

MOODY'S INDUSTRIAL MANUAL

AMERICAN and FOREIGN

JOHN SHERMAN PORTER, *Editor-in-Chief*

Editorial Board

LLOYD C. SWEET

FRANK J. ST. CLAIR

ARTHUR W. HERRMANN

GEORGE I. BLAIR

DAVID M. DAY

DAVID M. ELLINWOOD

ALBERT C. ESOKAIT

GEORGE H. PARSONS

RICHARD OLNEY

1962

D. F. SHEA, *Publisher*

ROBERT H. MESSNER, *Assistant Publisher*

MOODY'S INVESTORS SERVICE, INC.

99 CHURCH STREET, NEW YORK 7, N. Y.

PHILADELPHIA
Suburban Station Bldg.

BOSTON
75 Federal St.

CHICAGO
135 So. La Salle St.

LOS ANGELES
606 So. Hill St.

WASHINGTON
Woodward Bldg.

SAN FRANCISCO
Ruse Bldg.

LONDON: MOODY'S INVESTORS SERVICE, LTD.

Arthur Street, London E.C. 4

Copyright, 1962 by Moody's Investors Service, Inc., New York—All rights reserved

Second Section of AMERICAN INDUSTRIAL COMPANIES

Including bond ratings where complete facts and figures are available

CAPITAL STRUCTURE

LONG TERM DEBT

Issue	Rating	Amount Outstanding	Times Charges Earned	Interest Dates	Call Price	Price Range
1. 3 1/2% s. f. debentures, due to 1942 ..	(B) ..	\$300,000	1961 1960	-----	(B) ..	1961 1932-61
2. 4 1/2% notes payable to 1963	(B) ..	2,401,000	-----	-----	(B) ..	-----
3. 5 1/2% notes payable to 1979	(B) ..	25,000,000	-----	-----	(B) ..	-----
4. 5 1/2% mortgage notes, due 1974	(B) ..	2,470,000	-----	-----	(B) ..	-----
5. 4 1/2% equip. Ser. A, to 1975	(B) ..	3,075,000	-----	M&N 1	(B) ..	-----
6. 4 1/2% equip. Ser. B, to 1950	(B) ..	1,635,000	-----	M&N 1	(B) ..	-----
7. 4 1/2% equip. payable to 1977	(B) ..	(15,175,000)	-----	J&J 15	(B) ..	-----

CAPITAL STOCK

Issue	Par Value	Amount Outstanding	Earnings per Sh.	Divs. per Sh.	Call Price	Price Range
1. Common	\$25	1,419,973 shs.	1961 1960	1961 1960	---	1961 1932-61

[M] Fiscal years. [P] Placed privately. [I] Issued Feb. 15, 1962.

HISTORY

Incorporated under the laws of New Jersey Feb. 20, 1899 as American Car & Foundry Co. Present name adopted June 1, 1951.

At incorporation required 13 railway car building companies and plants. Five others were acquired and consolidated at various times thereafter.

In 1931 organized certain subsidiaries for purpose of financing specific car purchases, rental and sales transactions. Any obligations incurred by such financial subsidiaries are secured by cars and leases thereon and are without recourse to company.

Subsidiaries in this group are SHPX First Corp., SHPX Second Corp., SHPX Third Corp., Amcar Corp., and Car Funding Corp. Business of these companies represents result to date of a venture begun on premise that acquisition of cars to be leased for long terms to industrial users should be financed with a minimum of capital investment and without engaging credit of ACF Industries, Inc. SHPX Fourth Corp. was organized 1959 to finance lease of 2,000 hopper cars to Pennsylvania R.R.

On Apr. 20, 1955, purchased entire capital stock of Avlon Instrument Corp. of Paramus, N. J., which conducts research and develops fire control and missile guidance systems, computer elements and other electronic devices. Now operated as a part of ACF Electronics Division.

In May 1951, company through W-K-M Manufacturing Co., Inc., acquired for \$7,130,838 business of W-K-M Co. of Houston, Tex. Manufacturer of high-pressure steel valves for oil field and pipe line equipment. Now operated as W-K-M Division.

In Nov. 1951, company acquired Engineering & Research Corp., Riverdale, Md., producer of electronics and airplane equipment. Now operated as a part of ACF Electronics Division.

In Aug., 1955 acquired all assets of Key Co., for 30,000 ACF common shares. Key produced oil refinery parts and equipment; now operated as part of W-K-M Division.

In Oct. 1957, acquired all assets of Modern Manufacture, Inc., Houston, Tex., for \$1,190 ACF common shares. Modern machines small precision items and tooling on a job order basis and is now a part of W-K-M Division.

In May, 1960, acquired 214,500 shares (15% interest) in Republic Aviation Corp. at cost of \$5,145,000 (sold in Aug., 1961).

SUBSIDIARIES

This is both an operating and holding company. As of April 30, 1961, 100% of the voting power was held in the following subsidiaries:

Name, place of incorporation and business	SHPX First Corp., N. Y., financing purchases, rentals and sales.	SHPX Second Corp., N. Y., financing purchases, rentals and sales.	SHPX Third Corp., N. Y., financing purchases, rentals and sales.	SHPX Fourth Corp., N. Y., financing purchases and rentals.	Amcar Corp., N. Y., financing purchases, rentals and sales.	Car Funding Corp., N. Y., financing purchases, rentals and sales.
---	--	---	--	--	---	---

ACF INDUSTRIES, INCORPORATED

Rating	Amount Outstanding	Times Charges Earned	Interest Dates	Call Price	Price Range
(B) ..	\$300,000	1961 1960	-----	(B) ..	1961 1932-61
(B) ..	2,401,000	-----	-----	(B) ..	-----
(B) ..	25,000,000	-----	-----	(B) ..	-----
(B) ..	2,470,000	-----	-----	(B) ..	-----
(B) ..	3,075,000	-----	M&N 1	(B) ..	-----
(B) ..	1,635,000	-----	M&N 1	(B) ..	-----
(B) ..	(15,175,000)	-----	J&J 15	(B) ..	-----

ACF International Corp., N. Y., owns British and Canadian subsidiaries mentioned below. ACF (Great Britain) Ltd., British licensee and representative.

ACF Industries (Canada) Canadian distributor.

