

sec news digest

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RULES AND RELATED MATTERS

EXEMPTION FROM RULE 17a-15 ANNOUNCED

The Commission has exempted from the provisions of Rule 17a-15 under the Securities Exchange Act of 1934 reporting in all listed securities which are not eligible for reporting pursuant to the consolidated tape plan recently declared effective by the Commission. Although Rule 17a-15 requires the consolidated reporting of transactions in all listed securities, the consolidated tape plan filed jointly by the New York, American, Midwest, Pacific and PBW Stock Exchanges and the National Association of Securities Dealers, Inc., declared effective by the Commission as of May 17, 1974, limits such consolidated reporting to a class of securities defined as "eligible securities." (Rel. 34-10851)

LIBRARY

COMMISSION ANNOUNCEMENTS

THREE APPOINTMENTS IN GENERAL COUNSEL'S OFFICE ANNOUNCED

Lawrence E. Nerheim, General Counsel of the Commission, today announced three new appointments in the Office of General Counsel.

Walter P. North, formerly Associate General Counsel, has assumed the new position of Senior Assistant General Counsel. Mr. North served as the Commission's General Counsel from October 1960 to June 1961 and as the Acting General Counsel from August 1972 to July 1973.

Paul Gonson, formerly Assistant General Counsel, has been appointed Associate General Counsel. Mr. Gonson was an attorney in, and subsequently Assistant Director of, the Division of Corporate Regulation from 1961 to 1968 when he joined the Office of General Counsel as an Assistant General Counsel. Mr. Gonson is a 1954 cum laude graduate of the University of Buffalo Law School, where he was an editor of the Law Review.

David J. Romanski, formerly Assistant Chief Counsel to the Division of Market Regulation, is returning to the Office of General Counsel as Special Counsel. Mr. Romanski was an attorney in the Office of General Counsel from 1971 to 1973. Mr. Romanski is a graduate of Catholic University Law School in 1970, where he was an Editor of the Law Review. He received his LL.M. degree from the University of Pennsylvania Law School in 1973.

INTRA-MEMBER COMMISSION RATE HEARINGS

On April 23, 1974, the SEC announced that public hearings would be held beginning May 29, 1974 on the intra-member commission rate structures of securities exchanges (Rel. 34-10751). Interested persons who desired to submit written comments were requested to do so by June 14, 1974.

The time for filing written statements has been extended to June 28, 1974. Persons wishing to submit written statements for the Commission's consideration should send 25 copies to William E. Toomey, Room 632, Securities and Exchange Commission, 500 North Capitol Street, Washington, D.C. 20549. (Rel. 34-10852)

COURT ENFORCEMENT ACTIONS

BERNARD DEUTSCH, OTHERS, FOUND GUILTY

The SEC has announced that Bernard Deutsch of Brooklyn, New York and Stanley DuBoff of Rockaway, New Jersey, two former New York registered representatives; and Milton Cohen, a St. Paul, Minnesota businessman were each convicted on all four counts of the Information. The Information charged them with conspiracy to violate the securities laws, securities fraud and the mailing of a false and misleading offering circular in trading in the common stock of Richard Packing Co. in 1968-1970 and in a purported public offering of Richard Packing common under Regulation A in March 1969. Sentencing has been set for July 16, 1974. (LR-6394)

COMPLAINT NAMES IMPEX INTERNATIONAL, INC., OTHERS

The Chicago Regional Office announced the filing of a complaint on June 7 in Federal District Court, Chicago, seeking to enjoin Impex International, Inc., Jyoti Khokhani, Don W. Rodgers, Geraldine Deguisne, Roger Epstein, Bruce Guthier, and Frank Steigerwald from violations of the registration and antifraud provisions of the securities laws in the offer and sale of investment contracts, evidences of indebtedness, and interests and instruments commonly known as securities but purporting to be options on silver futures contracts.

In the afternoon of June 7 the U. S. District Court Judge entered a temporary restraining order enjoining defendants Khokhani and Rodgers from disposing of \$100,000 more or less in so-called profit distributions to them stemming from the alleged violations. (LR-6395)

INVESTMENT COMPANY ACT RELEASES

E. I. DU PONT DE NEMOURS

A notice has been issued giving interested persons until July 8 to request a hearing on an application of E. I. Du Pont de Nemours and Company (Du Pont), 28% of whose stock is owned by Christiana Securities Company, a registered closed-end investment company, for an order permitting the merger of Policron de Mexico, S.A., a Mexican company in which Du Pont has a 49% interest, into Nylmex de Mexico, S.A., another Mexican company under common control with Policron. (Rel. IC-8385)

HOLDING COMPANY ACT RELEASES

KENTUCKY POWER COMPANY

A notice has been issued giving interested persons until July 3, 1974, to request a hearing on an proposal of Kentucky Power Company, subsidiary of American Electric Power Company, Inc., to sell up to \$20 million of short-term notes to banks. (Rel. 35-18455)

INDIANA & MICHIGAN ELECTRIC COMPANY

An order has been issued authorizing American Electric Power Company, Inc. and Indiana & Michigan Electric Company (I&M), its subsidiary, for I&M to sell \$70 million of first mortgage bonds and 300,000 shares of cumulative preferred stock at competitive bidding. I&M will use the net proceeds to pay a like principal amount of unsecured short-term indebtedness. (Rel. 35-18456)

SECURITIES ACT REGISTRATIONS

(S-14) FIRST COMMERCIAL BANKS INC.

