

# SECURITIES AND EXCHANGE COMMISSION NEWS DIGEST

A brief summary of financial proposals filed with and actions by the S.E.C.



Washington, D.C. 20549

(In ordering full text of Releases from SEC Publications Unit cite number)

(Issue No. 70-211)

FOR RELEASE October 29, 1970

## NEW RULES AND RULE PROPOSALS

**"NO ACTION" LETTERS TO BE MADE PUBLIC.** The SEC today announced the adoption of a new Section 200.81 of the Code of Federal Regulation which generally provides that requests for interpretative advice or no-action letters and written responses to such request shall be treated as public records of the Commission after a response has been made (Release 33-5098). *Letters received after 12/11 =* The new rule provides that no-action and interpretative letters and the responses thereto will be available for public inspection or copying 30 days after the staff has given or sent the responses to the person requesting it. In particular cases where it appears that a further delay in publication would be appropriate, the letter and response thereto will be given confidential treatment for a reasonable period not exceeding an additional 90 days upon application therefor. The burden will be on the person requesting the no-action position or interpretation to establish the need for confidential treatment and it will not be granted unless such need is clearly shown. Moreover, requests for confidential treatment should be limited to the minimum period necessary under the circumstances. Only in exceptional situations, such as mergers or acquisition programs, will the full 90-day period be allowed. It is contemplated that from time to time where the subject matter of a no-action or interpretative letter is of particular interest or importance, such letter and response thereto will be published in summarized form in the Commission's daily News Digest.

**CORRECTION RE FORM 10-K REPORTS.** The SEC News Digest of October 28 incorrectly stated that Form 10-K annual reports are due within 120 days of the end of the issuer's fiscal year. Amended Form 10-K announced October 26 requires the filing of annual reports within 90 days after the fiscal year-end; however, all schedules required by Regulation S-X may, at the option of the issuer, be filed as an amendment to the report not later than 120 days after the fiscal year-end.

## HOLDING COMPANY ACT RELEASES

**EASTERN UTILITIES ASSOCIATES RECEIVE ORDER.** The SEC has issued an order under the Holding Company Act (Release 35-16882) authorizing Eastern Utilities Associates and its subsidiaries to increase the amount of short-term unsecured promissory notes issued and sold to banks by EUA and subsidiaries, as well as the amount of open-end account advances by Eastern to certain of its subsidiaries. The maximum amount of borrowings from banks proposed to be outstanding at any time will be increased from \$16,500,000 to \$22,500,000 in the case of EUA, from \$6,000,000 to \$6,100,000 in case of Fall River Electric Light Company and from \$15,700,000 to \$17,000,000 in case of Montaup Electric Company. Open account advances from Eastern proposed to be outstanding will be increased from \$12,000,000 to \$12,300,000 in the case of Blackstone Valley Electric Company, from \$5,300,000 to \$7,500,000 in the case of Brockton, <sup>Edison Co.</sup> and a new authorization of \$800,000 for Fall River Electric Light Company. Aggregate construction expenditures for 1970 for these companies are estimated at \$23,400,000.

**OHIO POWER SEEKS ORDER.** The SEC has issued an order under the Holding Company Act (Release 35-16883) giving interested persons until November 18 to request a hearing upon an application of Ohio Power Company, Canton subsidiary of American Electric Power Company, Inc., to issue and sell, at competitive bidding, \$40,000,000 of first mortgage bonds in one or more series maturing in not less than 3 and not more than 30 years. Ohio will apply the net proceeds of its offering towards the payment, at maturity, of its commercial paper, which is estimated to be outstanding in an amount not exceeding \$68,000,000 at the time of issuance of the bonds.

**QUINNEHTUK SEEKS ORDER.** The SEC has issued an order under the Holding Company Act (Release 35-16884) giving interested persons until November 13 to request a hearing upon a proposal of Quinnehtuk Company, subsidiary of Northeast Utilities, of Hartford, Conn., to sell at public bidding, a hydroelectric generating plant (the "Station") on the Chicopee River, Chicopee, Mass. with a nameplate rating of 1440 kilowatts and an original book value of \$344,222. At June 30, \$184,106 was recorded in reserves for depreciation and the depreciated book value of the Station was \$160,116. Quinnehtuk, which owns the station, leases it, for \$6,000 per year, to Western Massachusetts Electric Company ("WMECO"), another subsidiary of Northeast. The current lease expires August 31, 1970; however, it is proposed that WMECO and Quinnehtuk mutually terminate the lease upon consummation of the proposed transaction.