BUSINESS AND PRODUCTS

On June 1, 1955, a new organization plan was placed in operation as part of broad program of diversification. At Apr. 30, 1961, company had 6 operating divisions with 11 manufacturing plants, 5 service plants and offices in 14 cities. Each division is headed by its own chief executive with its own management team. Operating groups and their major product or service categories follow:

ACF Electronics Division, the former Avlon and Nuclear Products-Erco divisions were merged on Jan. 11, 1960, consolidating all electronics and electro-mechanical activities under one management group; makes micro-wave and navigational equipment, infrared detection systems and components, anti-submarine and undersea warfare devices, data processing and transmission equipment, test and check out equipment, motor speed controls, simulators and training devices, field service; warheads, machine tool ground support equipment. In Apr., 1960, sold Reactor Engineering Office to Allis-Chalmers Mfg. Co.

Albuquerque Division, formed April 1, 1959, manages Atomic Energy Commission's South Albuquerque facility and provides support functions to AEC Los Alamos and Livermore Laboratories.

American Car & Foundry Division makes railroad freight, tank, industrial and mine cars; car component; tanks and pressure vessels; foundry and forge products; heavy-plate pressings; ordnance support equipment; specialized industrial equipment; pressed metal specialties and railroad car wheels.

Carter Carburetor Division: Makes carburetors; fuel filters; fuel pumps; small machine parts, and small metal stamping.

Shippers' Car Line Division, leases approximately 18,000 tank and covered hopper and other special railroad cars to industry; repairs tank cars and sells freight and tank cars and parts made by American Car and Foundry division to industrial users.

W-K-M Division, makes lubricated plug valves; high-pressure oilfield and pipeline gate valves; multiple completion valves; ball valves; refinery and chemical alloy fittings, return bends and related products.

Capital Expenditures in fiscal 1961 totaled \$22,250,000 including \$19,949,000 for car fleets.

Unfilled Orders (\$), June 31	1961	1960	1959	1958
1961	80,000,000	181,000,000	181,000,000	181,000,000
1960	119,000,000	230,000,000	230,000,000	230,000,000
1959	131,000,000	133,500,000	133,500,000	133,500,000
1958	60,000,000	118,000,000	118,000,000	118,000,000

PRINCIPAL PLANTS & PROPERTIES

Plant locations of operating groups follow:

Albuquerque Division	Albuquerque, N. Mex. (639,000 sq. ft.)
Atomic Energy Commission plant managed by company	American Car & Foundry Division
Berwick, Pa. (2,051,524 sq. ft.)	Passenger and freight cars, forgings.
(To be closed in 1963)	

Huntington, W. Va. (114,039 sq. ft.)

Freight cars

Milton, Pa. (413,453 sq. ft.)

Tank cars, tanks, heavy pressings.

St. Louis, Mo., Car Plant (681,200 sq. ft.)

Freight cars.

ACF Electronics Division

Bladensburg Md. (52,000 sq. ft.)

Electronics—Research and engineering.

Paramus, N. J. (82,000 sq. ft.)

Electronics—Research and engineering.

Riverdale, Md. (266,720 sq. ft.)

Electronics products.

Carter Carburetor Division

Olivette, Mo. (203,450 sq. ft.)

Carburetor parts

St. Louis, Mo. (503,000 sq. ft.)

Carburetors, fuel pumps.

Shippers' Car Line Division

East St. Louis, Ill. (25,420 sq. ft.)

Tank car repairs

Milton, Pa. (62,450 sq. ft.)

Tank car repairs

North Kansas City, Mo. (33,380 sq. ft.)

Tank car repairs

Redhouse, W. Va. (21,000 sq. ft.)

Tank car repairs

Smackover, Ark. (13,730 sq. ft.)

Tank car repairs

W-K-M Division

Missouri City, Tex. (500,630 sq. ft.)

High pressure valves and refinery fittings

MANAGEMENT

Officers

W. T. Taylor, Chairman	W. J. Jackel
R. O. Taylor, President	K. F. Miller
H. A. Correa, Vice-President	G. B. Shaw
C. A. Fee, Vice-Pres. & Secretary	
H. C. Hopkins, Vice-President	
W. E. Luyker, Vice-President	
H. Ben Young, Vice-President	
Vice-Pres.—Gen. Mgr. Oper. Div.	
F. H. Boland, Jr.	
H. V. Boates	
J. S. Dawns	
J. E. Burditt, Treasurer	
W. W. Wilson, Comptroller	
W. J. Haley, Asst. Secretary	
J. L. Farrell, Jr., Asst. Secretary	
P. M. Anderson, Asst. Treasurer	
W. O. Anderson, Asst. Treasurer	
David Ohler, Asst. Treasurer	

Directors

C. M. Brinckerhoff, New York	General Counsel: Hardy, Peal, Barker and
F. O. Brown, Bloomfield, N. J.	Hawlings, New York.
R. H. R. Loughborough, New York	Auditors: Price Waterhouse & Co.
D. G. Mitchell, New York	Annual Meetings: Last Thursday in August.
M. I. Peale, Farmingdale, N. Y.	No. of Stockholders: Apr. 30, 1961, 13,331.
G. G. Simmons, Jr., New York	No. of Employees: April 30, 1961, 9,643.
R. O. Taylor, New York	General Office: 150 Third Ave., New York
W. T. Taylor, New York	17, N. Y.
W. F. Van Dewater, New York	Corporate Office: 117 Main St., Flemington,
Lawrence Wilkinson, New York	N. J.
F. W. Williams, Jr., Darien, Conn.	

