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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DELTA CORP. PROPOSES OFFERING. Delta Corporation, 801 First National Bldg., Oklahoma City, Okla. 73102, filed a registration statement (File 2-24765) with the SEC on March 30 seeking registration of 260 units in the Delta Drilling Program III, a limited partnership to be formed under Oklahoma law. The units are to be offered for sale to selected persons, at \$5,000 per unit, by the company and its wholly-owned subsidiary, Delta Funds, Inc.

Organized under Delaware law in 1962, the company will be the managing partner of the partnership. The drilling objective of the program is to drill a minimum of ten wells for oil and gas in Oklahoma, Kansas and four other states. Clare W. Headington is president.

GREAT UNITED LIFE PROPOSES OFFERING. The Great United Life Insurance Company, 809 Government St., Mobile, Ala. 36602, filed a registration statement (File 2-24768) with the SEC on March 30 seeking registration of 150,000 shares of common stock. The stock is to be offered to company stockholders, at \$5 per share, in proportion to their present stock holdings, and all stock not so purchased within 30 days from the date of such offer will be offered for public sale at the subscription price. The offering is to be made by the company or through brokers.

Organized under Alabama law in 1962, the company is engaged in writing industrial life and industrial accident and health and burial insurance. Net proceeds of its stock sale will be added to capital and surplus and used in the conduct of its business. The company has outstanding 50,000 common shares, which were purchased for \$5 per share. Management officials own 76.96% of the outstanding stock (including 34.5% owned by James K. McLean, a director). James W. Jeter is chairman and president.

<u>PUBLIC SERVICE OF COLORADO PROPOSES OFFERING</u>. Public Service Company of Colorado, 550 Fifteenth St., Denver, Colo. 80202, filed a registration statement (File 2-24772) with the SEC on March 31 seeking registration of \$35,000,000 of first mortgage bonds (due 1996), to be offered for public sale at competitive bidding. An operating electric and gas public utility, the company will use the net proceeds of its bond sale in connection with its construction program (estimated to cost \$176,000,000 during 1966-1968).

LONE STAR LIFE PROPOSES OFFERING. Lone Star Life Insurance Company, 2331 Gus Thomasson Rd., <u>Dallas, Tex.</u>, filed a registration statement (File 2-24775) with the SEC on March 31 seeking registration of 50,000 shares of common stock. The stock is to be offered at \$5 per share to general agents and/or soliciting agents of the company and to others in a position to render valuable services to the company.

The company is engaged in writing life, health and accident insurance. It has outstanding 741,947 common shares, of which management officials own 76% (including 49% owned by W. H. Smith, president and board chairman).

TELEPHONE UTILITIES PROPOSES OFFERING. Telephone Utilities, Inc., <u>llwaco</u>, <u>Wash</u>., filed a registration statement (File 2-24776) with the SEC on March 31 seeking registration of 180,000 shares of common stock. The stock is to be offered for public sale through underwriters headed by Schwabacher & Co., 100 Montgomery St., San Francisco, Calif. 94104, and Pacific Northwest Co., 1000 Second Ave., Seattle, Wash. 98104. The public offering price (\$14 per share maximum*) and underwriting terms are to be supplied by amendment.

The company owns all or substantially all of the common stock of twelve operating telephone companies located in the Pacific Northwest. Of the net proceeds of its stock sale, \$1,260,000 will be used to repay short-term bank loans; approximately \$450,000 will be contributed to the company's subsidiaries to finance property additions and improvements; some \$75,000 will be used for expansion of the company's general offices; and the balance will be added to working capital. In addition to indebtedness and preferred stock, the company has outstanding 398,972 common shares, of which management officials own 35.6%. Norman A. Howerton is president.

