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MOODY'S MANUAL OF INVESTMENTS

AMERICAN AND FOREIGN

INDUSTRIAL SECURITIES

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INCOME SHEETS

COMPARATIVE CONSOLIDATED BALANCE SHEET, AS OF JUNE 30

	1947	1946	1945	1944	1943	1942	1941
ASSETS							
Government securities	\$3,297,852	\$2,420,420	\$2,477,343	\$1,565,793	\$2,447,297	\$1,360,615	\$1,258,069
Receivables (net)	9,061,714	12,081,098	12,282,119	13,290,933	1,002,306	2,591,204	2,253,631
Inventory (lower of cost or market)	1,367,290	1,218,426	1,716,354	1,304,875	2,157,637	9,125,773	7,013,239
Total current assets	\$22,655,695	\$22,097,567	\$22,706,168	\$23,889,248	\$15,574,063	\$13,280,412	\$10,529,989
Plant, machinery, etc.	\$8,084,401	\$7,552,500	\$6,125,797	\$5,478,728	\$8,458,697	\$8,335,617	\$8,198,554
Depreciation reserve	3,598,639	3,546,309	3,340,653	3,137,641	4,374,803	3,971,317	3,614,289
Pat. rights, machy., etc.	4,485,761	4,006,192	2,785,144	2,341,088	4,083,894	4,364,300	4,494,266
Investments, etc. (less loss res.)	373,896	247,928	182,237	153,492	173,405	171,517	169,724
War tax refund	4,639	4,773	4,906	4,039	4,337	4,908	10,382
Insurance, etc.	181,105	164,977	352,380	352,380	483,663	305,921	181,574
Goodwill	500,000	500,000	500,000	500,000	---	---	---
Total	\$28,201,096	\$27,021,437	\$26,732,546	\$27,386,839	\$20,719,056	\$18,127,058	\$15,335,935
LIABILITIES							
Accounts payable	\$440,665	\$421,875	\$481,610	\$248,692	\$353,333	\$106,667	\$106,667
Notes payable	327,335	288,043	327,869	343,909	\$11,317	202,301	172,812
Other liabilities	490,384	360,994	164,437	653,104	488,472	403,845	280,371
Federal tax reserve	---	---	---	---	3,713,291	2,751,720	859,778
Total current liabilities	\$1,258,384	\$1,070,912	\$973,915	\$1,245,705	\$4,566,413	\$3,464,532	\$1,419,628
Reserve for contingencies	\$697,281	\$313,552	\$307,024	\$299,016	\$611,652	\$515,632	\$365,999
Insurance, etc., reserve	---	---	---	---	---	75,896	77,924
Payable—bank loan	---	---	---	---	1,173,333	1,280,000	1,386,667
Common stock	4,864,581	4,864,581	4,864,581	4,864,581	4,864,581	4,865,103	4,935,251
Surplus	662,250	662,250	662,250	662,250	662,250	662,250	662,250
Retained surplus	20,718,601	20,110,142	19,924,776	20,315,288	8,840,828	7,263,645	6,538,217
Total	\$28,201,096	\$27,021,436	\$26,732,546	\$27,386,839	\$20,719,056	\$18,127,058	\$15,335,935
Net current assets	\$21,397,311	\$21,026,655	\$21,732,253	\$22,643,543	\$11,007,650	\$9,815,830	\$9,110,361

General income and excess profits tax provisions less U. S. Treasury notes: 1947, \$1,880,000; 1946, \$1,755,000; 1945, \$1,963,800; 1944, \$7,000,000; 1943, \$2,490,019; 1942, \$503,419.

STATISTICAL RECORD

	1947	1946	1945	1944	1943	1942	1941
Price per share	\$3.76	\$2.23	\$1.51	\$1.92	\$2.53	\$2.00	\$1.97
Number of shares	800,589	800,589	800,589	800,589	800,589	800,675	812,220
Dividends per share	\$3.00	\$2.00	\$2.00	\$3.50	\$1.00	\$1.00	\$1.00
Price range	36 1/4-29 1/4	39-29 1/4	36 1/4-27 1/4	35 1/4-29	37 1/4-16 1/4	16 1/4-11 1/4	14 1/4-11 1/4
Net tangible assets per share	\$32.78	\$32.02	\$31.79	\$32.28	\$17.95	\$15.98	\$14.94

Calendar years.