INCOME ACCOUNTS COMPARATIVE CONSOLIDATED INCOME ACCOUNT, YEARS ENDED APRIL 30

(Taken from reports to Securities and Exchange Commission; including wholly owned subsidiaries)

	1961	1960	1959	1958	1957	1956	1955
Sales, less discounts & allowances..	\$215,852,000	\$263,611,000	\$178,728,000	\$201,591,122	\$221,522,193	\$215,155,172	\$190,777,316
Cost of sales	182,821,000	221,483,000	148,950,000	217,793,811	211,035,419	201,051,690	185,818,370
Selling, gen. and admin. exp.	18,131,000	19,820,000	10,000,000	20,855,896	21,212,800	18,493,758	17,188,143
Research & development exp.	2,231,000	1,701,000	1,110,000	1,935,061	2,820,374	3,143,913	1,050,183
Depreciation & amortization	5,401,000	6,492,000	6,155,000	6,115,002	5,728,293	4,637,319	4,623,197
Operating profits	7,265,000	10,935,000	3,051,000	18,899,319	19,865,301	15,233,501	14,186,439
Interest & other expenses, net	1,701,000	1,032,000	491,000	1,217,867	1,811,691	1,081,321	1,232,159
Misc. other deductions, net	cr 557,000	2,281,000	cr 135,000	1,473,093	cr 413,745	.....	cr 101,310
Balance	6,121,000	7,569,000	2,703,000	15,908,353	18,324,352	14,171,189	13,055,320
Prov. for Fed. inc. and surtax	2,873,000	3,636,000	991,000	8,657,116	9,291,029	6,166,000	6,200,000
Net income to surplus	3,248,000	3,933,000	1,714,000	7,251,237	9,033,323	8,005,189	6,855,320
Surplus beginning of year	51,451,000	51,016,000	52,810,000	50,651,001	45,778,035	43,162,412	37,682,810
Other surplus credits .....	.....	.....	.....	.....	.....	.....	2,121,886
7% preferred dividends .....	.....	.....	.....	.....	.....	.....	2,028,160
5% preferred dividends .....	.....	.....	.....	.....	105,965	502,916	628,021
Common dividends (cash)	3,515,000	3,515,000	3,511,000	5,650,621	4,050,302	4,832,014	4,019,074
Other surplus debits .....	.....	.....	.....	.....	.....	.....	1,823,691
Surplus end of year	\$51,101,000	\$51,404,000	\$51,016,000	\$52,815,747	\$50,651,031	\$45,778,035	\$43,162,412

SUPPLEMENTARY P. & I. DATA

Maintenance and repairs	\$10,916,000	\$11,493,000	\$9,370,000	\$10,023,260	\$11,741,131	\$6,511,483	\$6,334,013
Taxes (other than income)	4,353,000	4,691,000	3,748,000	3,993,113	4,028,012	4,790,917	2,924,211
Rents	2,418,000	2,397,000	2,263,000	1,720,911	1,553,503	614,135	694,818
Royalties	366,000	411,000	370,000	507,072	561,148	503,695	591,923

(1961: Includes \$2,337,000 not restricted under loan agreements.)

(Includes related portions of items shown under "Supplementary p. & i. data" below statement.)

(Retired in 1955.)

1955: \$7 per share out of earnings from preceding year.

(Includes payroll taxes (1961, \$2,910,000).)

(1955: Provision for price redetermination and other changes relating to prior years.)

\$1,823,891.

(Principal "other surplus credits" follow: 1955: Restoration to retained earnings of contingency reserve no longer deemed necessary, \$7,121,568.)

Record of Earnings, years ended April 30 (in \$)

Year	Net Sales	Cost and Expenses	Operating Profit	Oth. Inc. & Ded. (Net)	Inc. Ref. Taxes	Income Taxes	Net Income	Common Dividends	Cont. Sh. Outstanding	Earn. Per Com. Sh.
1941.....	67,192,012	60,338,909	6,853,103	502,954	7,356,057	2,194,927	5,161,130	.....	899,400	5.73
1942.....	216,338,668	163,272,167	53,066,501	45,281,163	41,782,937	32,507,562	9,275,317	599,400	899,400	(1)12.02
1943.....	289,275,688	256,757,879	32,517,809	2,687,189	30,430,621	25,374,802	8,055,719	1,198,800	899,400	5.05
1944.....	218,834,838	198,180,489	22,654,349	365,253	23,019,602	17,427,770	5,591,833	1,198,800	899,400	6.95
1945.....	192,755,179	170,161,573	23,593,606	185,709	23,746,315	17,411,174	6,335,141	1,498,800	899,400	7.18
1946.....	118,113,552	110,763,283	7,350,269	1,183,260	8,533,519	3,186,860	5,346,659	1,798,200	899,400	6.54
1947.....	132,820,244	124,798,178	8,022,066	699,830	7,922,236	2,746,191	5,176,045	1,798,200	899,400	6.26
1948.....	131,360,758	124,219,359	7,141,397	460,820	6,680,577	2,435,595	4,245,082	1,798,200	899,400	3.47
1949.....	219,618,453	209,964,509	9,653,944	4,266,093	8,417,878	3,485,762	4,932,114	1,798,200	899,400	4.85
1950.....	147,470,151	146,501,893	968,259	460,438	555,761	119,563	4,619,314	1,798,200	899,400	4.26
1951.....	119,657,301	113,711,618	5,945,683	4,007,774	4,937,912	2,261,933	2,676,014	1,798,200	899,400	1.03
1952.....	173,961,755	159,711,143	17,250,612	2,456,437	14,794,175	7,595,010	7,202,165	1,798,200	899,400	8.61
1953.....	257,269,071	236,702,248	20,566,823	2,506,252	17,910,531	9,225,555	8,684,076	1,798,200	899,400	10.10
1954.....	245,086,903	226,410,398	18,676,512	1,169,639	17,506,832	9,728,412	7,778,420	1,798,200	899,400	7.93
1955.....	190,774,316	176,597,907	14,186,433	1,131,119	13,055,320	6,200,000	6,855,320	4,019,074	857,319	6.62

(1957:28 after renegotiation adjustment.)

(Includes \$593,400 declared in July 1941, but held up by court action and paid in Feb., 1943.)

(Includes 10% stock dividend.)

