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GRAHAM-NEWMAN CORPORATION

52 WALL STREET NEW YORK 5, N. Y.

August 28, 1947

To the Stockholders of Graham-Newman Corporation:

Submitted herewith is a copy of the report of our auditors, Messrs. Stern, Porter, Kingston & Coleman, covering the six months ended July 31st, 1947.

The appended balance sheet indicates a net asset value of \$119.76 on July 31st, 1947, compared with \$116.84 per share on January 31st, 1947. A dividend of \$1.75 per share was paid during the six months period, and \$1.75 per share was paid on August 15th, 1947.

As at August 15th, 1947, the net asset value was approximately \$118.50 per share, after deducting the dividend paid on August 15th.

Very truly yours.

Benj. Graham, President

Jerome A. Newman, Vice-President & Treasurer. STERN, PORTER, KINGSTON & COLEMAN

CERTIFIED PUBLIC ACCOUNTANTS

ALFRED J. STERN, C. P. A. S. CARLTON KINGSTON, C. P. A. LUGIUS H. COLEMAN, C. P. A.

551 Fifth Avenue - New York

To the Board of Directors and Stockholders of Graham-Newman Corporation:

We have examined the Balance Sheet of Graham-Newman Corporation as at July 31, 1947 and the related statements of Profit and Loss, Surplus and unrealized appreciation of investments for the six months then ended, have reviewed the system of internal control and the accounting procedures of the company and, without making a detailed audit of the transactions, have examined or tested accounting records of the company and other supporting evidence by methods and to the extent we deemed appropriate and in accordance with generally accepted standards applicable in the circumstances.

Pursuant to regulations of the Securities and Exchange Commission applicable to regulated investment companies, the Balance Sheet herein gives effect to the evaluation of investments in securities at their quoted market values as at the date thereof.

In our opinion, the accompanying Balance Sheet and related statements of Profit and Loss, Surplus and unrealized appreciation of investments together with the notes appended thereto, present fairly the position of Graham-Newman Corporation as at July 31, 1947 and the results of its operations for the six months then ended, in conformity with the accounting principles set forth hereinabove applied on a basis consistent with that of the preceding year.

STERN, PORTER, KINGSTON & COLEMAN Certified Public Accountants

New York, N. Y. August 20, 1947.

GRAHAM- NEWMAN

NEW

BALANCE

JULY 31,

(ON BASIS OF QUOTED MARKET VALUES OF

8 E

CASH IN BANKS

\$ 257,448.52

DUE FROM BROKERS

87,374.83

INVESTMENTS IN SECURITIES (see Note A)

Marketable Securities-at Quoted Market Values as at July 31, 1947 (Cost \$3,650,447.24)

3,740,158.00

OTHER ASSETS

Dividends Receivable and Interest Accrued

\$ 5,975.00

When Issued Contracts (see Notes A and E)-

at amount realizable on basis of quoted market values as at July 31,1947

3,106.00

(Cost \$7,156.46)

Note Receivable (Secured)

76,000.00

Deposit

30,000.00

400.00

Advance

115,481.00

\$4.200.462.35

The comments contained in the are an integral part of this statement CORPORATION

YORK

SHEET

1947

SECURITIES AS AT JULY 31, 1947)

LIABILITIES AND CAPITAL

SECURITIES SHORT - at Quoted Market Values as at July 31, 1947 (see Note A) (Net Proceeds of Sales - \$72,117.77) 37,250.00 225.04 DUE TO BROKERS ACCOUNTS PAYABLE. RESERVES AND ACCRUALS Reserve for Federal Income Tax (see Note D) None 2.841.26 Reserves for Other Taxes 2.668.50 5.509.76 Other Total Liabilities 42,984.80 NET ASSETS APPLICABLE TO CAPITAL STOCK Capital Stock: Authorized-40,000 shares of no par value Issued and Outstanding-34,715 shares, at stated value of \$50.00 per share 1,735,750.00

Capital Surplus 2,211.694.45
Earned Surplus 89.505.03

Total Capital Stock and Surplus 4,036,949.48
Unrealized Appreciation of Investments 120.528.07

4,157,477.55

\$4,200,462,35

accompanying notes to financial statements and should be read in conjunction therewith.