Fiscal years.

On adjusted earnings (see under income accounts above), \$2.44 per share.

CAPITAL STOCK

1. Allied Mills, Inc. common; no par.
2. Authorized—2,000,000 shares; issued, 1,105,000 shares; outstanding, 800,589 shares; in treasury, 304,468 shares; no par.

Dividend Record (Calendar years)			
Year	Dividend	Year	Dividend
1931-34	NIL	1935-36	\$9.50
1937	\$0.75	1938-40	1.00
1941	1.25	1942	1.00
1943	2.00	1944-46	2.00

CAPITAL STRUCTURE

DEBT

1. 1 1/4% debentures, 1960.
2. 1 1/4% debentures (series 1947), 1960.

CAPITAL STOCK

1. 10% cum. preferred.
2. Common.

Fiscal years. Range since 1938, after 100% stock dividend. Before 100% stock dividend, 1935-38 range 48 1/4-12 1/4. To July 31, 1949, incl., transfer at 103 to July 31, 1950, incl. when price again changes; see text. Range since 1945. Range since 1943 for \$20 par shares. Range since 1935 and to the 5-for-1 split in 1943, 93-46. Includes 42,289 partially paid shares. 1947 range.

HISTORY

Incorporated in Delaware June 29, 1935, as Celotex Corp. in reorganization to the Celotex Co. Latter company was incorporated in Louisiana in 1920 as "Louisiana Celotex Co." June 18, 1932, the latter company was placed in receivership. On Feb. 8, 1935, trustees were appointed under Section 77-B of the Bankruptcy Act. A reorganization plan was submitted under date of May 1, 1934 (subsequently modified), and on Nov. 1, 1935, the assets and liabilities of the predecessor company were transferred to the present company. Details of reorganization appear in 1935 Industrial Manual.

1937, organized English Company, Celotex, Inc. acquired an interest in American Gypsum Co., Port Clinton, Ohio, and in 1939 acquired acquisition of company.

1939-40 acquired Gulf Gypsum Co. of Texas; in June 1943 latter was liquidated.

1944 constructed a plant at London.

1945, Equitized English subsidiary holding company, Texcel, Ltd.

1946, Securities Corp., former holder of 27% of company's common stock distributed practically all such stock to stockholders on Nov. 24, 1941.

1945, acquired properties and business of Texas Cement Plaster Co. located at Longworth, Tex.; manufacturers of gypsum plaster and board.

Aug. 30, 1946, acquired 83 1/3% interest in Dry Products Co.; purchased balance of common stock in 1947 and acquired direct ownership of property and assets including interest in stock of California Mill Supply Co. in waste paper, rags, etc.

1946, acquired properties in Ohio of Weaver-Hall Co. in Aug., 1946.

Dividends payable semi-annually, about J&D 15, to stock of record about M&N 25.

VOTING RIGHTS—One vote per share, with power of cumulation for directors.

PREEMPTIVE RIGHTS—None.

LISTED—On New York Stock Exchange and Chicago Board of Trade.

TRANSFER AGENTS—Continental Illinois National Bank & Trust Co., Chicago, and National City Bank, New York.

THE CELOTEX CORPORATION

	Amount Outstanding	Charges Earned	Interest Dates	Call Price	Price Range
1. 1 1/4% debentures, 1960	\$4,592,000	1947 42.26	1946 41.83	103 1/2	106-101
2. 1 1/4% debentures (series 1947), 1960	3,000,000	---	---	102 1/2	104-93
Par Value	Amount Outstanding	Earned per Sh.	Divs. per Sh.	Call Price	Price Range
1. 10% cum. preferred	258,862 shs.	1947 \$24.25	1946 \$14.89	1.00	21 1/2-19 1/4
2. Common	800,589 shs.	1947 6.59	1946 4.17	1.12 1/2	32 1/2-19 1/4

SUBSIDIARIES

This is principally an operating company. At Oct. 31, 1947, 100% of the voting power was owned in the following companies:

Name, place of incorporation and business.