BALANCE SHEETS COMPARATIVE CONSOLIDATED BALANCE SHEET AS OF APRIL 30

(Taken from reports to Securities and Exchange Commission; including wholly-owned subsidiaries)

	1961	1960	1959	1958	1957	1956	1955
ASSETS							
Cash	\$5,041,000	\$13,724,000	\$14,439,000	\$10,093,501	\$13,151,938	\$13,473,326	\$18,228,165
U. S. Govt. secs. (cost)	26,451,000	.....	.....	2,433,793	.....	8,102,885	6,255,038
Notes & acct. receivable	23,050,000	40,539,000	25,501,000	23,693,758	44,815,702	34,950,800	34,951,493
Inventories	32,101,000	52,353,000	50,011,000	35,011,956	66,952,817	53,474,255	47,100,859
Prepaid expenses	708,000	1,323,000	1,152,000	1,289,191	2,210,167	915,735	.....
Total current assets	\$58,251,000	\$107,941,000	\$91,106,000	\$91,582,198	\$127,160,624	108,947,001	105,588,553
Invest. in uncons. subs.	3,000,000	2,817,000	2,926,000	3,205,039	1,811,202	1,390,219	1,727,217
Invest. in Republic Aviation	5,143,000	.....	.....	.....	.....	.....	.....
Long term receivables, etc.	1,150,000	583,000	749,000	722,103	589,601	2,051,238	2,446,916
Property, plant and equipment	150,723,000	145,093,000	144,601,000	131,151,269	132,615,067	127,597,652	121,053,639
Less: Depreciation reserve	76,231,000	73,559,000	72,070,000	69,159,972	66,004,839	62,509,114	57,997,549
Net property account	74,492,000	71,534,000	72,531,000	67,991,317	66,610,187	65,088,538	63,056,090
Total	\$172,071,000	\$182,883,000	\$167,312,000	\$153,500,657	\$198,471,617	\$177,476,694	\$172,818,609
LIABILITIES							
Accounts payable, etc.	\$11,801,000	\$24,336,000	\$26,162,000	\$16,555,957	\$25,275,531	\$23,786,364	\$21,393,097
Accrued taxes	3,639,000	5,824,000	3,120,000	8,293,994	10,158,150	7,689,131	10,290,169
Notes payable (banks) .....	.....	.....	.....	.....	34,000,000	21,500,000	21,000,000
Dividends payable	1,036,000	1,401,000	951,000	1,220,000	1,220,000	1,370,011	1,258,278
Long term debt due within year .....	.....	.....	.....	.....	.....	951,000	951,000
Total current liabilities	16,079,000	31,561,000	30,245,000	26,069,951	70,653,690	55,298,506	54,922,494
Long term debt	33,849,000	30,174,000	16,421,000	5,141,000	6,364,000	7,953,000	8,801,000
(Inc. for deferred Fed. income taxes	2,697,000	2,064,000	1,968,000	1,756,317	1,429,003	931,463	.....
5% preferred stock (\$50 par) .....	.....	.....	.....	.....	.....	6,873,350	23,519,550
Common stock (\$25 par)	35,500,000	35,461,000	35,451,000	35,417,606	35,317,858	31,501,175	21,432,969
Capital surplus	32,242,000	32,216,000	32,210,000	32,207,006	32,052,972	29,087,466	20,877,291
Earned surplus	51,101,000	51,401,000	51,016,000	52,815,747	50,651,031	45,778,035	43,162,412
Total capital stock & surplus	118,846,000	119,081,000	118,677,000	120,500,359	118,024,919	113,243,026	103,992,325
Total	\$172,071,000	\$182,883,000	\$167,312,000	\$153,500,657	\$198,471,617	\$177,476,694	\$172,818,609
Net current assets	\$71,575,000	\$71,380,000	\$60,861,000	\$55,482,247	\$56,506,931	\$53,650,495	\$50,600,069
PROPERTY ACQ.—ANALYSIS							
Additions at cost	\$8,540,000	\$8,780,000	\$11,270,000	\$9,889,248	\$8,342,492	\$7,186,197	\$14,584,457
Retirements or sales	2,846,000	8,234,000	3,701,000	4,171,741	3,091,503	3,402,562	2,910,815
Other additions	cr 169,000	cr 59,000	cr 65,000	cr 161,279	cr 233,571	2,759,978	cr 69,647
DEPREC. RESERVE—ANALYSIS							
Additions charged to p. & i.	\$5,292,000	\$6,433,000	\$6,090,000	\$3,934,323	\$5,491,723	\$5,160,901	\$1,453,550
Retirements or sales	2,617,000	4,944,000	3,160,000	2,875,173	1,998,962	2,012,157	1,751,428
Other additions .....	.....	.....	.....	91,914	.....	1,363,421	.....

(1956: Represents additions to fixed assets through acquisition of Key Co.)

(Includes unbilled charges (1961, \$1,431,000).)

(At cost or less and not in excess of market.)

(1961: Comprises \$15,000 cost of capital stock of SLPX, \$2,971,000 paid by ACF Industries, Inc. to a subsidiary of SLPX First Corp. for option to purchase railroad cars at depreciated book value less amount paid for options, and \$15,000 representing installment notes receivable from a company in SLPX group.)

(Relating to accelerated amortization of facilities under certificate of necessity and

use of declining balance depreciation for tax purposes.)

(1951: Book Values

Land & Impr. \$3,567,000

Structures

Mach. & equip. 22,518,000

Railroad cars 67,977,000

Constr. in prog. 66,319,000

Total

(1953: Represents related reserve of additions to fixed assets through acquisition of

Modern Manufacture, Inc.

1956: Represents related reserve of additions to fixed assets through acquisition of

Key Co. After crediting \$154,034 upon acquisition of another company.

1957: After crediting \$2,965,506 resulting from conversion of preferred stock into common stock.

1958: After crediting \$8,210,172 resulting from issuance of common stock in amount in excess of par value.

1955: After crediting \$1,420,191 resulting from issuance of common stock in amount in excess of par value.

Depreciation Policy: Until April 30, 1960, company used declining balance method for certain assets. Beginning May 1, 1960, changed to straight-line method for financial accounting but will continue to use declining balance method in computing current federal income tax payments. Provision has been made for resulting deferred income taxes. As a result of change, depreciation for year ended April 30, 1961, was reduced by approximately \$1,702,000 and net income increased by \$377,000.

Maintenance costs and dies, patterns, small tools, etc., are charged to operating expenses. Additions and betterments are charged to property accounts. With exception of railroad cars, original cost of normal property retirements less salvage is charged to depreciation reserve. When railroad cars are retired, asset and accumulated depreciation amounts are removed from accounts and resultant gain or loss is reflected in income account.

General Notes

(a) Consolidated statements include all subsidiaries except SHPX First Corp. and its subsidiary companies.

(c) Fiscal 1961 pension contribution totaled \$1,347,000 (1960, \$2,553,000). In 1959, policy changed by not taking maximum allowable tax deduction. Unfunded past service benefits, at May 1, 1961, \$17,109,000.