ANCHOR HOCKING GLASS PROPOSES DEBENTURE OFFERING. Anchor Hocking Glass Corporation, 109 N. Broad St., Lancaster, Ohio 43130, filed a registration statement (File 2-24777) with the SEC on March 31 seeking registration of \$20,000,000 of sinking fund debentures, due 1991. The debentures are to be offered for public sale through underwriters headed by Dillon, Read & Co. Inc., 46 William St., New York. The interest rate, public offering price and underwriting terms are to be supplied by amendment.

The company manufactures glass tableware, glass container products, and closures for glass containers. Net proceeds of its debenture sale (together with internally generated funds) will be available for capital expenditures, for working capital and for the payment in September 1966 of some \$1,500,000 of borrowings. The company's capital expenditures for 1966 and 1967 are estimated at \$30,000,000. In addition to indebtedness and preferred stock, the company has outstanding 2,994,582 common shares. Wm. V. Fisher is board chairman and John L. Gushman is president.

TEXAS GAS TRANSMISSION FILES STOCK PLAN. Texas Gas Transmission Corporation, P. O. Box 1160, Owensboro, Ky., filed a registration statement (File 2-24778) with the SEC on March 31 seeking registration of \$505,000 of participations in the Thrift Plan for Employees of Texas Gas Transmission Corporation and Subsidiary Companies, together with 6,935 shares of common stock which may be acquired pursuant thereto. OVER

R. D. LE TOURNEAU, INC., PROPOSES OFFERING. R. G. LeTourneau, Inc., Longview, Tex., filed a registration statement (File 2-24779) with the SEC on March 31 seeking registration of \$15,000,000 of convertible subordinated debentures, due 1981. The debentures are to be offered for public sale, at 100% of principal amount, through company officials and employees. The interest rate is to be supplied by amendment.

The company is engaged in the manufacture and sale of mobile offshore oil drilling platforms and equipment. Of the net proceeds of its debenture sale, approximately \$7,078,346 will be added to working capital; \$6,421,654 will be used to repay certain indebtedness; and \$1,000,000 will be used to complete the company's expansion program. In addition to indebtedness, the company has outstanding 1,976,385 common shares, of which The LeTourneau Foundation owns 90.4%. R. G. LeTourneau is board chairman and president of the company.

GREAT SOUTHERN FINANCIAL PROPOSES OFFERING. Great Southern Financial Corporation, 200 Noojin Bldg., Gadsden, Ala., filed a registration statement (File 2-24781) with the SEC on March 31 seeking registration of 200,000 shares of common stock. It is proposed to offer 37,500 shares for subscription by shareholders (on a one for ten basis) at \$8.80 per share. The balance of the shares (including unsubscribed stock) will be offered for public sale at \$10 per share. The offering is to be made through management officials and employees and certain underwriters, who will receive a \$1.20 per share selling commission. The stock will be offered on the "time purchase plan."

The company was organized in 1960 for the purpose of developing and operating a finance and insurance business through subsidiaries. It owns all the outstanding stock of Southern Heritage Life Insurance Company; and it also is engaged through subsidiaries in the finance business. Of the net proceeds of its stock sale, \$735,000 will be retained as working capital and \$1,000,000 will be invested in Southern Heritage Life Insurance. The company has outstanding 370,233 common shares, of which management officials own 27% (17% by H. Ben Coker, president). B. Lonnie Noojin, Jr., is board chairman.

<u>JEFFERSON NATIONAL LIFE FILES STOCK PLAN</u>. Jefferson National Life Insurance Company, 241 North Pennsylvania St., <u>Indianapolis</u>, <u>Ind.</u>, filed a registration statement (File 2-24784) with the SEC on March 31 seeking registration of 43,995 shares of stock reserved for issuance under outstanding employee stock option plans, and 21,470 reserved for options not heretofore granted.

JOHNSON SERVICE FILES STOCK PLAN. Johnson Service Company, 507 East Michigan St., Milwaukee, Wisc. 53201, filed a registration statement (File 2-24785) with the SEC on March 31 seeking registration of 34,800 common shares, to be issued under its Employees' Qualified Stock Option Plan.