**COLUMBIA GAS SEEKS ORDER.** The SEC has issued an order under the Holding Company Act (Release 35-16885) giving interested persons until November 23 to request a hearing upon an application of The Columbia Gas System, Inc. ("Columbia") and Columbia LNG Corporation, recently organized by Columbia, with respect to a program of Columbia to seek new sources of gas supply to supplement its present sources. As part of this program, Columbia, through LNG has entered into two agreements involving the importation of liquified gas,

OVER

aggregating 725,000 mcf per day. It is proposed that LNG will develop a marine terminal for the receipt, storage and regasification of the imported liquified natural gas and will construct an 80-mile pipeline from such terminal to Loudoun County, Va., to transport the gas to another Columbia subsidiary. Of its total capital requirements of \$140,000,000, LNG will need \$1,500,000 in 1970 and \$4,500,000 in 1971. To meet these requirements, Columbia proposes to acquire in 1970, 27,000 shares of LNG common stock (\$25 par) and \$825,000 of its installment promissory notes, and in 1971, 81,000 shares and \$2,475,000 of such notes; LNG will then become a subsidiary of Columbia.

#### INVESTMENT COMPANY ACT RELEASE

**BOWFUND CORP. SEEKS ORDER.** The SEC has issued an order under the Investment Company Act (Release IC-6225) giving interested persons until November 19 to request a hearing upon an application of Bowfund Corporation, Chicago closed-end diversified investment company, for an order declaring that it has ceased to be an investment company. Bowfund was organized in 1891 and registered under the Act in October 1967. It was merged into Baldwin Piano & Organ Company, a wholly-owned subsidiary of D. H. Baldwin Company, in December 1969. Bowfund represents that both Baldwin Piano & Organ Company and D. H. Baldwin Company are primarily engaged in businesses other than that of investing, reinvesting, owning, holding or trading in securities.

#### SECURITIES ACT REGISTRATIONS

**RANGER OIL TO SELL STOCK.** Ranger Oil (Canada) Limited, 330 5th Ave., S. W. Calgary, Alta., Canada, filed a registration statement (File 2-38677) with the SEC on October 27 seeking registration of 350,000 shares of common stock, to be offered for public sale through underwriters headed by Kidder, Peabody & Co. Inc., 20 Exchange Pl., New York 10005 and two other firms. The offering price (\$20 per share maximum\*) and underwriting terms are to be supplied by amendment.

The company is engaged in the exploration for and development of oil and gas properties, primarily in Western Canada, and the production of oil and natural gas therefrom. Net proceeds of its stock sale will be used to repay outstanding bank loans the proceeds of which were used to finance a portion of its exploration and development activities and the purchase of certain producing oil and gas properties and to finance the acquisition, exploration and development of oil and gas properties, including producing properties. In addition to indebtedness, the company has outstanding 3,514,939 common shares, of which John M. Pierce, president, owns 10.14% and management officials as a group 18.1%.

**PAX WORLD FUND PROPOSES OFFERING.** Pax World Fund, Incorporated, 224 State St., Portsmouth, N. H. 03801, filed a registration statement (File 2-38679) with the SEC on October 28 seeking registration of 1,000,000 shares of common stock, to be offered for public sale at net asset value (\$10 per share maximum\*) with no sales charge. The Fund intends to operate as a diversified open-end investment company whose policy will be to invest in securities of companies whose business is essentially directed toward non-military activities. It will seek regular income and possible long-term growth of capital through investment in common and preferred stocks and debt securities. Pax World Management Corporation will serve as investment adviser. Luther E. Tyson, president, owns 29.2% and three other officers the remaining outstanding shares of the investment adviser.

**HILLIARD FUND PROPOSES OFFERING.** The Hilliard Fund (the "Partnership"), 2200 Sand Hill Rd., Menlo Park, Calif. 94025, filed a registration statement (File 2-38680) with the SEC on October 28 seeking registration of \$4,000,000 of limited partnership units, to be offered for public sale at \$10,000 per unit. No underwriting is involved; participating NASD members will receive a selling commission the amount of which is to be supplied by amendment. The Partnership will engage in the exploration, development, production and operation of oil, gas and other mineral properties. Hilliard Oil & Gas, Inc. will serve as general partner. H. T. Hilliard is president and board chairman of the general partner.

**COQUINA OIL PROPOSES OFFERING.** Coquina Oil Corporation (the "general partner"), 418 Building of the Southwest, Midland, Tex. 79701, filed a registration statement (File 2-38681) with the SEC on October 28 seeking registration of \$5,000,000 of limited partnership units in the Bengal 71 Fund (the "Partnership"), to be offered for public sale in minimum amounts of \$10,000. No underwriting is involved; participating NASD members will receive a selling commission the amount of which is to be supplied by amendment. The Partnership was organized to engage in oil and gas exploration. Pomeroy Smith is president of the general partner.