SHPX First Corp. and Subsidiaries (not consolidated).

Consolidated Income Account, years ended Apr. 30:

R.R. car rentals .. 1961 1960

\$11,056,000 \$9,435,000

Oper. expenses ..	1,298,000	1,312,000
Depreciation ..	4,142,000	4,067,000
Operating profit ..	5,616,000	4,028,000
Other income ..	235,000	163,000
Total income ..	5,851,000	4,191,000
Interest paid ..	2,068,000	1,670,000
Fed. income taxes ..	1,855,000	1,306,000
Net income ..	1,810,000	1,233,000

Consolidated Balance Sheet, as of Apr. 30:

Assets:	1961	1960
Cash ..	\$3,140,000	\$1,281,000
U. S. Govt. secur. ..	3,382,000	3,440,000
Nts. & accts. rec. ..	83,000	110,000
Prepaid expenses ..	40,000	28,000

Tot. cur. assets ..	\$6,615,000	\$1,859,000
Int. in car lse. pay. ..	14,000	93,000
Other assets ..	1,019,000	2,019,000
Railroad cars ..	17,039,000	13,621,000
Less: Deprce. res. ..	18,062,000	13,937,000

Net prop. acct. ..	53,977,000	49,681,000
--------------------	------------	------------

Total assets ..	\$65,626,000	\$56,655,000
Liabilities:		
Notes payable ..	\$3,479,000	\$5,513,000
Due to affil. ..	455,000	71,000
Accts. pay. & acer. ..	325,000	291,000
Acct. Fed., state, etc., taxes ..	1,169,000	574,000

Total cur. liab. ..	\$7,493,000	\$6,552,000
---------------------	-------------	-------------

Notes payable ..	42,620,000	(236,653,000)
Due to affiliates ..	14,000	66,000
Future deliv. un-der car. pur. op. ..	2,971,000	2,706,000
Res. for defer. inc. taxes ..	5,612,000	5,031,000
Cap. stk. (par \$100) ..	15,000	15,000
Earned surplus ..	7,436,000	5,596,000

Total liabilities .. \$65,626,000 \$56,655,000

With respect to certain railroad cars owned Shippers' Car Line has paid a total of 1961, \$2,971,000 (1960, \$2,706,000), for options to purchase these cars at any time at their net depreciated book value, with privilege of applying this amount to purchase price thereof. Equal amounts are shown as assets in company's consolidated balance sheets.

Secured long term debt, at 3 1/2% to 5 1/2% interest, summarized as follows:

\$2,400,000 collateral notes due serially to Sept. 1, 1961.

\$20,153,600 chattel mortgage notes due serially to Apr. 1, 1971, \$132,000 promissory notes due serially to Jan. 10, 1971, \$15,216,000 equipment notes due serially to Aug. 10, 1971; \$3,602,000 equipment notes due in quarterly installments to 1976.

Above includes \$3,479,000 portion due within one year.

FINANCIAL & OPERATING DATA

Statistical Record, Fiscal Years

	1961	1960	1959	1958	1957	1956	1955
Earnings per share—common ..	\$2.22	\$2.77	\$1.21	\$5.51	\$6.39	\$6.03	\$6.63
Dividends per share—common ..	\$2.50	\$2.50	\$2.50	\$1.00	\$1.00	\$1.00	\$1.00
Price Range—common ..	\$3.38	\$2.35-4	\$7.46-1	49 1/2-37 1/2	64 1/2-38 1/2	71 1/2-55	71-46 1/2
Net tangible assets per sh.—common ..	\$33.69	\$83.95	\$83.63	\$81.93	\$83.51	\$84.41	\$105.18
Number of shares—preferred ..	1,419,395	1,418,410	1,418,071	1,417,901	1,412,714	1,260,167	657,319
—common ..							

Financial & Operating Ratios

Current assets+current liabilities ..	5.23	3.42	3.01	3.13	1.80	1.97	1.92
% cash & sec. to curr. assets ..	35.69	12.71	15.85	21.00	10.31	17.97	23.16
% inventory to curr. assets ..	36.38	49.50	51.89	42.92	52.65	49.03	41.61
% net curr. assets to net worth ..	60.22	61.14	51.29	46.04	47.83	47.33	46.49
% property depreciated ..	50.58	50.70	49.84	50.43	49.77	48.92	47.91
% ann. depr. & amort. to gross prop. ..	3.58	4.47	4.26	4.46	4.32	3.65	3.74

Capitalization:

% Subs. and other long term debt. ..	22.17	20.22	12.16	4.00	5.12	7.31	7.55
% preferred stock ..						5.63	19.95
% common stock & surplus ..	77.83	79.78	87.84	95.91	94.88	87.05	72.50

Sales+Inventory

Sales+receivables ..	6.72	5.01	3.51	8.42	4.40	4.59	4.05
% sales to net property ..	9.01	6.50	7.01	11.43	6.57	7.03	5.60
% sales to total assets ..	253.78	368.19	246.41	433.72	442.23	377.31	302.54
% net inc. to total assets ..	125.41	144.11	106.82	192.11	143.94	139.38	110.39
% net inc. to net worth ..	1.89	2.13	1.02	5.11	4.60	4.52	3.97
% net income to net worth ..	2.73	3.30	1.41	6.52	7.65	7.07	6.30

Analysis of Operations

Sales ..	100.00	100.00	100.00	100.00	100.00	100.00	100.00
Cost of sales ..	81.69	85.16	83.97	81.00	83.11	83.09	81.57
Sell., gen. & adm. exp. ..	9.43	8.22	11.49	7.52	8.17	8.31	8.62
Deprec., renew., etc. ..	2.51	2.40	3.41	2.67	1.91	1.90	2.37
Operating profits ..	3.37	4.18	1.70	6.34	6.75	6.20	7.41
Income deductions ..	0.53	1.23	0.19	.95	0.52	0.43	0.60
Net income before income taxes ..	2.84	2.95	1.51	5.39	6.22	5.77	6.85
Income taxes ..	1.31	1.39	0.55	2.73	3.15	2.51	3.25
Net income ..	1.53	1.49	0.96	2.66	3.07	3.26	3.60

(Calendar years.)