CHRYSLER FILES STOCK PLAN. Chrysler Corporation, 341 Massachusetts Ave., <u>Highland Park, Mich.</u>, filed a registration statement (File 2-24783) with the SEC on March 30, 1966, seeking registration of 195,500 common shares, to be offered under its Stock Option Plan for Salaried Officers and Key Employees.

CONSUMER DIVIDENDS FILES PROPOSAL. Consumer Dividends, Inc., 75 East Wacker Drive, Chicago, Ill. 60601, filed a registration statement (File 2-24786) with the SEC on March 31 seeking registration of 2,500,000 units (\$587,500) of Non-Transferable Stock Coupons. The company is to be organized on April 7 under Illinois law, and is to engage in "originating a securities-related sales promotion business, involving the sale: of coupons redeemable for specified common stocks listed on a registered stock exchange, mutual funds and Series E U.S. Savings Bonds to employers who will use them as sales incentives with their employees, dealers or distributors." A trust will be created for each employer purchasing coupons, which will receive and hold purchaser funds, purchase and distribute coupons and release funds to the company in accordance with the terms of the trust. Coupons will be sold to employers at varying prices as mutually agreed, depending on the dollar amount of coupons purchased and the number of individuals to whom coupons are to be distributed. Selling efforts will be directed to personnel in employer organizations which might use incentive awards for sales efforts of their employees, dealers or distributors. Funds paid by employers for coupons will be received by the trustee, who will purchase coupons from the company by depositing the bulk of the funds in a trust account. Subsequently, the coupons will be distributed by the trustee to individuals named and in the manner set forth in the trust agreement upon instructions of the employer. Of the \$0.235 proceeds of the sale of coupons, 20¢ will be used for the purchase of underlying securities - the balance will be applied to trust costs, commissions and other charges. The prospectus lists Frederic A. Sicher as the company's founder and president.

FARMERS NATIONAL LIFE PROPOSES OFFERING. Farmers National Life Insurance Company, 7292 Fourth Street North, St. Petersburg, Fla. 33702, filed a registration statement (File 2-24788) with the SEC on March 31 seeking registration of 100,000 shares of common stock. It is proposed to offer this stock for public sale through underwriters headed by Sterling, Grace & Co., 39 Broadway, New York; the public offering price (\$7 per share maximum*) and underwriting terms are to be supplied by amendment.

The company (including subsidiaries) is licensed and qualified to do a life and accident and health insurance business in several southern states and in Minnesota and Wyoming. Net proceeds of its stock sale will be added to general funds to increase its capital and surplus accounts -- to enable the company to expand its ordinary life insurance business. The company now has outstanding 389,573 common shares, of which management officials own 42. Rufus W. Gosnell is board chairman and 0. W. Williams president.

TRADING SUSPENDED IN GREAT AMERICAN INDUSTRIES. The SEC announced March 31 the suspension of trading in securities of Great American Industries, Inc., of New York, for the ten-day period March 31 through April 9, 1966. The suspension applies to trading in the company's common stock on the American Stock Exchange, and to over-the-counter trading in both its common and preferred stocks.

The suspension of trading was ordered by the Commission pending clarification of reports and rumors circulating in the financial community with respect to the value and potential of certain mining properties on which the company has obtained purchase options. The Commission has ordered an inquiry to develop the pertinent facts.

RULES OF PRACTICE REVISED. The SEC has revised certain provisions of its Rules of Practice (Release 33-4827). One of the revisions provides that the Commission's hearing examiners may deny applications to quash or modify administrative subpoenas. Another provides that the order of a hearing examiner contained in his initial decision shall become the final order of the Commission if no review is sought or the Commission on its own initiative does not call the case up for review. The third revision provides (1) that, unless the Commission otherwise determines, oral arguments before the Commission will be limited to one-half hour per side and (2) that any member or members of the Commission who are not present at the argument may participate in the decision. Also, the time for filing petitions for rehearing is enlarged to ten days.

