

SECURITIES AND EXCHANGE COMMISSION NEWS DIGEST

A brief summary of financial proposals filed with and actions by the S.E.C.

(In ordering full text of Releases from Publications Unit, cite number)



Washington 25, D.C.

FOR RELEASE June 7, 1960

NORWALK CO. FILES FOR OFFERING. Norwalk Company, Inc., North Water St., South Norwalk, Conn., filed a registration statement (File 2-16672) with the SEC on June 6, 1960, seeking registration of 100,000 shares of common stock. The stock is to be offered for public sale through Myron A. Lomasney & Co. on an all or none basis, for which it will receive a commission of 75¢ per share. The underwriter also is entitled to purchase, for \$100, five-year warrants for the purchase of an additional 10,000 shares at \$5 per share; and warrants for 2,500 shares will be sold to Arnold Hyman, a finder, for \$25.

The company is engaged in the manufacture and sale of high pressure air and gas compressors and replacement parts therefor. It was organized in December 1959 for the purpose of acquiring the controlling interest in the stock of the old Norwalk Company Inc., organized in 1929, which has since changed its name to "Norwalk Cryogenics, Inc." On December 29, 1959, Norwalk purchased 17,281 shares of Norwalk Cryogenics stock for \$734,443, of which \$280,000 has been paid in cash and the balance of \$454,443 is evidenced by a 6% serial promissory note. Subsequently, it purchased an additional 824 shares for \$30,213 and now owns about 92% of the outstanding stock of said company.

Net proceeds of Norwalk's sale of additional stock will be used in part (\$227,221) to pay one half of the serial notes; \$100,000 for additions to and improvement of the company's plant, machinery and equipment; and the balance as working capital. In addition to indebtedness, the company now has outstanding 100,000 shares of common stock, all of which are owned by its promoters, directors and officers. The March 31st book value per share was \$1.65. In addition, the present stockholders own \$110,000 of 5% convertible subordinated debentures, which are convertible into 50,000 common shares. The prospectus lists Henry Torrance as board chairman and Richard A. Steele as president.

CAPITAL SPONSORS FILES FOR OFFERING. Capital Sponsors, Inc., 445 Park Ave., New York, filed a registration statement (File 2-16673) with the SEC on June 6, 1960, seeking registration of \$5,000,000 of Capital Investor Programs, for investment in the shares of Capital Life Insurance Shares and Growth Stock Fund, issued by Capital Shares, Inc., an open-end investment company.

HELIX 1960, INC. PROPOSES OFFERING. Helix 1960, Inc., 4265 Summit Drive, La Mesa, Calif., filed a registration statement (File 2-16674) with the SEC on June 6, 1960, seeking registration of 48,560 shares of common stock and 114,240 stock purchase warrants. It is proposed to offer 20,000 shares, without warrants, at \$8.75 per share; and 28,560 shares will be offered at \$8.75 per share with 4 warrants per share. The warrants will be offered at a price of \$0.31 1/4 per warrant.

The company was organized under California law on May 20, 1960, for the principal purpose of purchasing, developing, managing and/or selling real properties. It contemplates investing one-half of its available capital in unimproved land, one-fourth in commercial real estate, both improved and unimproved, and one-fourth to develop property already held or to invest in special situations. It proposes to engage the management services of T. G. Lambron & Associates, Inc., and Helix Land Company, Inc., the management fee to be payable in stock.

The prospectus lists Theodore G. Lambron as board chairman and president. The organizers of the company formerly operated through various investment trusts, which were later incorporated into T. G. Lambron & Associates. Helix Land was formed for the same purpose in May 1959. Both firms will participate in the company's stock offering on a best efforts basis.

UNION TEXAS GAS SEEKS EXEMPTION. Union Texas Natural Gas Corporation, Tulsa, Okla., has applied to the SEC for exemption from the Holding Company Act; and the Commission has issued an order (Release 35-14237) giving interested persons until June 27, 1960, to request a hearing thereon.

Union Texas Gas is a successor by merger to Texas Natural Gasoline Corporation and Union Oil and Gas Corporation of Louisiana. It has requested that the exemption heretofore granted Texas Natural and its subsidiaries be modified or amended so as to grant a like exemption to Union Texas Gas, as a holding company, and to all its subsidiaries.

OVER

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

ASSOCIATED MOTION PICTURE INDUSTRIES SEEKS ORDER. Associated Motion Picture Industries, Inc., New York, investment company, has applied to the SEC for an exemption order under the Investment Company Act with respect to a prior stock sale; and the Commission has issued an order (Release 40-3040) giving interested persons until June 21, 1960, to request a hearing thereon.

The applicant company seeks an order retroactively exempting from the Act the sale on July 1, 1959, to Victor M. Carter of Republic Pictures Corporation common stock. According to the application, as of July 1, 1959, the applicant owned 216,349 shares of Republic common, which represented 5% or more of the latter's voting securities. Carter has been a director of Republic since November 5, 1958. The applicant and seventeen other corporations and persons agreed to sell all their Republic common stock holdings, amounting to 549,383 shares, to Carter and six other purchasers at \$10 per share. The transaction was consummated July 1, 1959. 216,349 shares were sold by applicant and 249,383 shares were acquired by Carter. Of the 216,349 shares, 121,349 were transferred to Carter and the balance to other purchasers. At the time of the transaction, Carter was an affiliate of Republic which, in turn, was an affiliate of the applicant company. Because of the affiliated relationship, the sale by the applicant was prohibited by the Investment Company Act unless an exemption order is granted by the Commission.

FRAUD CHARGED IN SALE OF NOTES BY DUPONT MORTGAGE & J P LORD INC. The SEC Atlanta Regional Office announced June 3d (Lit. Release 1696) the return of an indictment (USDC, Miami) charging Robert M. Denner, Norman L. Dacus and James Stern (and two other defendants reportedly out of the country and not yet apprehended) with fraud in the sale of notes of DuPont Mortgage Company and J. P. Lord, Incorporated, and with violation of the Securities Act registration requirement, mail fraud and conspiracy.

SEC COMPLAINT NAMES ANACONDA LEAD & SILVER ET AL. The SEC Denver Regional Office announced June 3d (Lit. Release 1697) the filing of court action (USDC, Colo.) seeking to enjoin Anaconda Lead and Silver Company and Howard Pierce Waite, both of Denver, from further violation of anti-fraud provisions of Federal securities laws in connection with the offer and sale of Anaconda stock and the offer and purchase of stock of Rocket Petroleum Company, Inc., a Texas corporation. Temporary restraining order issued. Hearing June 13th on motion for preliminary injunction.

---oooOooo---