LONG TERM DEBT

1. Shippers' Car Line Corp., debenture 3 1/4%, series B, due 1952:

AUTHORIZED—\$3,500,000; outstanding, April 30, 1961, \$300,000.

ASSUMED—By ACF Industries, Inc.

DATED—July 1, 1917.

MATURITY—July 1, 1962.

INTEREST—J&J 1 at office of trustee.

TRUSTEE—Chemical Bank N. Y. Trust Co., New York.

CALLABLE—As a whole or in part at any time at 103 to June 30, 1950 and 1/4% less each year thereafter.

Also callable for sinking fund, which see.

SINKING FUND—\$300,000 annually July 1.

SECURITY—Not secure by any lien.

OFFERED—(\$3,500,000). Sold privately July 1, 1917.

2. Notes Payable: Outstanding, Apr. 30, 1961, \$2,401,000 4 1/2% notes due serially to 1969. Other details not reported.

3. Term Loans Outstanding, Apr. 30, 1961, \$25,000,000 5 1/4% notes payable annually May 1, 1962-79.

Amended agreement restricts payments of cash dividends, etc., after April 30, 1962 to \$2,337,000 plus 8 1/2% of consolidated net earnings thereafter.

Proceeds to restore working capital expended for fixed assets, including additions to leased fleet of Shippers' Car Line division.

4. Mortgage Notes: Outstanding, Apr. 30, 1961, \$2,470,000 5 1/4% chattel mortgage notes due Aug. 1, 1974. Proceeds for general funds.

5. ACF Industries, Inc. equipment 4 1/4%, series A, due serially to 1975.

Authorized, \$3,075,000; outstanding, Apr. 30, 1961, \$1,075,000. Held privately.

Dated Nov. 1, 1960; due \$205,000 annually to Nov. 1, 1975. Interest M&N 1 at United States Trust Co., New York, trustee. Coupon, \$1,000; registerable as to principal; fully registered, \$1,000 and multiples. C&R interchangeable.

Secured on 538 tanks cars costing \$6,050,000. Unconditionally guaranteed as to principal and interest by ACF Industries, Inc.

Issued for acquisition of tank cars.

6. ACF Industries, Inc. equipment 4 1/4%, series B, due 1980:

Authorized, \$1,635,000; outstanding, \$1,635,000. Held privately.

Dated Nov. 1, 1960; due Nov. 1, 1980. Interest M&N 1 at United States Trust Co., New York, trustee. Coupon, \$1,000; registerable as to principal; fully registered, \$1,000 and multiples. C&R interchangeable.

Callable in part for sinking fund annually beginning May 1, 1961 and as a whole at any time on or after Nov. 1, 1970 as provided. Annual sinking fund, each May 1, 1961-79, of rental sufficient to redeem \$1,750 series B certificates.

For security, guaranty and purpose, see series A certificates above.

7. ACF Industries, Inc. equipment 4 1/4%, due Jan. 15, 1977:

Authorized, \$5,175,000; outstanding, Feb. 15, 1962, \$5,175,000.

Dated Feb. 15, 1962; due \$345,000 through sinking fund each Jan. 15 to 1977. Interest J&J 1 1/2% United States Trust Co., New York, trustee.

Secured on 478 railroad cars costing \$6,735,000. Unconditionally guaranteed as to principal and interest by ACF Industries, Inc.

CAPITAL STOCK

1. ACF Industries, Inc. common stock; par \$25:

AUTHORIZED—1,675,000 shares; outstanding, Apr. 30, 1961, 1,419,999 shares; in treasury,

19,225 shares; reserved for options, 72,935 shares; par \$25 (changed from \$100 par in March, 1925, 2 no par shares issued for each \$100 share and to \$25 par in Sept., 1952, share for share).

Dividend Record (in \$)

(\$100 par shares)			
1893...	Nil	1900...	\$1.00
1903...	4.00	1901-02	\$2.00
1907-08	5.00	1903-06	Nil
1919...	9.00	1909-16	2.00
		1917-18	8.00
		1925...	6.00
		(no par shares, after 2 for 1 split)	
1925...	5.00	1926-30	6.00
1932-35	Nil	1931...	2.75
1911-42	Nil	1937...	0.25
1943-49	3.00	1938-40	Nil
1952...	0.75	1941...	2.50
		1944...	2.50
		1951...	2.00

(625 par share)

1952... 0.75 1953... 5.00 1954... 4.75

1955... 3.75 1956-57 4.00 1958... 2.67 1/2

1959-61 2.50 (1962... 0.62 1/2)

(Also 10% in stock, Sept. 25, 1952.

To Mar. 15.

VOTING RIGHTS—One vote per share.

PREEMPTIVE RIGHTS—Full rights.

LISTED—New York Stock Exchange; unlisted trading on Boston and Pacific Coast Stock Exchanges.

TRANSFER AGENT—Morgan Guaranty Trust Co., New York.

REGISTRAR—Manufacturers Hanover Trust Co., New York.

Stock Options held by key executive and managerial employees at June 2, 1961, on common shares at prices from \$11.87 1/2 to \$59.25 per share.

AMERICAN RADIATOR & STANDARD SANITARY CORPORATION

CAPITAL STRUCTURE

LONG TERM DEBT

1. Term notes payable
2. Foreign subsidiary notes

CAPITAL STOCK

1. 7% cumulative preferred
2. Common

(Issued privately.)

Rating	Amount	Times		Charges Earned	Interest	Call	Price Range	
	Outstanding	1961	1960		Dates	Price	1961	1962-61
(U...)	\$13,000,000	241.82	281.45		{.....	...	(U...)	(U...)
(D...)	2,393,720				{.....	...	(D...)	(D...)
Par	Amount	Earned per Sh.		Divs. per Sh.	Call	Price Range		
Value	Outstanding	1961	1960	1961	1960	Price	1961	1962-61
\$100	43,864 shs.	\$317.53	\$300.64	\$7.00	\$7.00	175	146-139 1/2	183-70
5	11,476,301 shs.	1.19	1.10	0.80	0.75	...	17 1/2-12 1/2	29 1/2-3 1/2

HISTORY

Incorporated in Delaware Mar. 26, 1929. At holding company to acquire American Radiator Co. and Standard Sanitary Manufacturing Co. Both American Radiator Co. and Standard Sanitary Manufacturing Co. had been incorporated in New Jersey in 1922.

