPMENT CORPORATION

An order has been issued on an application of Israel Development Corporation (IDC), a registered, closed-end investment company, and Ampal-American Israel Corporation, a corporate affiliate of IDC, permitting IDC to merge with and into Ampal. (Rel. IC-10850 - Aug. 29)

THE PRUDENTIAL INSURANCE COMPANY OF AMERICA

An order has been issued pursuant to Section 17(b) of the Investment Company Act of 1940 exempting from the provisions of Section 17(a) of the Act the Prudential Insurance Company of America (Prudential), Prudential's Gibraltar Fund (PGF), and the Prudential Variable Contract Account-2 (VCA-2), separate accounts of Prudential registered under the Act, to the extent necessary to permit certain purchases and sales of securities between PGF or VCA-2 and several unregistered separate accounts established by Prudential. (Rel. IC-10851 - Aug. 29)

SELF-REGULATORY ORGANIZATIONS

NOTICE OF PROPOSED RULE CHANGE

The American Stock Exchange, Inc. has filed a proposed rule change under Rule 19b-4 (SR-Amex-79-12) to delete Amex Rules 921.05, 921.06 and 924.01. Publication of the proposal is expected to be made in the Federal Register during the week of September 3. (Rel. 34-16151)

NOTICE OF AMENDED PROPOSED RULE CHANGE

The Municipal Securities Rulemaking Board has filed an amended proposed rule change under Rule 19b-4 (SR-MSRB-77-12) to modify proposed MSRB rule G-23 to eliminate a proposed requirement that a municipal securities professional acting as a financial advisor to an issuer of municipal securities disclose certain information obtained as a result of that relationship to other securities professionals. Interested persons are invited to submit written data, views, and arguments within 21 days from the date of publication in the Federal Register. Publication of the submission is expected to be made in the Federal Register during the week of September 10. (Rel. 34-16152)

SECURITIES ACT REGISTRATIONS

The following registration statements have been filed with the SEC pursuant to the Securities Act of 1933. The information noted below has been taken from the cover page and the facing sheet of the prospectus and registration statement and will appear as follows: Form; Name, address and phone number (if available) of the issuer of the security; Title and the number or face amount of the securities being offered; Name of the managing underwriter (if applicable); Whether the offering is a rights offering; and File number and date filed.

(S-18) CONSUMAT SYSTEMS, INC., P.O. Box 9379, Richmond, Va. 23227 (804) 788-8269 - \$1,500,000 of convertible subordinated debentures, due 1989. Underwriter: Scott & Stringfellow, Inc. The company develops and manufactures specialized equipment to extract energy from solid waste. (File 2-65360 - Aug. 29)

(S-16) THE DETROIT EDISON COMPANY, 2000 Second Ave., Detroit, Mich. 48226 (313) 237-8000 - \$100 million of general and refunding mortgage bonds, Series UU, due September 15, 2009. Underwriters: Morgan Stanley & Co. Inc. and E. F. Hutton & Company Inc. The company is engaged in the generation, purchase, transmission, distribution and sale of electric energy. (File 2-65362 - Aug. 30)

(S-16) TRANSAMERICA FINANCIAL CORPORATION, 1150 South Olive St., Los Angeles, Cal. 90015 (213) 742-4321 - \$75 million of notes, due September 15, 1985. Underwriter: Salomon Brothers. The company is engaged in the consumer financing business. (File 2-65363 - Aug. 30)

- (S-8) BRENCO, INCORPORATED, Prince George Industrial Park, P.O. Box 389, Petersburg, Va. 23803 (804) 748-6361 - 150,000 shares of common stock. The company manufactures roller bearings for sale to railroads and other industrial users. (File 2-65364 - Aug. 30)
- (S-6) PFL VARIABLE SEPARATE ACCOUNT, 10100 Santa Monica Blvd., Los Angeles, Cal. 90067 (213) 553-2211 - an indefinite number of securities. Depositor: Pacific Fidelity Life Insurance Company. (File 2-65365 - Aug. 30)
- (S-7) BROOKWOOD HEALTH SERVICES, INC., 2000-D Brookwood Medical Center Dr., Birmingham, Ala. 35209 (205) 877-1800 - \$15 million of 11% first mortgage bonds, due 1994. Underwriters: J.C. Bradford & Co. and Edward D. Jones & Co. The company is engaged in operating hospitals. (File 2-65366 - Aug. 30)
- (S-12) MORGAN GUARANTY TRUST COMPANY OF NEW YORK, 30 West Broadway, New York, N.Y. 10015 - 100,000 American Depositary Receipts for shares of CSR Limited. (File 2-65367 - Aug. 30)
- (S-8) ANDERSON, GREENWOOD & CO., 5425 South Rice Ave., Houston, Tex. 77081 (713) 668-0631 - 100,000 shares of common stock. The company is engaged in the manufacture of safety relief valves. (File 2-65368 - Aug. 30)
- (S-6) THE DREYFUS INCOME TRUST, FOURTH SHORT TERM SERIES, 600 Madison Ave., New York, N.Y. 10022 - 11,000 units of beneficial interest. Depositor: Dreyfus Service Corporation. (File 2-65369 - Aug. 30)
- (S-7) HACKENSACK WATER COMPANY, 200 Old Hook Rd., Harrington Park, N.J. 07640 (201) 767-9300 - 350,000 shares of common stock. Underwriter: The First Boston Corporation. The company is engaged in the ownership and operation of two water utility systems. (File 2-65370 - Aug. 30)
- (S-7) BEST PRODUCTS CO., INC., U.S. Highway One, North, Ashland, Va. 23005 (804) 798-4211 - 750,000 shares of common stock. Underwriters: Goldman, Sachs & Co. and Wheat, First Securities, Inc. The company is engaged in the catalog showroom merchandising business. (File 2-65372 - Aug. 30)

REGISTRATIONS EFFECTIVE

Aug. 21: Alaska Pacific Bancorp., 2-64864; Minoco 1979-II Oil and Gas Program, 2-65018; Nevada Power Co., 2-65097; Sun Co., Inc., 2-64849.

Aug. 22: Galveston-Houston Co., 2-65160; The Dun & Bradstreet Corp., 2-65063; Foremost-McNesson, Inc., 2-65078; PNB Mortgage and Realty Investors, 2-65010; Varlen Corp., 2-65173.

Aug. 23: Grumman Corp., 2-65100; Resorts International, Inc., 2-65121; Tax-Exempt Bond Trust, Fourteenth Series, 2-64709; Texas American Oil Corp., 2-65120.

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