NEW YORK

NOTES TO FINANCIAL STATEMENTS

JULY 31, 1947

NOTE A - LIQUIDATING VALUE

The Balance Sheet herein presents the financial condition of the company as at July 31, 1947 on the basis of quoted market values of the securities positions as at that date, thus giving effect to the net unrealized appreciation in the market value of securities as at that date (including open positions in securities short and in "when issued" contracts) in the amount of \$120,528.07, but without making any provision for Federal income taxes in respect of such appreciation, the amount of which, if any, cannot presently be determined (see Note D).

As thus adjusted, the liquidating value of the capital stock as at July 31, 1947 was \$119.76 per share. The comparable liquidating value as at January 31, 1947 was \$116.84 per share.

The net unrealized appreciation in quoted market value as at July 31, 1947 in the amount of \$120,528.07 is represented as follows:

	Cost	Market Value at July 31,1947	Unrealized Appreciation
Securities Long Securities Short When Issued Contracts Total	\$3,650,447.24	\$3,740,158.	\$ 89,710.76
	-72,117.77	-37,250.(a)	34,867.77
	7,156.46	3,106.(b)	-4,050.46
	\$3,585,485.93	\$3,706,014.	\$120,528.07

(a) Cover Value.

(b) Indicated amount realizable on basis of market value of "when issued" contracts.

Onoted

The company has made investments in the securities of a railroad company which is in the process of reorganization, and has made sales upon a "when as and if issued" basis of the new securities which are to be issued by the reorganized company upon the consummation of the reorganization plan. It has also made purchases and sales of when issued contracts. The company's investment in the quoted market value as at July 31, 1947 of the old securities is included above in the item "Securities Long", and its investment in when issued contracts and the quoted market value thereof as at July 31, 1947 are reflected in the item "When Issued Contracts".

NOTE B - PROFIT AND LOSS

The Profit and Loss Statement herein presents the operations of the company for the six months ended July 31, 1947 on the basis of quoted market values of the securities positions as at January 31, 1947 and as at July 31, 1947, thus giving effect to the increase in the net unrealized appreciation as at July 31, 1947 as compared with the net unrealized appreciation as at January 31, 1947.

As adjusted upon this basis (i.e. on the basis of quoted market values) the operations for the period were as follows:

NOTES TO FINANCIAL STATEMENTS

JULY 31, 1947

(CONTINUED)

NOTE B - PROFIT AND LOSS (Continued)			
		No. of Shares	Per Share
Net Assets as at January 31, 1947	\$3,996,593.16	34,207	\$116.84
Add-Proceeds from sale of Capital Stock during period February 1,1947 to			
July 31,1947	65,240.13	<u>508</u>	128.42
Total	4,061,833.29	34,715	117.00
Net Profit for the six months ended July 31,1947 including increase in unrealized appreciation of invest-			
ments (\$6,139.23)	153,104.02		4.41(a)
Surplus Adjustments (net credit) Total	3,291,49 4,218,228.80		.09(a)
Deduct - Dividend Paid	60,751.25	34,715	1.75(b)
Net Assets as at July 31, 1947	\$4,157,477.55	34,715	\$ <u>119.76</u>

- (a) Computed on number of shares outstanding at close of period.
- (b) Computed on number of shares outstanding at record date.

NOTE C - COMPENSATION OF OFFICERS

Compensation of Benjamin Graham and Jerome A. Newman as officers of the company for the fiscal year ended January 31,1946 was voted by the Board of Directors at March 21,1945, and ratified by the stockholders at their annual meeting on April 9,1945 at (a) a stated salary of \$15,000. per annum to each, - plus (b) additional compensation equivalent to the lesser of either (i) 12% to each, of the excess of the dividends paid during the year over an amount equal to \$0.018 per share per day (or at the rate of \$6.57 for the year) on the number of shares outstanding during the year, or (ii) 10% to each of the excess of the over-all net profit, adjusted to reflect unrealized appreciation or depreciation in the market value of securities, which had been earned subsequent to January 31, 1945, over a similar amount (viz: \$0.018 per share per day on the number of shares outstanding during the year). In the event of the death of either of these officers, or upon the termination of their tenure of office, any excess of the amount computed under (ii) above over the amounts of additional compensation which had previously been paid to such officer subsequent to January 31, 1945 would be payable to him or to his estate.

