

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. 71-6)

FOR RELEASE January 11, 1971

DECISION IN ADMINISTRATIVE PROCEEDING

HYDROPONICS SUSPENSION PERMANENT. The SEC today announced the issuance of an order under the Securities Act (Release 33-5124) making permanent a prior order temporarily suspending a Regulation A exemption from registration with respect to a proposed offering of common shares at 10c per share by Hydroponics, Inc. (formerly Royal Garden Farms, Inc.) of Hurricane, Utah. The company had filed an answer denying various allegations in the earlier temporary suspension order; but it did not request a hearing and stated that it was willing to have the suspension made permanent for the reason that it intended to file a registration statement.

The temporary suspension order had alleged that the company's Regulation A notification and offering circular were false and misleading by reason of their failure to disclose, among other things, that certain persons to whom the issuer had issued stock as consideration for interest-free loans had the option to convert such loans into shares of stock covered by the proposed offering and that the issuer's financial results and condition had been misrepresented to investors and that the Utah Securities Commission had denied the company's registration application, and by incorrectly characterizing the lenders in terms of their relationship to the issuer, ^{the latter} access to information concerning the issuer, and their investment intent. In addition, it was alleged that the terms and conditions of Regulation A had not been complied with in that, among other things, full disclosure was not made concerning unregistered securities issued by the company within one year prior to the filing of the notification and concerning outstanding options. The order also alleged that the issuer and underwriter had failed to cooperate and had obstructed the making of an investigation in connection with the proposed offering.

HOLDING COMPANY ACT RELEASE

JERSEY CENTRAL P&L SEEKS ORDER. The SEC has issued an order under the Holding Company Act (Release 35-16963) giving interested persons until February 9 to request a hearing upon an application by Jersey Central Power & Light Company, Morristown, N. J., to issue and sell \$35,000,000 of first mortgage bonds, due 2001, at competitive bidding. Net proceeds will be used to pay, in full, the company's short-term bank notes outstanding (expected to approximate \$26,000,000 at the time of sale), which were incurred for construction purposes, and the balance will be used to partially finance its 1971 construction program, estimated at \$160,000,000.

SECURITIES ACT REGISTRATIONS

INTERNATIONAL CHEMICAL SHARES IN REGISTRATION. International Chemical & Nuclear Corporation, 171 South Lake Ave., Pasadena, Calif. 91101, filed a registration statement (File 2-39186) with the SEC on January 7 seeking registration of 500,000 shares of common stock. Of this stock, 144,882 shares may be offered from time to time upon conversion of notes issued to Dow Banking Corporation, a Swiss corporation, by ICN International Finance, N.V., a wholly-owned subsidiary of the company. An additional 336,228 shares were issued pursuant to acquisitions by the company and may be offered for sale from time to time by the holders at prices current at the time of sale (\$47 per share maximum*). The remaining shares being registered may be issued and placed with institutional investors in Europe as a result of possible future acquisitions, or in connection with other future acquisitions.

The company is engaged in the manufacture and sale of pharmaceuticals, the retail merchandising of drugs and other items and the manufacture and sale of radioactive compounds and other products of its Nuclear Group. Milan Panis is board chairman and president. In addition to indebtedness, the company has outstanding 2,509,080 common shares. Of the shares being registered, Harry and Samuel Mann may sell all of 100,000 shares held. The prospectus further indicates that Foremost-McKesson, Inc., owns 218,189 which it has agreed to sell in the first week of March 1971 in an underwritten offering.

SCHLITZ BREWING TO SELL DEBENTURES. The Jos. Schlitz Brewing Company, 235 West Galena St., Milwaukee, Wisc. 53201, filed a registration statement (File 2-39191) with the SEC on January 8 seeking registration of \$50,000,000 of sinking fund debentures, due 1996, to be offered for public sale through underwriters headed by Goldman, Sachs & Co., 55 Broad St., New York 10004. The interest rate, offering price and underwriting terms are to be supplied by amendment. The company is principally engaged in the production and sale of beer. Net proceeds of the sale of its debentures will be added to the general funds of the company. Initially, \$20,000,000 will be applied to reduce domestic bank borrowings incurred principally as a result of capital expenditures and increased working capital requirements, and the balance will be used for similar purposes. In addition to indebtedness, the company has outstanding 9,791,218 common shares. Robert A. Uihlein, Jr. is board chairman and president.

