

# 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 November 7, 1960

Statistical Release No. 1714. The SEC Index of Stock Prices, based on the closing price of 300 common stocks for the week ended November 4, 1960, for the composite and by major industry groups compared with the preceding week and with the highs and lows for 1960, is as follows:

	1957-59 * 100		Percent Change	1960	
	11/4/60	10/28/60		High	Low
Composite	111.0	107.8	+3.0	121.4	107.7
Manufacturing	107.2	103.6	+3.5	122.0	103.6
Durable Goods	111.5	107.7	+3.5	129.5	107.7
Non-Durable Goods	103.3	100.0	+3.3	115.1	99.5
Transportation	90.4	87.1	+3.8	108.3	87.1
Utility	130.0	128.9	+0.9	137.3	118.4
Trade, Finance & Service	125.3	122.1	+2.6	134.1	120.5
Mining	73.8	70.9	+4.1	86.7	67.0

SECURITIES ACT REGISTRATION STATEMENTS. During the week ended November 3, 1960, 23 registration statements were filed, 33 became effective, 2 were withdrawn, and 342 were pending at the week end.

COLUMBIA GAS FILES INTRA-SYSTEM LOAN PROPOSAL. The Columbia Gas System, Inc., New York holding company, has joined with two subsidiaries in the filing of a proposal for the loan of funds by Columbia Gas to the subsidiaries; and the Commission has issued an order (Release 35-14303) giving interested persons until November 22, 1960, to request a hearing thereon. Under the proposal, Columbia Gas would purchase \$800,000 of installment promissory notes of Amere Gas Utilities Company and \$400,000 of such notes of Virginia Gas Distribution Corporation. The subsidiaries would use the funds for their revised 1960 construction programs.

MISSILES-JETS & AUTOMATION SEEKS ORDER. Missiles-Jets & Automation Fund, Inc., Washington, D. C. has applied to the SEC for an order under the Investment Company Act declaring that it has ceased to be an investment company; and the Commission has issued an order (Release 40-3136) giving interested persons until November 22, 1960, to request a hearing thereon. According to the application, the Fund in June 1960 entered into an agreement and plan of reorganization with Axe Science and Electronics Corporation providing for an exchange of the Fund's assets for shares of stock of Axe and the subsequent distribution of said shares pro rata to stockholders of the Fund in dissolution. Stockholders of the Fund approved the agreement in July and on August 22, 1960, the agreement was consummated.

J M McNAMARA WITHDRAWS REGISTRATION, ACTION DISMISSED. The SEC has issued an order permitting James M. McNamara, of the Canal Zone, to withdraw from registration as a broker-dealer under the Securities Exchange Act of 1934. The Commission also has dismissed proceedings on the question whether McNamara's registration should be revoked, which proceedings were based on his failure to file financial statements for 1958 and 1959. In requesting withdrawal of his registration, McNamara stated that he was not engaged in business as a broker-dealer for about three years; and, upon the basis thereof, the Commission concluded that it would be appropriate in the public interest to permit withdrawal of registration and to dismiss the proceedings.

MARSH SUPERMARKETS FILES DEBENTURE OFFERING. Marsh Supermarkets, Inc., Yorktown, Indiana, filed a registration statement (File 2-17269) with the SEC on November 4, 1960, seeking registration of \$2,000,000 of Convertible Subordinated Debentures due December 15, 1980, to be offered for public sale through a group of underwriters headed by Merrill Lynch, Pierce, Fenner & Smith. The interest rate, public offering price and underwriting terms are to be supplied by amendment.

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The company (formerly called Marsh Foodliners, Inc.) operates, directly and through two subsidiaries, a chain of 67 self-service, cash and carry supermarkets, of which 42 are in Indiana, ten in Ohio, three in North Carolina, eight in South Carolina and four in Georgia. The company also operates a bakery and ice cream plant and processes and packages delicatessen items. The net proceeds from the sale of debentures will be used as follows: \$650,000 to prepay 5% notes, due December 31, 1962; \$233,437.50, plus an amount equal to any accrued dividends, to redeem all of the company's outstanding 2,250 shares of 5½% Prior Cumulative Preferred Stock at \$103.75 per share, plus accrued dividends; \$750,904, plus an amount equal to any accrued dividends, to redeem all of the company's outstanding 7,084 shares of 6% Cumulative Preferred Stock at a redemption price of \$106 per share, plus accrued dividends (such stock is convertible into common until seventh day prior to redemption date at conversion price of \$14.66 per share of common); and the balance and other corporate funds will be used to equip, stock and procure the additional transportation facilities necessary to service new stores scheduled or expected to be opened during fiscal years 1961 and 1962. The proceeds of the \$650,000 5% notes to be retired were used to replenish working capital which had been expended for the construction and equipping of an addition to the company's Yorktown, Indiana warehouse in 1959-1960.