American Gypsum Co., Ohio, inactive.

El Rey Products Co., California, inactive.

At Oct. 31, 1947, owned less than 100% of voting power in following company.

Celotex, Ltd., England, manufactures and sells Celotex products in British Empire (80%) [1].

Articles of Association of Celotex, Ltd. provide that unless and until number shall be changed as provided therein, number of directors shall not be less than 2 nor more than 5. Holders of first preference shares are entitled to appoint 1 such director. By virtue of its ownership of 100% of deferred shares, Celotex Corp. is entitled to elect remaining directors. At Oct. 31, 1947 there were 5 directors.

Note: At Oct. 31, 1947, company owned 205,328 common shares of South Coast Corp. (see general index) constituting approximately 48% of voting power of all outstanding stock of that company.

BUSINESS & PRODUCTS

The company manufactures building and insulating products, consisting for the most part of products marketed under the trade name "Celotex." These products are manufactured principally from bagasse, the fiber remaining after the juice has been extracted from sugar cane, and are used, among other things, for exterior sheathing, plaster base, exterior and interior finish, for insulating roofs, and as insulation in the manufacture of household refrigerators, railway refrigerator cars, cold storage plants and other products.

The company also manufactures and sells products for correction of acoustical conditions in office buildings, auditoriums, theaters, broadcasting studios, and other places in

part of a former wholly-owned subsidiary, in respect of decision of U. S. Circuit Court of Appeals in connection with infringements of trade-marks.

REGISTRARS—First National Bank, Chicago, and Chase National Bank, New York.

PRICE RANGE—1947 1946 1945

Common—36 1/4-29 1/4 39-29 1/4 36 1/4-27 1/4

Subscription Rights: Stockholders of record May 28, 1937 had the right to purchase 59,125 shares at \$20 per share in the ratio of one share for each 15 shares held. Rights expired June 28, 1937.

which acoustical treatment is desired, including products marketed under the trade names "Acousti-Celotex" and "Muffletone."

The company also is engaged in the manufacture and sale of other types of insulating and building material products, including loose granulated and batt forms of rock wool, roofing products, gypsum plaster, lath and wallboards, and also various items used as accessories in the application of products sold. The company operates under patents and patent rights both of the United States and foreign countries, covering various products, processes and machines, including a series of patents covering material and processes for treating insulating material for protection against damage by dry rot, fungi, termites and other similar hazards.

Markets for Celotex products include general building, to which are sold various products in both the residential and non-residential fields in urban districts, and for farm homes and other farm buildings in the rural districts; the acoustical market, which embraces a large field such as offices, restaurants, industrial plants, schools, churches, etc., where it is desirable to arrest noise and to correct acoustical difficulties; and the industrial field, where Celotex products are widely used in the manufacture of various types of refrigerating equipment, in incubators, air ducts, radio sets, for insulating brick sidings, etc.

Celotex also sells products made by other manufacturers, such as hard boards, which cut, saw and handle like lumber (made by Masonite Corp.), and are used for paneling of all sorts, for decoration, shelving, etc. Celotex (made by various steel companies), a light weight concrete aggregate, is made of expanded molten blast furnace slag, and is used with Portland cement to manufacture precast concrete.

The Celotex Corp. maintains offices throughout the world and has branch offices in 14

cities located in various parts of the United States, including the Pacific Coast.

PRINCIPAL PLANTS & PROPERTIES

The main manufacturing plant is located at Marrero, in Jefferson Parish, La., close to the City of New Orleans. It comprises approximately 143 acres of land.

The company obtains bagasse, the principal raw material, from a number of sugar mills in Louisiana.

A plant at Metuchen, N. J., is located on approximately 14½ acres of land, and contains about 210,000 square feet of floor space, and is used for the manufacture of asbestos cement board products, insulating siding, cements, and asphalt impregnated and coated products. There is also a warehouse and curing building of about 50,000 square feet.