60 State St., Albany, N. Y. 12207 - \$6,480,000 of 7-1/2% six year non-assignable promissory installment notes. It is proposed to offer these notes in exchange for 198,376 outstanding common shares of The Oystermen's Bank and Trust Company, Sayville, New York. The shareholder has the option of receiving either (a) cash at the rate of \$45.36 per share, or (b) an installment note of First Commercial in face amount equal to 72% (\$32.66) of the cash amount of \$45.36 per share plus 28% (\$12.70) of such amount in cash. First Commercial is a registered bank holding company with four bank subsidiaries and two bank-related companies. (File 2-51154 - May 23)

(S-14) FLYING DIAMOND CORPORATION

574 East Second South, Salt Lake City, Utah 84102 - 3,038,805 shares of common stock. It is proposed to offer these shares in exchange for the outstanding common shares of Ray Resources Corporation, Charleston, W. Va., at the rate of 1.1 Flying Diamond shares for each Ray share. Flying Diamond is engaged in the exploration, development, production, sale and transportation of oil and gas, and real estate development and cattle ranching. (File 2-51187 - May 30)

(S-7) INTERNATIONAL TELEPHONE AND TELEGRAPH CORPORATION (ITT)

320 Park Ave., New York, N. Y. 10022 - \$150 million of sinking fund debentures, due 1999, to be offered for sale through underwriters headed by Kuhn, Loeb & Co., 40 Wall St., New York, N. Y. 10005 and Lazard Freres & Co., One Rockefeller Plaza, New York, N. Y. 10020. ITT develops, manufactures, sells, leases and services electronic and telecommunication equipment and industrial and consumer products, and is also engaged in various other businesses. (File 2-51286 - June 11)

(S-1) APACHE CORPORATION (General Partner)

Foshay Tower, Minneapolis, Minn. 55402 - 2,000 partnership interest units in its Apache Oil and Gas Program 1975 which consists of three separate general partnerships, to be offered for sale at \$15,000 per unit, plus an underwriting commission of \$1,125, with a minimum purchase of 1/3 unit. Apache Programs, Inc. of the same address is the managing underwriter. The Program will explore for and develop oil and gas reserves. (File 2-51290 - June 10)

(S-7) SOUTH CAROLINA ELECTRIC & GAS COMPANY

328 Main St., Columbia, S. C. 29218 - \$35 million of first and refunding mortgage bonds, due 2004, to be offered for sale through underwriters headed by Kidder, Peabody & Co. Incorporated, 10 Hanover Square, New York, N. Y. 10004. The company furnishes electricity and natural gas. (File 2-51291 - June 11)

(S-7) THE NARRANGANSETT ELECTRIC COMPANY

280 Melrose St., Providence, R. I. 02901 - \$25 million of first mortgage bonds, Series K, to be offered for sale at competitive bidding. The company distributes and sells electricity at retail. (File 2-51292 - June 11)

STOCK PLANS FILED

The following have filed Form S-8 registration statements with the SEC seeking registration of securities to be offered pursuant to employee stock and related plans:
Betz Laboratories, Inc., Trevose, Pa. (File 2-51287 - June 11) - 100,000 shares
Waters Associates, Inc., Milford, Mass. (File 2-51288 - June 11) - 35,000 shares
Combustion Engineering, Inc., Stamford, Conn. (File 2-51289 - June 11) - \$50 million of common stock

REGISTRATIONS EFFECTIVE

June 12: Badger Meter, Inc., 2-50695; Cummins Engine Company, Inc., 2-51107; Ferguson Oil and Gas Company, Inc., 2-50068; Florida Power Corp., 2-50889; The Manitoba Hydro Electric Board of the Province of Manitoba, 2-51158; Superior Surgical Mfg. Co., Inc., 2-50815.

June 13: Oneida Ltd., 2-51195; Wyoming Bancorporation, 2-51190.

REGISTRATIONS WITHDRAWN

June 11: Glen Grey Corporation, 2-37595 (Abandoned); Mid Hudson Land Partners, 2-50021.

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 15c per page plus postage for mailing within four days (\$2 minimum) and 30c per page plus postage for over-night mailing (\$5 minimum). Cost estimates are given on request. All other referenced material is available in the SEC Docket.

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U.S. first class mail, \$26.70 elsewhere. The News Digest and the Docket are for sale by the Superintendent of Documents, Government Printing Office, Washington, D.C. 20402.