On Jan. 31, 1939, company's two principal subsidiaries, American Radiator Co. and Standard Sanitary Manufacturing Co., were dissolved and effective Feb. 1, 1939, operations were combined into a single operation since conducted by American Radiator & Standard Sanitary Corp.

Among acquisitions in 1929 were Campbell Metal Window Corp., Thos. Maddock's Sons Co. and C. F. Church Manufacturing Co. In 1930 acquired Murray Radiator Corp. In 1931 Central Supply Co., Cochran-Sargent Co. of St. Paul, in 1933 the Ross Heater & Manufacturing Co. of Buffalo, N. Y. Campbell Metal Window Corp. was sold in 1939.

In 1941, Humphrey's Coal & Coke Co., Standard Air Conditioning, Inc. and Standard Sanitary Mfg. Co. (Del.), wholly-owned subsidiaries, were dissolved and company's interest in Compania Roca Radiadores, Spanish subsidiary, was sold.

Tonawanda Iron Corp., former wholly-owned subsidiary, was dissolved in 1945 and is now operated as a division.

In 1951, sold Standard Sanitary Mfg. Co., S. A., Mexican subsidiary, and dissolved Heating & Plumbing Finance Corp., a domestic subsidiary and Heating & Plumbing Finance, Ltd., Canadian subsidiary.

Acme Metal Products Corp., former wholly-owned subsidiary was dissolved in 1952 and company took over its operations. On June 30, 1952 Ross Heater & Mfg. Co. was merged into Kewanee Boiler Corp., a wholly-owned subsidiary and name changed to Kewanee-Ross Corp. (dissolved in 1955).

In Jan., 1951, Detroit Controls Corp., a subsidiary, acquired Belknap Manufacturing Co., Bridgeport, Conn. (dissolved June 30, 1954). On Oct. 31, 1953, Detroit Controls acquired Control Engineering Corp., Norwood, Mass. (see Moody's 1955 Industrial Manual).

On July 1, 1955 Ideal-Standard G.m.b.H., a European subsidiary, purchased Rheinkalte A. Freundlich Kommanditgesellschaft.

On Jan. 30, 1956, merged Mullins Mfg. Corp. Company issued 11 1/10 common shares for each common share of Mullins Mfg., which was operated as Youngstown Kitchens division.

In 1956, American Blower Corp. and C. F. Church Mfg. Co. (dissolved) became divisions.

Effective July 1, 1956, Standard Sanitary & Dominion Radiator Ltd., a subsidiary, changed name to American-Standard Products (Canada) Ltd. and at same time two other affiliated Canadian companies—Canadian Sirocco Co., Ltd. and Kewanee-Ross of Canada Ltd.—became a part of this company.

On Nov. 30, 1956, Schable Foundry and Brass Co. (formerly Schable Co.), a subsidiary of Mullins Manufacturing Corp. prior to merger, was dissolved and on Dec. 1, 1956, a new Schable company (a sales company) was incorporated.

In June 1956, Youngstown Pressed Steel Co. (an inactive subsidiary) was dissolved.

In Apr., 1957, Ideal Standard (Belgium subsidiary), acquired Societe Belge Pour la Fabrication d'Appareils Sanitaires "Sanibel" S.A.-Houdeng-Goegnies. In June, 1957, Detroit Controls Corp. (Mich.), wholly-owned, was dissolved and became a division.

In Mar., 1959, American-Standard Products (Canada) Ltd. formed American-Standard do Brasil-Comercio E Administracao Ltda., a holding company, which owns operating company—Ideal-Standard S.A.—Industria E Comercio, a ceramic plumbing fixture manufacturing company in Brazil. In 1960 Canadian company's interest in Brazilian holding company was acquired by American Radiator & Standard Sanitary Corp.

In Jan., 1959, American-Standard Industrial Division was formed by combination of American Blower, Kewanee Boiler and Ross Heat Exchanger Divisions.

Military Products Division, Norwood, Mass. was sold in 1960.

In Nov., 1960 acquired assets of Rochester Mfg. Co., Inc., manufacturers of instruments and controls, with plants in Rochester, N. Y. and Monrovia, Cal.

In Sept., 1960, American-Standard consented to entry of a judgment ending suit brought

by Department of Justice on Mar. 30, 1956, claiming that the merger with Mullins Manufacturing Corp. violated Section 7 of the Clayton Act. The court did not rule on whether anti-trust laws had been violated.

On Nov. 15, 1961, in compliance with court judgment of Sept. 20, 1960, net assets of Youngstown Kitchens Division were sold.

SUBSIDIARIES

Subsidiaries, 100% of whose voting power was owned on Dec. 31, 1961, were as follows: Name, place of incorporation and business:

American Radiator Co., Del.
Standard Sanitary Mfg. Co., New Jersey.
The Schable Co. (Ohio)
American-Standard Products (Canada) Ltd., Ontario, Can.
Gurney Dominion Furnaces Ltd. (Canada)
Ideal-Standard Ltd. (Jamaica)
American-Standard do Brasil-Comercio E Administracao S.A. (Brazil)
Ideal Standard S. A.—Industria E Comercio (Brazil)

Amstan Corp., (Del.)—Inactive
Amstan International Ltd. (Del.)—Inactive
Amstan Overseas Ltd. (Del.)
Rochester Manufacturing Co., Inc. of Cal.
European subsidiaries (percentage of ownership not stated):

Ideal-Standard Ltd. (England)
Ideal Warming Investment Co. Ltd. (Eng.) Inactive.
Ideal Bath Co. Ltd. (England) Inactive.
National Radiator Co. Ltd. (England) Inactive.
Standard Sanitary & Bath Co. Ltd. (Eng.) (Inactive).

Ideal Rollers & Radiators Ltd. (England)
Ideal Standard A. B. (Sweden)
Ideal Standard S.A. (Belgium)
Chaudieres et Radiateurs "Ideal" S.A.—(Belgium)—In liquidation.

Ideal Standard (Holland) N. V.
Ideal-Standard A. G. (Switzerland)
Idealstan Ltd. (Switzerland)
Ideal-Standard S. A. (France)
Ideal-Standard G.m.b.H. (Austria)
Ideal-Standard G.m.b.H. (Germany)
Ideal-Standard S. p. A. (Italy)
Societa Nazionale dei Radiatori (Italy) Inactive.