By resolution of the Board of Directors on April 23, 1946, this arrangement was continued for the fiscal year ending January 31, 1947. By resolution of the Board of Directors on February 17, 1947, this arrangement was modified to provide that the amount to be excluded from dividends paid, or from over-all net profit, be fixed at \$0.01724 per share per day, for the fiscal year ended January 31,1947, and at \$0.016 per share per day for the current fiscal year, which amounts are equivalent of 5% on the net liquidating value of the capital stock as at the beginning of the respective fiscal years, viz: at January 31,1946 \$125.88 per share, and as at January 31,1947 \$116.84 per share.

NOTES TO FINANCIAL STATEMENTS

JULY 31, 1947

(CONTINUED)

NOTE C - COMPENSATION OF OFFICERS (Continued)

Upon the basis of the operations for the period subsequent to January 31, 1946 (to July 31, 1947), there is no additional compensation payable to these officers for the current period. There would likewise have been no additional compensation payable to either of them as at July 31, 1947 in the event of death or termination of tenure of office at that date.

NOTE D - TAX STATUS

The company is a regulated investment company under the Internal Revenue Code, and as such it is subject to Federal Income Tax at 25% of the excess of its net long term capital gain (less its net short term capital loss, if any) ever the amount distributed as "capital gain dividends", and at 38% of the excess of its other net income ever the amount distributed as dividends and chargeable thereto. The company intends to distribute substantially all of its net income as dividends. For this reason, no provision has been made in the statements herewith for Federal Income Tax on the net income for the current period, or on the net unrealized appreciation in market values as at July 31, 1947.

NOTE E - EVALUATION OF WHEN ISSUED CONTRACTS

When Issued Contracts have been evaluated at the quoted market value thereof, viz: upon the basis of the discount on the indicated profits or losses which will be realizable upon the consummation of the reorganization plans.

NOTE F - PURCHASES AND SALES OF INVESTMENT SECURITIES

The aggregate amounts of purchases and sales of investment securities (other than government securities) during the period were \$2,615,303.00 and \$2,898,610.00, respectively.

NEW YORK

EARNED SURPLUS

FOR THE SIX MONTHS ENDED JULY 31, 1947

ADD:- Net Income for the six months ended July 31, 1947: Net Income, excluding gain or loss on investments Realized Gains on sales of investments 113,937.77 146,9	16
	64.79
Surplus Adjustments - tax refund and adjust- ment of reserves for taxes of prior years (net credit) 3,2	91.49
<u>TOTAL</u>	56.28
Dividend raid may as, 191. (410.0 Por	51.25 05.03

STATEMENT OF UNREALIZED APPRECIATION OF INVESTMENTS FOR THE SIX MONTHS ENDED JULY 31, 1947

UNREALIZED APPRECIATION AT JANUARY 31, 1947	\$114,388.84
ADD - Increase in Unrealized Appreciation for the six months ended July 31, 1947	6,139.23
IMPEALIZED APPRECIATION AT JULY 31, 1947	\$120,528.07

NEW YORK

CAPITAL STOCK AND CAPITAL SURPLUS

FOR THE SIX MONTHS ENDED JULY 31, 1947

		CA No. of Shares	PITAL STOCK Stated Value (\$50.per share)	CAPITAL SURPLUS
	CAPITAL STOCK AUTHORIZED AT JANUARY 31,1947 (no change during period) CAPITAL STOCK OUTSTANDING AT JANUARY 31,1947 CAPITAL SURPLUS AT JANUARY 31, 1947	40,000	\$1,710,350.	\$2,171,854.32
	CAPITAL STOCK ISSUED DURING PERIOD-For Cash 508 shares-Amount Realized \$65,240.13 (average per share \$128.42)			
)	Of which: Credited to Capital Stock at \$50.00 per share (stated value) Excess over \$50.00 per share- credited to Capital Surplus	508	25,400.	<u>39,840.13</u>
	BALANCES AT JULY 31, 1947: Capital Stock Capital Surplus	34,715	\$ <u>1,735,750</u> .	\$ <u>2,211,694.45</u>