OVER

NIAGARA MOHAWK PROPOSES OFFERING. Niagara Mohawk Power Corporation, 300 Erie Blvd. West, Syracuse, N.Y. 13202, filed a registration statement (File 2-39190) with the SEC on January 7 seeking registration of \$65,000,000 of general mortgage bonds, due 2001, and 2,000,000 shares of common stock, to be offered for public sale at competitive bidding. A public utility, the company will use the net proceeds of this financing to pay outstanding short-term debt (estimated at \$67,000,000 at the time the funds are received) incurred to meet construction costs and to finance in part the company's construction program. Construction expenditures are estimated at \$140,000,000 for 1971.

BURLINGTON INDUSTRIES SHARES IN REGISTRATION. Burlington Industries, Inc., 301 N. Eugene St., Greensboro, N. C. 27402, filed a registration statement (File 2-39192) with the SEC on January 8 seeking registration of 277,500 common shares, which may be issued upon conversions of the 4½% convertible bonds due February 1988, in the maximum principal amount of Swiss Francs 5,500,000 (approximately \$12,900,000) issued or to be issued by Burlington International, Inc., a wholly owned subsidiary. The bonds are convertible after February 1, 1971 into five shares of common stock of Burlington Industries for each Swiss Franc 1,000 face value (a conversion price of about \$46.50 per share). The company is a large diversified textile company and produces all major classes of textile mill products. Charles F. Myers, Jr. is board chairman.

MISCELLANEOUS

RECENT FORM 8-K FILINGS. The companies listed below have filed Form 8-K reports for the month indicated and responding to the item of the Form specified in parentheses. Photocopies thereof may be purchased from the Commission's Public Reference Section (in ordering, please give month and year of report). Invoice will be included with the requested material when mailed. An index of the captions of the several items of the form was included in the January 5 News Digest.

8K Reports for Oct 1970

Barbizon International			
Aug 1969 (11)	2-31231-2	Deltec International Ltd.	
Oct 1969 (11,13)	2-31231-2	(9,13)	1-5897-2
Jan 1970 (2,7,13)	2-31231-2		
April 1970 (2,13)	2-21231-2	Arnav Industries, Inc	
Parker Resources, Inc.		(3,13)	0-3158-2
Dec 1970 (3,12)	0-4180-2	The Entwistle Company	
Radiation Dynamics, Inc.		Nov 1970 (2)	0-4276-2
Oct : Nov 1970		Fife Corporation (11,13)	0-5216-2
(1,2,7,8,12,13)	0-918-2	Twin Americas Agricultural & Industrial	
A-T-O Inc.		Developers, Inc. (7)	0-5224-2
June 1970 (8)	1-5456-2	Convalariums of America, Inc.	
Contemporary Institute Inc		(1,8,10,12,13)	0-3975-2
Oct : Nov 1970 (13)	0-4794-2	E.L.I. Industries, Inc	
Dubow Chemical Corp		(11,12,13)	0-3911-2
(2,3,12)	0-3489-2	Allied Farm Equipment Inc. (12)	0-2033-2
E. L. Paints Corp			
Jan 1970 (7)	0-12-2	Rollins, Inc.	
Lykes-Youngstown Financial Corp		Nov. 1970 (12)	1-4422-2
Sept 1970 (2)	0-4366-2	Alpex Computer Corp	
		(11,12,13)	0-5221-2
	<u>Amtd to 8K Reports</u>	Strategic Industries, Inc	
Beck Industries, Inc		(2,13)	0-4363-2
#1 for Sept 1970 (6)	1-3267-2		
Centronics Data Computer Corp			
#1 for July 1970 (12,13)	2-32982-2		

SECURITIES ACT REGISTRATIONS. Effective January 8: Great Western United Corp., 2-38970; Information International, Inc., 2-35774; Leisure Dynamics, Inc., 2-39025; Williams Brothers Company, 2-38926 (90 days).

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.