

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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SUN OIL FILES EMPLOYEE STOCK PLAN AND FOR SECONDARY

Sun Oil Company, 1608 Walnut St., Philadelphia, filed a registration statement (File 2-15020) with the SEC on April 22, 1959, seeking registration of 15,000 memberships in the Stock Purchase Plan for Employees of Sun Oil Company and its subsidiaries, together with 200,000 shares of its common stock which may be purchased under said plan.

The registration statement also covers an additional 248,998 outstanding shares of Sun Oil common, representing the maximum number of shares which may be offered for possible public sale by certain selling stockholders during the 12 months beginning July 1, 1959. The prospectus lists 21 selling stockholders. Holders of the largest blocks among the selling stockholders are J. Howard Pew and members of his family, 831,125 shares; Joseph N. Pew, Jr., and members of his family, 818,646; Mary Ethel Pew, 440,257; and Walter C. Pew and members of his family, 336,771. According to the registration statement, they may sell shares in the amounts of 20,000, 80,000, 20,000 and 50,000 shares, respectively.

ASSOCIATED TESTING LAB. PROPOSES OFFERING

Associated Testing Laboratories, Inc., Caldwell, N. J., filed a registration statement (File 2-15021) with the SEC on April 22, 1959, seeking registration of 183,332 shares of common stock. The company proposes to make a public offering of 166,666 common shares at \$3 per share. The offering is to be made on a best efforts basis by George, O'Neill & Co., Inc., for which it will receive a selling commission of 30¢ per share plus an expense allowance of \$30,000. For each ten shares sold to the public, the underwriter also will receive one warrant to purchase a share of common stock at \$3 per share during the next three years.

The company is primarily engaged in the business of environmental testing of components for industry and by sub-contract with the Government. It also manufactures environmental test equipment for use in its own operations and for sale to others.

It is said to be presently experimenting with new types of shock machines to simulate shock pulses as recorded in missile take-off and the separation of missile stages. Of the net proceeds of this financing, the company proposes to use \$40,000 to move to new plant facilities; \$105,000 for the purchase and construction of research and development test equipment; \$184,644 for additional working capital; \$30,000 for additional advertising and sales promotion work; \$40,000 to set up an environmental testing laboratory in the Boston area; and \$5,800 to retire loans payable to officers.

The company has outstanding 200,000 common shares, of which William Tonkowich, president, of Nutley, N. J., and Bernard Novack, vice president, of Verona, N. J., own 99,500 shares each.

BERRY & CO. HEARING POSTPONED

At the request of Berry & Company, Plainfield, N. J., the SEC has authorized a postponement from April 27 to May 11, 1959, of the hearing under the Securities Exchange Act of 1934 to determine whether Berry & Company, its president, and certain salesmen defrauded investors in the offer and sale of Great Western Oil & Gas Company stock, and, if so, whether its broker-dealer registration should be revoked and/or whether it should be suspended or expelled from NASD membership. (For details, see Release 34-5933).

OVER

For further details, call ST. 3-7600, ext. 5526

ALABAMA POWER BOND OFFERING CLEARED

The SEC has issued an order under the Holding Company Act (Release 35-13989) authorizing Alabama Power Company to offer for sale at competitive bidding \$20,000,000 of First Mortgage Bonds due 1989. Proceeds are to be applied to its construction program.

AMERICAN NATURAL GAS INTERCOMPANY TRANSACTIONS APPROVED

The SEC has issued an order under the Holding Company Act (Release 35-13990) authorizing American Natural Gas Company to purchase additional shares of the common stock of subsidiaries, as follows: Michigan Consolidated Gas Company, 360,000 shares for \$5,040,000; Milwaukee Gas Light Company, 250,000 shares for \$3,000,000; and Michigan Wisconsin Pipe Line Company, 20,000 shares for \$2,000,000. Immediately prior to or concurrently with such purchases, the subsidiaries will pay to the parent special cash dividends in the respective amounts of the purchases. Thus, \$10,040,000 of the earned surplus of the subsidiaries will be converted into permanent capital represented by common stock.

