

DEC 14 1989

sec news digest

Issue 89-236

December 12, 1989

COMMISSION ANNOUNCEMENTS

REQUEST FOR COMMENTS ON SELF-EVALUATION STUDY

The Commission requests comments on the self-evaluation of its compliance with Section 504 of the Rehabilitation Act of 1973. Comments should refer to File No. S7-30-89 and must be submitted in triplicate to Mr. Jonathan G. Katz, Secretary, Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549 on or before January 5, 1990. (Rel. 34-27510)

SAB ACCOUNTING BULLETIN NO. 87

The staff released Staff Accounting Bulletin No. 87, which expresses the staff's views regarding contingency disclosures on property-casualty insurance reserves for unpaid claim costs. (Rel. SAB 87)

FOR FURTHER INFORMATION CONTACT: James W. Barge at (202)272-2130;
Robert A. Bayless at (202)272-2553;
or Michael L. Hund at (202)272-3233.

PENSION TERMINATIONS STUDY OF SEC ECONOMISTS RELEASED

A study dated December 12 by Commission economists finds that stock prices increase, on average, when companies terminate overfunded pension plans. Firms undergoing reorganization experience relatively larger stock price reactions. The study also examines the relationship between pension terminations and corporate takeovers. Although they document several terminations associated with takeovers, the economists do not find that takeovers are the primary cause of terminations. The study does, however, present some evidence that stock prices decline during the period surrounding the adoption of pension "parachutes," which are implemented to defend against takeovers. (Press Release 89-82)

FRIEND-OF-THE-COURT BRIEF FILED

Daniel L. Goelzer, the General Counsel of the SEC, announced today that the Commission has filed in the U.S. District Court for New Jersey, a friend-of-the-court brief in Elysian Federal Savings Bank v. First Interregional Equity Corporation, et al., a private action alleging undisclosed excessive mark-ups on transactions involving collateralized mortgage obligations (CMOs) and principal-only trust certificates (POs). The Commission's brief addresses the standards for summary judgment in mark-up cases and argues that Commission administrative decisions and interpretive releases and the mark-up policy of the National Association of Securities Dealers provide relevant guidance to enable a district court to determine whether a mark-up is excessive. The Commission's brief further argues that a securities dealer's excessive mark-up always constitutes material information and that even a sophisticated investor is entitled to rely on a dealer's implied representation that the dealer's price for

a security is reasonably related to the prevailing market price of the security. The Commission's brief also argues that the CMOs and the POs at issue in the case are securities under the federal securities laws. (Press Release 89-83)

INVESTMENT COMPANY ACT RELEASES

DAILY MONEY FUND, ET AL.

A notice has been issued giving interested persons until January 10, 1990 to request a hearing on an application filed by Fidelity Management & Research Company (FMR) and the open-end management investment companies advised by FMR (the Funds) for a conditional order that would exempt applicants from the provisions of Sections 12(d)(1), 17(a)(1), 17(a)(3), 17(d), 18(f), and 21(b) of the Investment Company Act and Rule 17d-1 to permit certain joint transactions. The requested relief would permit the Funds to borrow from and lend to each other through a proposed credit facility at interest rates that would be both higher for the lender and lower for the borrower than would otherwise be available. (Rel. IC-17257 - Dec. 8)

LISTING, DELISTING AND UNLISTED TRADING ACTIONS

UNLISTED TRADING GRANTED

Orders have been issued granting the applications of the following exchanges for unlisted trading privileges in the common stock of the specified number of issues: Pacific Stock Exchange - 20 issues (Rel. 34-27511); Philadelphia Stock Exchange - 5 issues (Rel. 27512); and Midwest Stock Exchange - 11 issues (Rel. 34-27513).

DELISTING SOUGHT

A notice has been issued giving interested persons until December 29 to comment on the application of Puget Sound Power & Light Company to withdraw its 9.36% Preferred Stock (\$25 par) from listing and registration on the American Stock Exchange. (Rel. 34-27516)

SELF-REGULATORY ORGANIZATIONS

NOTICE OF PROPOSED RULE CHANGE

Proposed rule changes have been filed under Rule 19b-4 by: the National Association of Securities Dealers (SR-NASD-89-45) to amend the NASD Code of Procedure by adding an expedited disciplinary procedure, which could be used against an NASD member or an associated person if the member or person had engaged in and there was a reasonable likelihood that the member or person would again engage in securities law violations (Rel. 34-27502); and the Philadelphia Stock Exchange (SR-PHLX-89-54) to narrow the maximum bid-ask differential on low-priced equity options (Rel. 34-27507). Publication of the proposals is expected to appear in the Federal Register during the week of December 11.