A plant at Port Clinton, Ohio and a plant near Hamlin, Tex. are used in manufacture of gypsum products.

A plant near Lago, Ind. and a plant in Detroit, Mich., are used for production of rock wool insulation products.

Plants at Cleveland, and Avery, O., Madison, Ill., and Los Angeles, Cal. are used in manufacture of roofing products.

Plant of Celotex, Ltd., a subsidiary, is located at Stonebridge Park, London, Buildings,

including office building, etc., have a combined floor area of approximately 141,000 sq. ft. Equipment includes facilities for preparing raw material and fabricating equipment for preparing finished board.

MANAGEMENT

Officers

Bror Dahlberg, President
Carl G. Muench, Vice-Pres. & Chief Eng.
O. S. Mansell, Vice-President
H. W. Collins, Vice-President
C. L. Christensen, Vice-President
F. A. Irvine, Vice-President
G. J. Haan, Asst. Vice-President
A. I. Schimpf, Treasurer
C. W. Johns, Secretary
W. D. Becker, Asst. Secretary
H. W. Conway, Asst. Secretary
J. M. Erickson, Asst. Treasurer
A. F. O. Pfeiffer, Asst. Treasurer
J. W. Franklin, Purchasing Agent
Gates Ferguson, Advertising Manager
G. C. Snyman, Export Manager
Marvin Greenwood, Sales Manager

Directors

C. L. Christensen, Chicago
W. W. Colpitts, New York

Bror Dahlberg, Chicago
A. J. Dallstream, Chicago
P. H. Davis, Chicago
Parrish Fuller, Oakdale, La.
E. B. Wilber, New York
John Irwin, Chicago
O. S. Mansell, Chicago
Carl G. Muench, Chicago
A. C. Simmonds, Jr., New York
General Counsel: Pam. Hurd & Rehn, Chicago.
Annual Meeting: Third Tuesday in February.

Number of Stockholders: Oct. 31, 1947

Number of Employees: Oct. 31, 1947

General Office: 120 So. La Salle St., Chicago 3, Ill.

Management Compensation Plan: For year bonus payments are based on the dated net earnings (as defined) in excess of \$1,100,000 and are limited in case of Dahlberg to \$62,500 (ii) C. G. Muench 875 and (iii) certain other employees of combined annual compensation rate employees, such amount to be distributed in accordance with their respective salaries, such modifications as are designated by president.

INCOME ACCOUNTS

COMPARATIVE CONSOLIDATED INCOME ACCOUNT, YEARS ENDED OCT. 31

	1947	1946	1945	1944	1943	1942	1941
Net sales	\$46,872,120	\$33,090,464	\$22,185,651	\$20,693,859	\$22,598,269	\$23,510,364	\$19,110,588
Cost of sales and expenses	35,668,208	25,425,359	20,041,957	19,099,196	20,017,438	19,110,588	18,110,588
Deprec., depletion & amortization	925,048	557,250	770,782	816,481	612,724	534,526	447,250
Operating profit	10,278,864	7,107,856	1,372,912	978,182	1,968,107	3,865,150	3,107,250
Other income	354,220	459,661	244,357	194,410	166,739	115,787	134,250
Total income	10,633,084	7,567,517	1,617,269	1,172,592	2,134,846	3,980,937	3,241,500
Interest on funded debt	153,075	160,225	114,459	111,391	135,072	143,543	131,250
Other interest	85,040	8,135	---	3,394	18,485	8,890	1,250
Debt discount and expense	10,952	10,139	13,580	15,057	37,664	51,232	1,250
Debt expense written off	---	---	---	---	225,254	---	---
Other deductions	108,487	100,524	304,296	176,289	49,627	37,369	1,250
Federal income taxes	3,963,867	2,476,186	400,920	320,500	367,363	549,289	84,250
Excess profits tax	---	952,300	157,220	6,200	834,077	1,972,100	673,250
Post-war credit—excess profits tax	---	---	---	cr 48,120	cr 20,588	cr 30,000	---
Debt retirement credit	---	---	---	---	cr 63,400	---	---
Other inc. taxes & conting. tax res.	83,732	35,682	21,268	25,604	21,092	124,547	168,250
Net profit	6,227,929	3,824,324	605,525	562,276	530,199	1,123,967	1,741,250
Preferred dividends	256,863	256,862	170,752	156,863	148,863	147,112	107,250
Common dividends	968,628	830,513	377,772	377,759	325,293	471,901	704,250

Surplus for year \$5,002,438

1945 includes amortization on accelerated basis (\$268,910 after deducting \$150,486 applicable taxes).

