

# 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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Washington 25, D.C.

FOR RELEASE October 23, 1959

## UNLISTED TRADING IN ELEVEN STOCKS GRANTED

The SEC has issued orders under the Securities Exchange Act of 1934 granting applications of the Cincinnati Stock Exchange for unlisted trading privileges in the common stocks of the following:

Allis-Chalmers Mfg. Company	Burroughs Corporation	National Gypsum Company
Aluminum Limited	Detroit Steel Corporation	North American Aviation, Inc.
American Motors Corporation	Freuhauf Trailer Company	Studebaker-Packard Corporation
Brunswick-Balke-Collender Co.	Jones & Laughlin Steel Corp.	(Common Stock "When Issued")

Each of the stock issues is listed and registered on the New York Stock Exchange; and certain of the issues are listed and registered on one or more other Exchanges.

## HARMAN-KARDON FILES FINANCING PROPOSAL

Harman-Kardon, Inc., Westbury, N. Y., filed a registration statement (File 2-15758) with the SEC on October 22, 1959, seeking registration of \$600,000 of 6½% Subordinated Convertible Debentures, due December 1969, and 80,000 shares of common stock. The debentures are to be offered for public sale by the issuing company. The common shares, now outstanding, are to be offered for sale by the company's president. The registration statement also includes 20,000 common shares being registered under a restricted stock option plan, 4,000 shares reserved for key employees pursuant to stock options and 92,400 shares reserved for possible conversion of the debentures. Milton D. Blauner & Co., Inc., is listed as the principal underwriter.

The company is engaged in the design, development, manufacture and sale of high fidelity amplifiers and related equipment. It has outstanding 455,000 common shares and \$200,000 of bank loans. Of the net proceeds of the debenture sale, the bank loans will be paid off; about \$125,000 will be expended in equipping a proposed new plant and for expenses involved in moving; \$90,000 will be used for expanding and promoting the "Citation kit line;" and an additional \$125,000 will be used in the engineering, tooling and promotion of a public address product line and other products. The balance will be used for working capital.

Of the outstanding stock, Sidney Harman, president, owns 235,500 (51.75%), of which he proposes to sell 80,000 shares.

## PIEDMONT NATURAL GAS PROPOSES PREFERRED STOCK OFFERING

Piedmont Natural Gas Company, Inc., 523 South Tryon St., Charlotte, N. Car., filed a registration statement (File 2-15759) with the SEC on October 22, 1959, seeking registration of 36,237 shares of Convertible Series, Cumulative Preferred Stock. The stock is to be offered for subscription by holders of common stock at the rate of one preferred share for each 35 common shares held on November 20, 1959. The dividend rate, subscription price and underwriting terms are to be supplied by amendment. White, Weld & Co., Inc., is listed as the principal underwriter.

The company is engaged in the distribution of natural gas in the Piedmont area of North and South Carolina. It has outstanding 1,268,322 common shares and 24,000 shares of \$5.50 Series (\$100 stated value) preferred, in addition to certain debt securities. To raise funds for its construction program the company has arranged short-term bank borrowings in the maximum amount of \$9,000,000 until November 30, 1960; and \$8,000,000 of loans were outstanding at September 30, 1959. The company will apply the net proceeds of the new preferred stock financing and the net proceeds of any future funded debt or

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equity financing to reduce the outstanding notes. The company expects to obtain additional funds to repay the balance of bank borrowings from the sale of bonds in the future. Construction expenditures for 1959 and 1960 are estimated at \$13,500,000, of which \$8,500,000 will be expended in 1959.

#### MINNEAPOLIS-HONEYWELL FILES STOCK OPTION PLAN

Minneapolis-Honeywell Regulator Company, 2747 Fourth Avenue South, Minneapolis, Minnesota, filed a registration statement (File 2-15755) with the SEC on October 22, 1959, seeking registration of 165,650 shares of common stock, which have been or may be issued upon exercise of options under the company's Restricted Stock Option plans.

#### FALL RIVER ELECTRIC FILES FOR STOCK OFFERING

Fall River Electric Light Company, 85 North Main Street, Fall River, Mass., filed a registration statement (File 2-15756) with the SEC on October 22, 1959, seeking registration of 30,000 shares of preferred stock (\$100 par) to be offered for public sale at competitive bidding. Proceeds from the sale of the stock are to be applied to the prepayment of short-term bank loans in the amount of \$2,800,000, and the balance will be used for construction purposes. The bank loans were used to purchase \$680,000 par value common stock and \$899,300 principal amount of 5% debentures of Montaup Electric Company and for property additions and improvements.

#### DASHEW BUSINESS FILES FOR OFFERING

Dashew Business Machines, Inc., 5886 Smiley Drive, Culver City, Calif., filed a registration statement (File 2-15757) with the SEC on October 22, 1959, seeking registration of 150,000 shares of common stock, to be offered to the public through underwriters headed by Shearson, Hammill & Co. The public offering price and underwriting terms are to be supplied by amendment.