AMENDMENT TO PROPOSED RULE CHANGE

An amendment was filed by the National Association of Securities Dealers (SR-NASD-89-36) supplementing a proposed rule change that would change Schedule C of the NASD By-Laws to add an additional category of registration, Introducing Broker/Dealer Financial and Operations Principal. (Rel. 34-27509)

SECURITIES ACT REGISTRATIONS

The following registration statements have been filed with the SEC under the Securities Act of 1933. The reported information appears as follows: Form, Name, Address and Phone Number (if available) of the issuer of the security; Title and the number and/or face amount of the securities being offered; Name of the managing underwriter or depositor (if applicable); File number and date filed; Assigned Branch; and a designation if the statement is a New Issue.

- S-6 SHEARSON LEHMAN HUTTON UNIT TRUSTS FIRST CMD TRUST,
TWO WORLD TRADE CNTR - 10RTH FLR, C/O SHEARSON LEHMAN HUTTON INC, NEW YORK, NY 10048 -
INDEFINITE SHARES. DEPOSITOR: SHEARSON LEHMAN HUTTON INC. (FILE 33-32353 - NOV. 29)
(BR. 18 - NEW ISSUE)
- S-1 PRUDENTIAL BACHE CAPITAL RETURN FUTURES FUND 3 L P, 100 GOLD STREET 7TH FLOOR,
NEW YORK, NY 10292 (212) 776-7234 - 1,000,000 (\$100,000,000)
LIMITED PARTNERSHIP CERTIFICATE. (FILE 33-32355 - NOV. 30) (BR. 12 - NEW ISSUE)
- F-6 KYOCERA CORP, 5-22 KITAINOUE CHO HIGASHINO, C/O MR KANJA STOCK DEPARTMENT,
YAMASHINA KU KYOTO JAPAN, MO 00000 (075) 592-3851 - 3,500,000 (\$105,000)
DEPOSITARY RECEIPTS FOR COMMON STOCK. (FILE 33-32358 - NOV. 30) (BR. 99)
- S-3 LAC MINERALS LTD, ROYAL BANK PLZ - 21ST FL - N TOWER, P O BOX 156,
TORONTO ONTARIO CANADA M5J 2J4, A1 (416) 865-0722 - 21,000,000 (\$251,790,000)
FOREIGN COMMON STOCK. 10,500,000 (\$128,205,000) FOREIGN COMMON STOCK. (FILE 33-32362
- NOV. 30) (BR. 2)
- S-1 IDS PHOENIX INCOME PARTNERS LP, 2401 KERNER BLVD, SAN RAFAEL, CA 94901
(415) 485-4500 - 220,000 (\$55,000,000) LIMITED PARTNERSHIP CERTIFICATE. (FILE
33-32365 - NOV. 30) (BR. 10 - NEW ISSUE)
- S-8 PRECISION CASTPARTS CORP, 4600 SE HARNEY DR, PORTLAND, OR 97206 (503) 777-3881 -
700,000 (\$21,175,000) COMMON STOCK. (FILE 33-32367 - NOV. 30) (BR. 6)
- S-4 DURAND BANCORP INC, 115 CENTER STREET, DURAND, IL 61024 (815) 248-2101 - 28,000
(\$2,555,000) COMMON STOCK. (FILE 33-32368 - NOV. 30) (BR. 1 - NEW ISSUE)
- S-2 BONNEVILLE PACIFIC CORP, 257 EAST 200 SOUTH STE 800, SALT LAKE CITY, UT 84111
(801) 363-2520 - 750,879 (\$844,739) WARRANTS, OPTIONS OR RIGHTS. 750,879 (\$5,913,172)
COMMON STOCK. (FILE 33-32369 - NOV. 30) (BR. 7)
- S-8 MESA MEDICAL INC, 3904 YOUNGFIELD ST, WHEAT RIDGE, CO 80033 (303) 628-3300 -
300,000 (\$166,516) COMMON STOCK. (FILE 33-32370 - NOV. 30) (BR. 8)
- S-1 ATLANTIC EXPRESS INC, 52 BAYVIEW AVE, STATEN ISLAND, NY 10309 (718) 984-4666 -
53,906 (\$123,984) COMMON STOCK. (FILE 33-32371 - NOV. 30) (BR. 4)
- S-6 NUVEEN TAX EXEMPT UNIT TRUST SERIES 533, 333 W WACKER DR, C/O JOHN NUVEEN & CO INC,
CHICAGO, IL 60606 - INDEFINITE SHARES. (FILE 33-32417 - DEC. 04) (BR. 22 - NEW ISSUE)
- S-6 NUVEEN TAX EXEMPT UNIT TRUST SERIES 534, 333 W WACKER DR, C/O JOHN NUVEEN & CO INC,
CHICAGO, IL 60606 - INDEFINITE SHARES. (FILE 33-32418 - DEC. 04) (BR. 22 - NEW ISSUE)
- S-3 TRANSAMERICA CORP, 600 MONTGOMERY ST, SAN FRANCISCO, CA 94111 (415) 983-4000 -
500,000,000 (\$500,000,000) STRAIGHT BONDS. (FILE 33-32419 - DEC. 04) (BR. 13)

