

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 Publications Unit, cite number)

(Issue No. 65-7-7)

FOR RELEASE July 12, 1965

LILE & CO. REVOKED. The SEC today announced a decision under the Securities Exchange Act (Release 34-7644) revoking the broker-dealer registration of Lile & Co., Inc., of Pasadena, Calif., for violations of the SEC net capital and record-keeping rules, and misrepresentations concerning the firm's operations and prospects made to a customer who loaned funds to the firm when it was in a precarious financial condition. Cooper Paul Matthews, president and manager, was found to be a cause of the revocation.

FRIEDLANDER SENTENCED. The SEC Washington Regional Office announced July 7 (LR-3267) that Philip P. Friedlander, a former vice-president of Macinar, Inc., received a 3-year suspended sentence (USDC, DC), following a guilty plea to violating the Securities Act anti-fraud provisions in the sale of Macinar securities. Howard F. Hansell, Jr., who also had pleaded guilty to violating the anti-fraud provisions of the Securities Exchange Act in the sale of Macinar securities, was fined \$1,000 and received a prison sentence of from 8 to 24 months. The execution of the imprisonment was suspended and Hansell was placed on 3 years' probation, on the condition that he refrain from engaging in further securities transactions.

JOHN J. ROWAN CO. ENJOINED. The SEC New York Regional Office announced July 6 (LR-3268) the filing of a complaint (USDC, SDNY) seeking to enjoin John J. Rowan Co., Inc., formerly a broker-dealer in New York, and its president, John J. Rowan, from further violations of the registration and anti-fraud provisions of the Federal securities laws and requesting the appointment of a receiver of their assets. On July 2, 1965, an order was entered preliminarily enjoining the firm from such violations and appointing a receiver of the assets of Rowan and the company.

AMK CORP. PROPOSES RIGHTS OFFERING. AMK Corporation, 122 E. 42nd St., New York 10017, filed a registration statement (File 2-23817) with the SEC on July 9 seeking registration of 203,773 shares of common stock, to be offered for subscription by stockholders at the rate of one new share for each five shares held. The subscription price (\$12 per share maximum*) and record date are to be supplied by amendment.

The company's business includes the manufacture and sale of railroad-car brake beams, wire-type retaining rings, and other equipment for the railroad and automobile industries, as well as paper hot-drink cups and other paper products. It also owns approximately 50.2% of the outstanding stock of NRM Corporation, whose business includes manufacturing and selling machinery for the building and curing of pneumatic tires. Net proceeds from its sale of additional stock will be added to general funds. According to the prospectus, the company may sell from time to time portions of its assets, although at present it has no such agreements or understandings. If such sales are made, the proceeds therefrom (together with funds from its stock sale) will be invested, to the extent not needed for working capital purposes, in Government securities until such time as the acquisition of other assets can be made. In addition to indebtedness, the company has outstanding 1,018,861 common shares (including the 3% stock dividend paid June 30, 1965). Management officials own 11% of the outstanding stock. E. M. Black is president and board chairman.

MCCRORY CORP. FILES STOCK PLAN. McCrory Corporation, 711 Fifth Ave., New York 10022, filed a registration statement (File 2-23818) with the SEC on July 9 seeking registration of 750,000 shares of common stock, to be offered pursuant to its 1964 Qualified Stock Option Plan.

DIEBOLD FILES FOR OFFERING. Diebold, Incorporated, 818 Mulberry Rd. S. E., Canton, Ohio 44702, filed a registration statement (File 2-23819) with the SEC on July 9 seeking registration of 150,000 shares of common stock, to be offered for public sale through underwriters headed by Goldman, Sachs & Co., 20 Broad St., New York 10005. The public offering price (\$30.625 per share maximum*) and underwriting terms are to be supplied by amendment.

The company is principally engaged in the manufacture and sale of office equipment, security equipment and systems used by banks, and pneumatic airtube systems, as well as the servicing of such equipment. Net proceeds from its stock sale (together with funds from a proposed \$6,000,000 loan) will be applied to the reduction of some \$13,000,000 of short-term bank loans and used to prepay a \$860,000 note, due 1974. Of such bank loans, approximately \$10,000,000 was incurred in connection with the company's purchase in July, 1965, of approximately 90% of the outstanding common stock of Lamson Corporation for \$7,800,000. In addition to indebtedness, the company has outstanding 2,374,220 common shares, of which management officials own 14.2%. Daniel Maggin is board chairman and Raymond Koontz is president.

STC INVESTMENT SEEKS ORDER. STC Investment Corporation, E. Gate Blvd., Garden City, L. I., N. Y., has applied to the SEC for an order under the Investment Company Act declaring that it has ceased to be an investment company; and the Commission has issued an order (Release IC-4299) giving interested persons until July 30 to request a hearing thereon. According to the application, STC filed a notification of registration under the act in 1963 and also filed a proposal with the Small Business Administration to become incorporated as a small business investment company. The application states that such proposal was withdrawn in December of 1963 and that the company was never incorporated and has no plans to incorporate.

OVER

SOUTHERN CALIF. EDISON PROPOSES DEBENTURE OFFERING. Southern California Edison Company, 601 W. Fifth St., Los Angeles, Calif., today filed a registration statement (File 2-23823) with the SEC seeking registration of \$75,000,000 of convertible debentures, due 1980, to be offered for public sale at competitive bidding. The company, which is a public utility operating in California and Nevada, will use the net proceeds from its debenture sale to repay short-term bank loans of approximately \$15,000,000 and to retire \$37,884,000 principal amount of first and refunding mortgage bonds, due 1965. The balance of the proceeds will become treasury funds. The bank loans were incurred in connection with the company's continuing construction program, estimated to cost \$501,808,000 for the years 1965-66.

IDAMONT OIL & MINING TRADING BAN CONTINUED. The SEC has issued an order suspending trading in securities of Idamont Oil & Mining Company for a further ten-day period, July 13-22, 1965, inclusive.

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 (please give News Digest's "Issue No." in ordering). Invoice will be included with the requested material when mailed. An index of the caption of the several items of the form was included in the July 7 News Digest.

C. Brewer & Company, Ltd June 1965 (3)	1-4519-2	Appalachian Power Co April 1965 (11)	1-3457-2
Baush & Lomb Inc (11,13)	1-4105-2	Indiana & Michigan Electric Co April 1965 (11)	1-3570-2
Associated Dry Goods Corp 1965 (4,11,13)	1-599-2	Philadelphia Aquarium, Inc May 1965 (2,3,6,13)	0-1458-2
Vornado, Inc June 1965 (11)	1-4241-2	Stratbridge Apartments Associates June 1965 (11)	2-20484-2
Chief Consolidated Mining Co June 1965 (13)	1-1761-2	Teleprompter Corp May 1965 (4,11,13)	1-4138-2
Napco Industries, Inc (11)	1-1281-2	Yuba Consolidated Industries, Inc May 1965 (13)	0-955-2
The Poulson Insurance Co of America May 1965 (7,11,13)	2-21240-2		
May 1964 (4,11,13)	2-21240-2		

SECURITIES ACT REGISTRATION STATEMENTS. During the week ended July 8, 1965, 26 registration statements were filed, 25 became effective, and 320 were pending at the week-end.

SECURITIES ACT REGISTRATIONS. Effective July 9: The Marquardt Corp., 2-23715.
Effective July 12: Atlanta Gas Light Co., 2-23710 (40 days); Seaway Life Insurance Co., 2-23564 (90 days); Universal Chemicals, Inc., 2-23215 (90 days).
Withdrawn July 9: Defenders Insurance Co., 2-21354.

NOTE TO DEALERS. The last date or 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---