A reprint of the Rules of Practice, as revised, is expected to be available for purchase from the Government Printing Office by the middle of May, 1966.

BROKER-DEALER RULES MODIFIED. The SEC today announced a revision of its Rule 15b6-1 under the Securities Exchange Act and the adoption of a new Form BDW for use in requesting withdrawal from registration as a broker-dealer. Under the new Form BDW, the broker-dealer seeking to withdraw from registration must furnish specified information, including (a) whether he owes any money or securities to any customer, broker, or dealer, and if he does, the amount involved and the arrangements made for payment (in this case he would also have to furnish a current report of financial condition); (b) whether he is involved in any actions or proceedings and whether there are any unsatisfied judgments or liens against him; (c) the name and address of the person who will have custody or possession of his books and records required to be preserved under Rule 17a-4; and (d) the address where such books and records will be located. This information will help the Commission to determine whether it is necessary in the public interest or for the protection of investors, (particularly customers of the broker-dealer) to impose terms and conditions on the withdrawal of registration. The amendment also provides for a 60-day waiting period between the filing date and effective date (a 30-day waiting period is now provided).

QUEBEC HYDRO-ELECTRIC PROPOSES OFFERING. The Quebec Hydro-Electric Commission today filed a registration statement (File 2-24795) with the SEC seeking registration of \$50,000,000 of debentures, Series AV, due 1992. The debentures are to be guaranteed unconditionally as to principal and interest by the Province of Quebec. The offering is to be made through underwriters headed by The First Boston Corp., 20 Exchange Pl., New York, and three other firms. The interest rate, public offering price and underwriting terms are to be supplied by amendment.

The Commission operates a system for the generation and distribution of electric power in Canada. Net proceeds of its debenture sale will be applied to the cost of its construction program, estimated to cost \$1.46 billion for the 5-year period ending December 31, 1970.

UNITED SECURITY LIFE SUSPENSION CONTINUED. The SEC has issued an order suspending exchange and over-the-counter trading in securities of United Security Life Insurance Company for a further 10-day period, April 3-12, 1966, inclusive.

CONTINENTAL VENDING MACHINE TRADING BAN CONTINUED. The SEC has issued an order suspending exchange and over-the-counter trading in securities of Continental Vending Machine Corporation for a further 10-day period, April 2-11, 1966, inclusive.

HERTZ FILES FOR SECONDARY. The Hertz Corporation, 660 Madison Ave., New York 10021, filed a registration statement (File 2-24791) with the SEC on March 31 seeking registration of 242,976 outstanding shares of common stock. The present holders thereof propose to offer the stock for public sale from time to time on the New York Stock Exchange at prices current at the time of sale (\$46.6875 per share maximum*).

The company is engaged primarily in the renting and leasing of motor vehicles. In addition to indebtedness, it has outstanding 3,829,378 common shares, of which management officials own 12.8%. The company proposes to issue 300,000 shares of cumulative convertible preferred stock, Series A, for a 49% interest in the Hertz American Express International, Ltd., of which it presently owns 51%. The prospectus lists 75 selling stockholders, including Henry A. Hicks, who is offering 25,251 shares, Jetton King, 20,033; Julius Meyers, 21,938; and Milton F. Priester, 34,905. The remaining sellers are offering shares ranging in amounts from 25 to 18,651. According to the prospectus, the selling stockholders acquired the shares being registered in connection with the company's acquisition of businesses formerly owned by such persons. Leon C. Greenebaur is board chairman and Giles A. Wanamaker is president.

SECURITIES ACT REGISTRATIONS. Effective March 31: The Coca-Cola Co., 2-24699; Niagara Mohawk Power Corp., 2-24632 (40 days). Effective April 1: Horace Mann Insurance Company Separate, 2-24256.

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.