ACQUISITION OF SECURITIES

Companies and individuals must report to the Commission within ten days on Schedule 13D if after the acquisition of equity securities of a public company their beneficial interest therein exceeds five percent. Persons eligible to use the short form (Schedule 13G) may in lieu of filing a Schedule 13D file a Schedule 13G within 45 days after the end of the calendar year in which the person became subject to Section 13(d)(1). Companies and individuals making a tender offer must have on file at the time the tender offer commences a Schedule 14D-1.

Below is a list of recent filings of Schedules 13D and 14D, which includes the following information: Column 1 - the company purchased (top), and the name of the purchaser; Column 2 - the type of security purchased; Column 3 - the type of form filed; Column 4 - the date the transaction occurred; Column 5 - the current number of shares (in 000's) owned (top) and the current percent owned; Column 6 - the CUSIP number (top) and the prior percent owned; and Column 7 - the status of the filing, i.e., new, update or revision.

SOMERSET BANKSHARES INC SNYDER, VON SELDENCK ET AL	COM	13D	12/ 4/89	429 9.3	83461710 8.8	UPDATE
SOMORA GOLD CORP ABM GOLD CORP ET AL	COM	13D	11/17/89	8,486 41.9	83565310 26.1	UPDATE
SOMORA GOLD CORP NORTHGATE EXPL	COM	13D	11/17/89	8,486 41.9	83565310 42.0	UPDATE
SPARTECH CORP BRITISH VITA PLC	COM NEW	13D	12/ 1/89	1,885 55.8	84722020 16.3	UPDATE
STONERIDGE RES INC PARSON PARTNERSHIP	COM	13D	11/30/89	629 6.2	86183910 2.7	UPDATE
TECH OPS LANDAUER GAMCO INVESTORS INC ET AL	COM	13D	12/ 4/89	380 9.0	87829110 10.0	UPDATE
TELVUE CORP LENFEST H F	COM	13D	11/ 2/89	12,897 54.6	87999710 0.0	NEW
3COM CORP HEWLETT PACKARD CO	COM	13D	8/11/89	1,450 5.1	88553510 0.0	NEW
TRANSNATIONAL IND INC FIRST AEROSPACE	SER B CONV PFD	13D	11/22/89	0 18.7	89377898 0.0	NEW
TRANSNATIONAL INDS FIRST AEROSPACE	SER A CONV PFD	13D	11/22/89	933 99.9	89377899 1.0	UPDATE
TRIAD SYS CORP GAMCO INVESTORS INC ET AL	COM PAR \$0.001	13D	12/ 5/89	737 8.6	89581820 6.6	UPDATE
TRUDY CORP BUPNHAM ALICE B	COM	13D	11/29/89	60,000 18.8	89783510 0.0	NEW
WEISFIELDS INC RATNERS GROUP INC ET AL	COM	14D-1	12/ 6/89	1,056 97.7	94901710 0.0	UPDATE