**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:  
 Mid-Continent Telephone Corporation, Hudson, Ohio 44236 (File 2-38673) - 65,140 shares  
 Blue Bell, Inc., Greensboro, N. C. 27401 (File 2-38676) - 119,098 shares  
 Automatic Data Processing, Inc., Clifton, N. J. 07015 (File 2-38678) - 105,000 shares

CONTINUED

MISCELLANEOUS

**GENERAL AMERICAN TRANSPORTATION SEEKS ORDER.** The SEC has issued an order under the Trust Indenture Act giving interested persons until November 12, 1970, to request a hearing upon an application of General American Transportation Company for a finding by the Commission that the trusteeship of First National City Bank under General American Equipment Trust Agreements covering Series 48, 52, 55 and 61 certificates, and its trusteeship under a proposed new Equipment Trust Agreement covering General American Equipment Trust, Series 67, which is proposed to be qualified under the Act and pursuant to which \$60 million of certificates are to be issued, is not so likely to involve a material conflict of interest as to necessitate the disqualification of First National from acting as trustee under the existing trust agreements and under the new trust agreement.

**UNLISTED TRADING SOUGHT.** The SEC has issued orders under the Securities Exchange Act (Release 34-9012) giving interested persons until November 10 to request a hearing upon applications of the following exchanges for unlisted trading privileges in the common stocks or specified securities of the named company:

**Boston Stock Exchange:** The Flying Tiger Corporation

**Detroit Stock Exchange:** The Flying Tiger Corporation, R. J. Reynolds Industries, Inc.

**Philadelphia-Baltimore-Washington Stock Exchange:** Career Academy, Inc.; The Flying Tiger Corporation; Masonite Corporation; R. J. Reynolds Industries, Inc.; Talley Industries, Inc. - \$1 Convertible Preferred Stock, Series B (\$1 par); Transcontinental Investing Corporation; United Brands Company - Common Stock, \$1.20 Convertible Preference Stock, Series A, and Warrants Expiring February 1, 1979; United States Fidelity and Guaranty Company.

**Pacific Coast Stock Exchange:** R. J. Reynolds Industries, Inc.

An order has also been issued giving interested persons until November 12 to request a hearing upon an application of the Midwest Stock Exchange for unlisted trading privileges in the common stocks or specified securities of the named companies:

Allegheny Power System, Inc., American General Insurance Co., American Research & Development Corp., American Smelting & Refining Co., Araco Steel Corporation - \$2.10 convertible preferred stock, Armstrong Cork Company, Becton, Dickinson & Co., Belco Petroleum Corp., British Petroleum Co., Ltd. (American Shares) Ordinary Par El, Carolina Power & Light Co., Carter-Wallace, Inc., Champion Spark Plug Co., Chase Manhattan Corp., The Coca-Cola Company, Combustion Engineering, Inc., Crown Cork & Seal Co., Inc., Dome Mines Ltd., Duke Power Co., Englehard Minerals & Chemicals Corp., Fedders Corp., Walt Disney Productions.

In addition, an order has been issued granting a request of the Philadelphia-Baltimore-Washington Stock Exchange for withdrawal of its application for unlisted trading privileges in the common stock of Mobile Home Industries, Inc.

**SECURITIES ACT REGISTRATIONS. Effective October 28:** Allegheny Airlines, Inc., 2-37984 (40 days); Bally Manufacturing Corp., 2-37888; BTA Oil Producers, 2-38319; The Coleman Co., Inc., 2-38253; Develco, Inc., 2-37328 (90 days); Fund C 701 Partnership, 2-36969; Gulf Resources & Chemical Corp., 2-38408 (Dec 7); JP Growth Fund, Inc., 2-36565; Liberty Leasing Co., Inc., 2-36496 (Dec 8); Lighthouse Fund B, Inc., 2-35916; Montana Beef Industries, Inc., 2-37693 (Jan 28); Morlan Pacific Corp., 2-38357; Northern Natural Gas Co., 2-38546; Pacific Gas and Electric Co., 2-38570; The Variable Annuity Life Insurance Co., 2-37615 and 2-37616; Wilson Pharmaceutical & Chemical Corp., 2-37521.

**Withdrawn October 27:** Deerfield Industries, Inc., 2-38477; Frank B. Hall Co. Inc., 2-37749 and 2-37750; Information Processing Systems, Inc., 2-35126; Realty Dimensions Corp., 2-35627; Sentinel Drilling Program--1970 Series B, 2-37636; Wall Street Consultants, Inc., 2-35784.

**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.

---ooo0ooo---