The company is engaged in manufacturing, distributing and developing business machines. Proceeds from the issue are to be used to purchase equipment for the production of new products (approximately \$225,000), to finance the establishment of new company branches and service bureaus (approximately \$400,000) and to finance the rental of the company's machines to customers (approximately \$500,000). The balance of the proceeds will be applied to working capital.

Of the presently outstanding 1,000,615 common shares, 766,761 shares (66.6%) are owned by Stanley A. Dashew, president, and 872,157 shares (75.8%) by all officers and directors as a group.

#### GULTON INDUSTRIES PROPOSES COMMON STOCK OFFERING

Gulton Industries, Inc., 212 Durham Ave., Metuchen, N. J., filed a registration statement (File 2-15760) with the SEC on October 22, 1959, seeking registration of 60,000 shares of common stock, to be offered for public sale through Lehman Brothers and G. H. Walker & Co. The public offering price and underwriting terms are to be supplied by amendment.

The company and its subsidiaries are engaged in the research, development and manufacture of electronic, electro-mechanical and electro-acoustic components, instruments and equipment which are sold to the military and to commercial manufacturers. It now has outstanding 862,142 shares of common stock in addition to certain indebtedness. Net proceeds of the sale of additional stock will be added to the working funds of the company and used for its general purposes, including the repayment of \$300,000 of bank loans incurred to finance additional inventory and receivables, a program to cost about \$300,000 to construct and equip new plant facilities at Metuchen for its Battery Division, which will move from space now under lease at Lodi, N. J.; and the financing of additional inventory and receivables.

Of the outstanding stock, Leslie K. Gulton, president and board chairman, owns 371,097 shares, 13,064 shares are owned by his wife as trustee of a trust for the benefit of their daughter, and 64,749 shares are owned by his wife and daughter. Glen N. Howatt, vice president, owns 174,281 shares.

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## LIBBEY-OWENS-FORD FILES OPTION PLAN

Libbey-Owens-Ford Glass Company, 608 Madison Ave., Toledo, filed a registration statement (File 2-15761) with the SEC on October 22, 1959, seeking registration of 43,210 shares of common stock, reserved for sale to employees holding Series O Options granted pursuant to the company's Employee Stock Option Plan. The option price is \$72 per share.

## STAUFFER CHEMICAL OPTION SHARES IN REGISTRATION

Stauffer Chemical Company, 380 Madison Ave., New York, filed a registration statement (File 2-15762) with the SEC on October 22, 1959, seeking registration of 25,412 shares of its common stock. The company has called a special meeting of its stockholders for October 27, 1959, for the purpose of considering and voting upon a proposal for the merger of Victor Chemical Works into Stauffer.

Stauffer has 7,247,452 common shares outstanding. Victor has outstanding 72,248 shares of 3½% Cumulative Preferred Stock, \$100 par, of which 57,184 shares are outstanding in the hands of the public (2,240 of which are owned by Stauffer) and 15,064 shares are held in Victor's treasury. Victor also has outstanding 1,697,101 common shares in the hands of the public, of which 3,680 shares are owned by Stauffer.

Under the merger proposal, each share of Victor common (exclusive of shares owned by Stauffer) will be converted into 1 share of common stock of Stauffer; each share of outstanding Victor preferred (exclusive of shares held in Victor's treasury or owned by Stauffer) will be converted into 1 share of newly authorized 3½% Cumulative Preferred Stock (\$100 par) of Stauffer; and each share of common stock of Victor owned by Stauffer and each share of outstanding Victor preferred held in the treasury of Victor or owned by Stauffer will be cancelled.

None of the Stauffer shares to be issued under the merger in exchange for Victor shares are being registered. However, under the merger proposal, a total of 25,412 shares of Stauffer common are reserved for issuance upon exercise of options outstanding under Victor's Stock Option Plan; and these shares of Stauffer common are being registered at this time.

## STOP ORDER HEARING AGAIN POSTPONED

At the request of counsel for Oil, Gas & Minerals, Inc., and American Investors Syndicate, Inc., the hearing in stop order proceedings under the Securities Act of 1933 pending in respect of registration statements filed by said companies has been further postponed from October 23 to November 23, 1959.

## TWO BROKER-DEALER HEARINGS POSTPONED

Because of conflicting assignments of the respective Hearing Examiners designated to preside, the hearing in proceedings under the Securities Exchange Act of 1934 involving Morris J. Reiter, doing business as M. J. Reiter Co., New York, has been postponed from October 27 to November 5, 1959, in the Commission's New York Regional Office, and involving Special Markets, Inc., New York, from October 26 to November 10, 1959, in the same office.

## AMERICAN TELEPHONE AND TELEGRAPH FILES FOR DEBENTURE OFFERING

American Telephone and Telegraph Company, 195 Broadway, New York, filed a registration statement (File 2-15763) with the SEC today seeking to register \$250,000,000 of 27-year debentures, due November 1, 1986, to be offered for public sale at competitive bidding.

The proceeds from the sale are to be used for advances to and the purchase of stock to be offered for subscription by subsidiary and associated companies; for extensions, additions, and improvements to its own telephone plant; and for general corporate purposes. According to the prospectus, the company and its subsidiaries have been making large construction expenditures in order to meet the demand for communication services.