EAST OHIO GAS PROPERTY ACQUISITION APPROVED

The SEC has issued an order under the Holding Company Act (Release 35-13991) authorizing East Ohio Gas Company, Cleveland, subsidiary of Consolidated Natural Gas Company, to acquire the natural gas distribution properties owned by the City of Painesville, Ohio, located within the City corporate limits. The base purchase price is to be \$747,273, subject to adjustments.

CANADIAN RESTRICTED LIST
Twenty-Third Supplement

The Securities and Exchange Commission today announced the addition of the following companies to its Canadian Restricted List:

Cartier Quebec Explorations Limited
Consolidated Woodgreen Mines Limited
Golden Algoma Mines Limited
Kelly-Desmond Mining Corporation Limited
Kimberly Copper Mines Limited
New West Amulet Limited

At the same time, the Commission removed from the list Calumet Uranium Mines Limited. The net addition of five to the list brings the total of Canadian stocks on the list to 217.

The Canadian Restricted List is composed of the names of Canadian companies whose securities the Commission has reason to believe, upon the basis of information developed in its investigations and otherwise, have been or are being distributed in the United States in violation of the registration requirements of the Securities Act of 1933. Evasion of such requirement, which is applicable to securities of foreign as well as domestic companies, deprives United States investors of the financial and other information about the issuing companies and their securities which registration would provide and which is essential to an evaluation of the securities.

Calumet Uranium was added to the list in April 1956. It appears that its stock has not been offered for sale in the United States during the past year; and the company has complied with established procedures for the removal of its name from the list, including an undertaking to comply with the Securities Act registration requirement in the event of any future stock offering in this country.

SEC ORDER CITES STRATFORD SECURITIES

The Securities and Exchange Commission has ordered administrative proceedings under the Securities Exchange Act of 1934 to determine whether Stratford Securities Co., Inc., 135 Broadway New York City, together with three of its officers, defrauded investors in the offer and sale of stock of General Oil & Industries Co., Inc., and, if so, whether its registration as a broker-dealer should be revoked.

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Stratford Securities has been registered with the Commission as a broker-dealer since December 1956. Samuel P. Lewis, Pauline Edith Lewis and Joseph Schwartz are listed as officers and directors. The company and the three individuals were preliminarily enjoined by court order on December 30, 1958, in an action filed by the Commission, from further offering and sale of General stock in violation of the registration requirements of the Securities Act of 1933.

According to the Commission's order authorizing the administrative proceedings, information developed in an investigation conducted by its staff, if true, tends to show that, in the offer and sale of General stock during the period July 15 to November 5, 1958, Stratford Securities and the three officers, violated the said registration requirements of the Securities Act and "engaged in transactions, practices, and a course of business which would and did operate as a fraud and deceit upon the purchasers" of the stock, in that they made false and misleading representations of material fact concerning General and its stock. The asserted misrepresentations related to the management of General, its earnings and the future price of its stock, listing of the stock on an exchange, merger of General with a prominent oil company, ownership by General of oil and gas wells with a current substantial production, and production of oil and gas from properties owned by General.

A hearing will be held, at a time and place later to be announced, to take evidence with respect to the foregoing matters for the purpose of determining whether the allegations of fraud and other law violations are true and, if so, whether it is in the public interest to revoke Stratford Securities' registration.

THREE LOSE REGISTRATIONS FOR FAILURE TO FILE REPORTS

The SEC today announced the issuance of decisions (Release Nos. 34-5939, 34-5940 and 34-5941) revoking the broker-dealer registrations of the following for failure to file the required report of financial condition for the year 1957:

George D. Clarke, Ltd., 400 East 52nd St., New York

Walter O'Donnell, 71 Maple St., Hornell, New York

James A. Heaney, Jr., 189 Montague St., Brooklyn, New York

Notice of the administrative proceedings and of an opportunity to request a hearing thereon was served upon each of the respondents; but none requested a hearing. The Commission ruled that there had been a willful failure to comply with the reporting requirement and that it was in the public interest to revoke the broker-dealer registration of each respondent.