Two additional companies (in Germany and Italy) administer employee pensions.

BUSINESS & PRODUCTS

Company is a leading manufacturer and an important supplier of following products:

For homes: Bathrooms, kitchens, air conditioning, heating, water heaters.
For educational buildings: Air Conditioning, heating and ventilating, plumbing fixtures, furniture panels, boilers, water heaters.

For commercial and institutional buildings: Air conditioning, centrifugal refrigerators, heating and ventilating, plumbing fixtures, valves, boilers, water heaters.

For public utility power plants: Fluid drives, mechanical draft blowers, controls, low level economizers, fly ash precipitators, coil type air preheaters, gauges.

For processing industries: Fluid drives, centrifugal compressors, fans and blowers, dust collectors, controls, refrigeration units, valves, heat exchangers, gauges.

For manufacturing industries: Thermostatic controls, appliance controls and accessories, furniture panels, metal stampings, oil coolers, molded plastics, precision micro-switches, gauges, refrigeration specialties, pig iron, vehicle instrumentation, valves.

For advanced technological areas of government and industry: Atomic reactors, advanced instrumentation, astronautic equipment, research service in metallurgy, nuclear and astronautics.

Has factories in United States, Canada, Brazil and Europe, with offices or representation in many leading cities of the world.

The heating and plumbing lines are the most important products from the viewpoint of volume and profits.

The company and its subsidiaries maintain 120 sales offices and 61 wholesale distribution points (Amstan Division) in the United States; also 16 sales offices in Canada. European subsidiaries have 15 sales offices in principal European cities.

U. S. Operating Divisions: Air Conditioning, New York; Amstan Supply, Pittsburgh, Pa.; Advanced Technology Laboratories, Mountain View, Cal.; Controls, Detroit, Mich.; C. F. Church, Holyoke, Mass.; Industrial, Detroit, Mich.; Plumbing and Heating, New York; Tonawanda Iron, North Tonawanda, N. Y.

PRINCIPAL PLANTS & PROPERTIES

The company and its subsidiaries operate 23 plants and 2 laboratories in the United States. Canada operates 4 plants and Brazil 1. European subsidiaries have 19 plants and 1 laboratory.

Products and Plants of Parent Company

Boilers, metal stamping, enameling, water heaters, oil burners and radiators, Buffalo, N. Y.; enamelled iron, Baltimore, Md. and Richmond, Cal.; enamelled iron and brass Louisville, Ky.; furnaces, warm air and air conditioning, Buffalo, N. Y., and Elyria, O.; vitreous china, Kokomo, Ind., San Pablo, Cal., New Orleans, La., Tiffin, O., Trenton, N. J., Plainfield, Conn. and Torrance, Cal.; radiators, Bayonne, N. J.; pig iron, No. Tonawanda, N. Y.; food waste disposal units and plumbing fittings, Cincinnati, O.; steel boilers, Kewanee, Ill.; heat exchangers, Buffalo, N. Y.; air filters, air washers, air conditioning apparatus, blowers, dryers, dust collectors, fluid drives for marine and industrial use, etc., plants at Detroit, Mich., Columbus, Ohio, and San Leandro, Cal.

Toilet seats and plastic products. Plants at Holyoke and Monson, Mass., and Brattleboro, Vt.

Temperature and pressure gauges and controls for oil and gas heating, diesel engines, aircraft oil coolers, valves and controls for refrigeration and air conditioning, control valves for washing machines, electronic and electro-mechanical control components, low pressure radiator valves and 100 to 125 lb. gate globe and check valves at Detroit, Mich., Stratford, Conn., Rochester, N. Y. and Monrovia, Cal.

Products and Plants of Subsidiaries

American-Standard Products (Canada) Ltd. (Toronto, Can.): Boilers and radiators, bath tubs, sinks, toilets, plumbing fixtures, warm air furnaces, air conditioning, air handling equipment, fluid drives, dust collectors, centrifugal compressors, heat exchangers, and surface condensers. Plants at Toronto and Windsor, Ont.

Brazilian company: ceramic plumbing fixture plant at Jundiai, Brazil.

Plants of European Affiliated Companies

Austria: Wiener Neustadt.
Germany: Neuss (2) and Dusseldorf.
Belgium: Vervore and Houdon
England: Hull (3)
France: Argenteuil, Aubnay, Autun, Blanc-Mesnil, Clichy, Dammarie, Dole
Italy: Brescia (2), Florence
Switzerland: Dittlikon

Capital Expenditures: In 1961 expenditures totaled \$3,234,951 in United States and \$6,172,180 in Canada and Europe for production and distribution facilities. Total for 1960 was \$15,216,672.

MANAGEMENT

Officers

J. A. Grazer, President
P. M. Augenstein, Exec. Vice-Pres.
J. C. Linsentmeyer, Exec. Vice-Pres.
W. C. Cawthen, Vice-President
W. H. Chaffee, Vice-President
G. F. Gamber, Vice-President
J. K. Miller, Vice-President
H. L. Spindler, Vice-President
L. C. Ward, Vice-President
D. A. De Wahl, Secretary
J. L. Briggs, Treasurer
B. F. Van Wormer, Comptroller
S. A. Woodd-Cahusac, Asst. Treas.
R. D. Andrew, Asst. Secretary
H. W. Stiert, Asst. Comptroller

Directors

M. A. Brown, Chicago
E. N. Culler, Jr., New York
A. R. Fisher, Clearwater, Fla.
J. A. Grazer, New York
J. C. Griswold, New York
J. C. Linsentmeyer, New York
D. L. Luke, New York
G. P. MacNichol, Jr., Toledo, O.
A. C. Naglo, New York
L. C. Ward, New York
H. S. Wingate, New York
H. B. Woodman, New York

Auditors: Arthur Young & Co.

General Counsel: Sullivan & Cromwell, New York.

Annual Meetings: 2nd Thursday in Apr.

No. of Stockholders: Dec. 31, 1961: Preferred, 563; common, 75,132.

No. of Employees (in U. S.): 1961 (aver.), 18,300; U. S. and foreign (aver.), 35,100.

Executive Offices: 40 West 40th St., New York 18.