NEW YORK

INVESTMENT IN SECURITIES

JULY 31, 1947

SUMMARY

	MARKET VALUE
BOMDS	
Railroads Utilities Real Estate Holding Companies U. S. Government Total Bonds	\$ 278,720. 364,128. 3,750. 2,514. 306,938. \$ 956,050.
PREFERRED STOCKS	
Industrials Investment Companies Utilities Insurance Companies Holding Companies	111,563. 172,000. 216,725. 4,150. 123,900.
Total Preferred Stocks	\$ <u>628,338</u> .
COMMON STOCKS	
Industrials Holding Companies Investment Companies Railroads Utilities Insurance Companies Total Common Stocks	1,408,399. 91,059. 245,327. 146,025. 34,201. 230,759.
	\$ <u>2,155,770</u> .
TOTAL	\$ <u>3,740,158</u> .

NEW YORK

INVESTMENT IN SECURITIES

JULY 31, 1947

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	FACE AMOUN	T DESCRIPTION OF SECURITIES	MARKET VALUE JULY 31,1947
	BONDS - RAIL	ROADS	
	\$ 20,000.	Chicago, Rock Island & Pacific Railway Co. General Mortgage 4% - 1/1/1988	\$ 16,800.
	\$ 96,000.	Chicago, Terre Haute & Southeastern Railway Co. Income Mortgage 2-3/4% - 1/1/1994	74,880.
	\$110,000.	Choctaw, Oklahoma & Gulf Railroad Co. Consolidated Mortgage 5% 5/1/1952-Stamped do do -C/D-Stamped)	85,250.
	\$171,000.	Northwestern Terminal Railway Co. First Mortgage Income 5% - 1/1/1977	80,370.
		Rio Grande & Western Railway Co. First Consolidated Mortgage-Series A 4% - 4/1/1949 (stubs)	5 ,67 0.
	\$ 20,000.	Wisconsin Central Railway Co. First General Mortgage 4% - 7/1/1949	15,750.
		Total Railroad Bonds	\$278,720.
	BONDS - UTIL	TTTES	
		Chicago Rapid Transit Company:	
	\$ 12,500. 23,500.		7,380.
5.	\$ 80,000.	Chicago Railways Co. First Mtge. C/D stamped 5% 2/1/27 25% Principal Paid	58,000.
	\$ 45,000.	Inland Gas Corporation First Mortgage - Series A 62% 2/1/38	11,475.
	\$ 38,000. 305,000.	Metropolitan West Side Elevated Ry. Co. (Chicago): Ext. Mtge. 4% 7/1/1938) 1st Mtge. 4% 8/1/1938)	102,043.
2	\$ 36,000.	Northwestern Elevated Railway Company 1st Mtge. 5% 9/1/1941	13,590.
	\$ 60,000.	Portland Electric Power Co. Collateral Trust Cumulative Income 6% 3/1/1950	88,800.
7	\$102,000. 116,000.	Union Elevated Railread Company: 1st Mortgage 5% 10/1/1945 1st Mortgage C/D 5% 10/1/1945)	82,840.
		Total Utilities Bonds	\$364,128.
	BONDS - REAL	ESTATE	
		s Schulco Company Incorporated Scrip 5% 7/1/1963	\$ 3,750.
	BONDS - HOLDI	ING COMPANIES	
	\$ 30,000.	Continental Securities Corp. Deb. Series "A" 5% 5/1 Reynolds Realization Corporation Debentures 5% 4/2	/42 825. 1/1946 <u>1.689</u> .
	-	Total Holding Companies Bonds	\$ 2,514.
	BONDS - U. S.	GOVERNMENT	
	\$300,000.	U. S. Treasury Bonds 2 12/15/1959-62	\$ <u>306,938</u> .
	3	FOTAL BONDS STERN, PORTER, KINGSTON & COLEMAN	\$ <u>956,050</u> .