BELL RECEIVES FIVE-YEAR PROBATION

Gailon A. Bell was sentenced on March 23, 1959, in the U. S. District Court in Los Angeles to five years probation after being found guilty by Federal court jury of fraudulent sale of Nu-Form Batteries, Inc., stock, plus restitution to investors named in the indictment.

LYTLE CORP. PROPOSES OFFERING

Lytle Corporation, 188 West Randolph St., Chicago, filed a registration statement (File 2-14990) with the SEC on April 16, 1959, seeking registration of 100,000 shares of its Common Stock, to be offered for public sale at \$14 per share through an underwriting group headed by Joseph Walker & Sons and Clark, Landstreet & Kirkpatrick, Inc. The underwriting commission is to be \$1.35 per share.

The registration statement includes all of the 160,000 outstanding shares of stock so that the holders thereof may be free, at some future time, to distribute said 160,000 shares. Management officials are said to own 88,056 shares, or 55%, of which Chester W. Lytle, of Albuquerque, company president, owns 36,480 shares.

Lytle Corp. is a scientific and engineering corporation organized in 1950 by Lytle. Net proceeds from its sale of the 100,000 shares will be applied to the retirement of bank loans (incurred for working capital) in the amount of \$514,000. Some \$142,000 will be applied to the purchase of new equipment and the making of leasehold improvements and other changes to increase the capacity and efficiency of operation, scheduled for completion in 1959. The balance of the proceeds, aggregating \$574,000, will be added to working capital.

ENGEL-ROBERTS-KASHA FILE FOR OFFERING

Lehman Engel, John Roberts, and Lawrence Kasha, 350 East 54th St., New York, filed a registration statement (File 2-15022) with the SEC on April 22, 1959, seeking registration of \$350,000 of Limited Partnership Interests relating to the musical play presently entitled "Spirit of the Chase" and relating to SPIRIT COMPANY, a New York Limited Partnership to be formed. The interests are to be sold in units of \$7,000, without underwriting.

The partnership was formed for the purpose of developing, organizing, producing and presenting a theatrical production entitled "Spirit of the Chase," based on a novel by that name written by Robert Bright. The three named producers have engaged Ronald Alexander to write the script and Jerry Herman to compose the music and lyrics for the Musical. The producers estimate the cost of opening the production at \$350,000; the partnership will manage and produce the Musical.

ADRS FOR BLYVOORUITZICHT GOLD MINING FILED

Guaranty Trust Company of New York filed a registration statement (File 2-15023) with the SEC on April 22, 1959, seeking registration of American Depositary Receipts for 80,000 Ordinary Registered Shares of Blyvooruitzicht Gold Mining Company, Limited, of the Union of South Africa.

CENTRAL ILLINOIS LIGHT PROPOSES DEBENTURE OFFERING

Central Illinois Light Company, 300 Liberty St., Peoria, today filed a registration statement (File 2-15024) with the SEC seeking registration of \$10,038,700 of Convertible Debentures due 1974. The company proposes to offer the debentures for subscription by common stockholders of record May 12, 1959, at the rate of \$100 of debentures for each 22 shares then held. The offering is to be made at 100% of principal amount. Eastman Dillon, Union Securities & Co. will head the underwriting group. The interest rate and underwriting terms are to be supplied by amendment.

The company proposes to use the proceeds from the sale of the debentures to provide in part for the cost of its construction program, including the repayment of short-term bank loans incurred for such purpose (amounting to \$500,000 at March 31, 1959). Construction expenditures for 1959 and 1960 are estimated at \$40,400,000 (\$23,700,000 for 1959 and \$16,700,000 in 1960).

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