In addition to certain indebtedness and the outstanding preferred shares to be redeemed, the company has outstanding 710,360 shares of common stock, of which latter, the Estate of Ermal W. Marsh owns of record 106,519 shares, Allstate Insurance Company owns beneficially 5,298 shares, and management officials as a group own 116,754 shares. Massachusetts Mutual Life Insurance Company owns all of the outstanding 5½% preferred stock (to be redeemed), and Allstate Insurance owns all of the outstanding 6% preferred stock. If Allstate Insurance elects to convert such preferred stock into common, it will acquire an additional 48,322 shares of common, thereby holding 7.1% of the then outstanding common stock.

**BENEFICIAL FINANCE FILES DEBENTURE OFFERING.** Beneficial Finance Co., Beneficial Building, Wilmington, Delaware, filed a registration statement (File 2-17270) with the SEC on November 4, 1960, seeking registration of \$50,000,000 of debentures, to be offered for public sale through a group of underwriters headed by Eastman Dillon, Union Securities & Co. The due date of the debentures, the interest rate, public offering price and underwriting terms are to be supplied by amendment.

The corporation is a holding company whose subsidiaries are engaged principally in the small loan and the sales finance business and in activities related thereto. The net proceeds from the sale of debentures are to be placed in the company's general funds. It is intended that such funds will be used to reduce outstanding short term bank loans, the proceeds of which were used primarily to provide subsidiaries with funds to carry on their respective businesses.

In addition to various indebtedness and 5% preferred stock, the company has outstanding 10,001,218 shares of common stock, of which Beneficial Corporation, of Delaware, owns 29.92%. O. W. Caspersen is listed as board chairman and president.

**UNITED AIR LINES FILES FOR OFFERING.** United Air Lines, Inc., 5959 South Cicero Ave., Chicago, filed a registration statement (File 2-17271) with the SEC on November 4, 1960, seeking registration of \$25,000,000 of Subordinated Debentures due 1985, to be offered for public sale through underwriters headed by Harriman Ripley & Co., Inc. The interest rate, public offering price and underwriting terms are to be supplied by amendment.

Net proceeds of the sale of the debentures will be used initially to reduce borrowings under United's bank credit agreement. It is anticipated that United will continue to make borrowings under such agreement in connection with its program for the acquisition of additional jet powered aircraft and related flight and group equipment and for other purposes. A proposal for the merger of Capital Airlines, Inc., into United is pending before the Civil Aeronautics Board. Sale of the debentures is not conditioned upon consummation of the merger.

**SOUTHWEST GAS PROPOSES STOCK OFFERING.** Southwest Gas Corporation, 2011 Las Vegas Blvd. South, Las Vegas, today filed a registration statement (File 2-17272) with the SEC seeking registration of 150,000 shares of common stock, to be offered for public sale through underwriters headed by Eastman Dillon, Union Securities & Co. The public offering price and underwriting terms are to be supplied by amendment.

The company is engaged in the sale and distribution of natural gas for domestic, commercial, agricultural and industrial uses in parts of California, Nevada and Arizona. In addition to various indebtedness, it has outstanding 99,884 shares of \$9 par convertible preferred stock and 278,510 shares of common stock. Net proceeds of the sale of additional stock, together with the proceeds of the proposed sale of an additional \$1,500,000 of bonds to an institutional investor, are to be applied to discharge \$2,200,000 of the company's short-term indebtedness incurred in interim financing of construction, with the balance being added to working capital. The company estimates the total cost of new construction for the year ending September 30, 1961, will be \$1,650,000.

Of the outstanding common stock, 13% is owned by J. H. Gray, Jr., Barstow, Calif., vice president and director; and 22.5% is owned by management officials as a group.

**CORRECTION.** The item in the November 4th New Digest concerning Hermetic Seal Corporation, of Newark, N.J., inadvertently omitted the date, November 17th, of the postponed hearing in the SEC New York Regional Office involving that company's stock offering pursuant to a Regulation A exemption from registration under the Securities Act.