INVESTMENT IN SECURITIES

JULY 31, 1947

(CONTINUED)

	•	
no. Of Shares		NARKET VALUE
	DESCRIPTION OF SECURITIES STOCKS - INDUSTRIALS	JULY 31,1947
1,100	Avco Manufacturing Corp. Cum. Conv. Pfd.	\$ 45,925.
500	Franklin Simon & Co, Inc. Cumulative Conv. Pfd.	9,525.
700	Gar Wood Industries Inc. 42% Cumulative Conv. Pfd.	13,500.
300	Graham Paige Motors Corp. Cumulative Conv. Pfd. Murray Company \$4.50 Cum. Pfd.	10,063.
400	Thermoid Co. \$2.50 Cum. Conv. Pfd.	12,150. 20,400.
	Total Preferred Stocks - Industrials	\$111,563.
PREFERRED	STOCKS- INVESTMENT COMPANIES	
1,800	Alleghany Corporation Com Corp to 50 Prins Per	114 700
~ ~ ~	- NO-LIVET CHU DIKIL DECUENTITAL CAMBALA 18 7 7 7	114,300.
3,000	Transit Investment Corp. 6% Cum. Part. Pfd.	45,325. 12,375.
	Total Preferred Stocks-Investment Companies	
	•	\$ <u>172,000</u> .
	STOCKS - UTILITIES	
4,000	Market Street Railway Company Cum. Prior Preference 6%	45 500
500	TO THE TARE TO THE TO DELLA COMMONA SE DATE LIEN	45,500.
	Armi Tiri	80,500.
500	The state of the s	00,000.
100	Vam: 114;	86,625.
100	Twin City Rapid Transit Co. 5% Conv. Prior Preferred	4,100.
	Total Preferred Stocks - Utilities	\$ <u>216,725</u> .
PREFERRED	STOCKS - INSURANCE COMPANIES	
400	U. S. Casualty Co. \$0.45 Cum. Conv. Participating Pfd.	\$ <u>4,150</u> .
PREFERRED	STOCKS - HOLDING COMPANIES	
5,000	Electric Bond & Share Co is no processed Continued	
· ·	VOLULLACOCOS LOP MOSITANSI SMANNER ANA	10,000.
100	- DICCOLIC LOACE SEE FISHE COMP. SE VO CAMPILATAM DESCRIPTION	15,100.
200	PARTICIPATE AND STATE OF THE COURSE OF THE C	10,100.
700	ALTOR LEGISLESS	19,700.
700	Standard Power and Light Corporation \$7.00 Cumulative Preferred	
	oundrative traistrad	<u>79,100</u> .
	Total Preferred Stocks - Molding Companies	\$123,900.
	TOTAL PREFERRED STOCKS	\$628,338.
		<u> </u>
COMMON STO	CKS - INDUSTRIALS	
4,600	A. D. F. Company	9,200.
1,000	American Hawaiian Steamship Company	38,000.
500	Aspinook Corporation	11,500.
12 300	BeechAircraft Corporation Eell Aircraft Corporation	8,000.
12000	Bell Aircraft Corporation	152.212.
	Forward	4070 020
	* OT #OLU	\$218,912
	·	

INVESTMENT IN SECURITIES

JULY 31, 1947

(CONTINUED)

NO. OF Shares	DESCRIPTION OF SECURITIES	MARKET VALUE JULY 31,1947
COMMON STO	OCKS - INDUSTRIALS (Continued)	
	Forward	\$218,912.
500		8,000.
12,100	Brewster Aeronautical Company Buda Company	58,988.
3,000	Compania Manufactures del Patrero. S.A.	67,000.
2,800		73,150.
500 200	Consolidated Vultee Aircraft Corporation Douglas Aircraft Co.	5,813.
800	Fajardo Sugar Co. of Porto Rico	11,200. 23,000.
2,200	L. H. Gilmer Company	6,600.
	Gishelt Machine Company	3,225.
300 600	The second secon	4,125.
1,000	Merchants & Minders Transportation Company	12,300. 42,000.
2,300	Mission Corporation National Department Stores Corp.	93,150.
	•	12,600.
300	National Transit Company* N. Y. Shipbuilding Corp.	683,048. 3,600.
100	Pittsburgh Incline Plane Company	16,500.
2,000 500	Tide Water Associated Oil Company United Aircraft Corporation	41,750.
	R. C. Williams Company	9,688. 13,750.
	Total Common Stocks - Industrials	\$1,408,399.
COMMON STO	CKS - HOLDING COMPANIES	
1,000	Amerex Holding Corporation	32,250.
500	Central & Southwest Utilities Co.	5,125.
100	Engineers Public Service Company-Ex-distribution Georgia Railroad and Banking Company	5,259.
3,000	Midland Realization Company	16,400. 17,625.
600	Railroad Securities Company	14,400.
	Total Common Stocks - Holding Companies	\$ <u>91,059</u> .
COMMON STO	CKS - INVESTMENT COMPANIES	
530 1	ldred Investment Trust Shareholders	4,515.
7.400	Merican International Corp. Carriers and General Corporation	18,375.
1,800 (General Shareholdings Corporation	50,875. 6,7 50.
1,000 1	liagara Shares Corp. "B"	9,625.
15.000	Pacific American Investors, Inc. The Pennroad Corporation	19,250.
2,500 1	Railway and Light Securities Company	99 ,000. <u>45,937</u> .
	Total Common Stocks - Investment Companies	\$245,327.

*Non-controlled affiliate.

INVESTMENT IN SECURITIES

JULY 31, 1947

(CONTINUED)

NO. OF SHARES	DESCRIPTION OF SECURITIES	MARKET VALUE JULY 31,1947
COMMON ST	OCKS - RAILROADS	
300 1,600 1,000 500	Mine Hill and Schuykill Haven Railroad Company	\$ 3,675. 77,600. 21,000. 43,750.
	Total Common Stocks - Railroads	\$146,025.
COMMON STO	OCKS - UTILITIES	
300 500 59	Middle West Corporation	24,750. 7,563. 1,888.
COMMON SMO	Total Common Stocks - Utilities	\$ 34,201.
	CKS - INSURANCE COMPANIES	
400 1,000 100 3,305 200	Employers Group Associates National Union Fire Insurance Company New Amsterdam Casualty Company	22,200. 29,000. 15,300. 91,714. 15,400.
40 1,100 1,000	Northwestern National Insurance Co. Standard Accident Insurance Company	5,020. 31,625. 20,500.
	Total Common Stocks - Insurance Companies	\$ <u>230,759</u> .
COMMON STO	CKS - REAL ESTATE	
	Mercantile Properties	-0-
* 4	TOTAL COMMON STOCKS	\$2,155,770.

NEW YORK

WHEN ISSUED CONTRACTS

JULY 31, 1947

SHORT PRINCIPAL AMOUNT OR NO.OF SHARE	3	AMOUNT PAID (DR.)	INDICATED PROFIT (OR LOSS*) ON BASIS OF TRADE VALUES AND QUOTED MARKET VALUES AT JULY 31, 1947
Chicago, Rock (\$12,996.15 Even	Island & Pacific Ry. Co.: 4% - 1994 do	\$ 130.30	\$ -434.* 406.
\$62,915.25 Even Even	$4\frac{1}{2}\%$ - 2019 do do	131.91 6,601.82	-1,977.* 1,534. 6,501.
651.0494	5% Preferred	114.82	-1,255.*
268.9136	Common	177.61	-1,669.*
		\$7,156.46	\$3,106.

*Loss

NEW YORK

SECURITIES SHORT

JULY 31,1947

COMMON STOCKS - INDUSTRIALS

NO. OF		NET PROCEEDS OF SALE	COVER VALUE JULY 31, 1947 Price Amount
2,800	Avco Manufacturing Corp.	\$31,938.63	5-3/8 \$15,050.
2,100	Graham Paige Motors Corporation	22,690.07	4 8,400.
1,200	Thermoid Co.	17,489.07	11-1/2 13,800.
	Total	\$ <u>72,117.77</u>	\$ <u>37,250</u> .