1946: Before debiting \$456,634 provision for additional Federal income and excess profits taxes and interest for prior years (while basis and amount are being protested, this provision has been made for the entire amount computed on basis as proposed by the Treasury Dept.) and crediting \$49,556 applicable net adjustments of depreciable assets.

1945: Before debiting \$120,321 costs and expenses relative to sale of 100,000 additional preferred shares.

1941: Before crediting \$85,596 net adjustment of provision for depreciation for prior years and \$56,786 restoration of provision made at Oct. 31, 1938 for payment of first preference dividends of Celotex, Ltd.

After renegotiation refund subject to final approval net profit was \$931,187.

Includes \$47,500 credit due to carry back

to prior year of unused excess profits credit of current year.

1945: Includes \$175,226 write-off of redemption premium and unamortized discount on expense on debenture 3½s redeemed during year.

General Notes

Above report excludes Celotex, Ltd. profit of that company for years ended Oct. 1947, \$44,148; 1946, \$7,906; 1945, \$59,343; 1944, \$628; 1943, \$44,103; 1942, \$42,774.

Record of Earnings, years ended Oct. 31:

Year	Net Sales	Cost and Expenses	Operating Profit	Oth. Inc. & Ded. (Net)	Inc. Bef. Taxes	Income Taxes	Net Income	Common Dividends	Com. Shs. Outstand.	Earn Per Com. Sh.
1936	\$7,589,955	\$6,724,665	\$865,290	d \$99,856	\$765,434	\$29,419	\$736,015	---	268,685	---
1937	10,574,242	9,280,992	1,293,250	37,203	1,330,453	63,700	1,266,753	\$322,422	268,685	---
1938	9,126,489	8,471,885	654,604	d 126,246	528,358	10,000	518,358	312,429	312,429	---
1939	12,317,936	11,242,829	1,075,107	d 254,351	820,756	79,000	741,756	---	629,960	---
1940	13,817,501	12,808,896	1,008,605	d 171,677	836,928	89,300	747,628	---	627,676	---

BALANCE SHEETS

COMPARATIVE CONSOLIDATED BALANCE SHEET, AS OF OCT. 31

	1947	1946	1945	1944	1943	1942	1941
ASSETS:							
Cash	\$5,101,040	\$2,453,820	\$1,853,639	\$2,256,657	\$2,863,085	\$1,190,786	\$1,162,250
U. S. Government securities	465,035	4,550,951	6,025,651	850,000	150,000	---	---
Notes and accounts receivable, net	5,085,297	3,609,718	2,305,393	2,277,526	2,669,788	3,179,237	3,154,250
Federal tax refund claims	---	---	266,730	---	---	---	---
Inventories	4,222,985	3,546,482	2,305,964	2,221,552	2,133,070	2,583,474	2,007,250
Total current assets	\$14,874,357	\$14,160,971	\$12,757,376	\$7,605,735	\$7,815,943	\$6,953,497	\$6,324,250
Operating properties	28,349,631	19,130,942	13,183,159	11,570,263	11,421,344	11,218,640	10,747,250
Deprec., depletion & amortization	9,249,071	8,591,957	8,094,104	7,317,421	6,867,285	6,318,695	6,743,250
Net operating property	19,100,559	10,538,985	5,089,054	4,252,842	4,554,060	4,899,945	4,793,250
Non-operating property (net)	---	---	120,197	177,523	115,665	144,814	221,250
Patents and rights	1	1	1	1	1	1	---
South Coast Corp. investment	438,541	438,541	438,541	438,541	438,541	58,502	---
Investment in Celotex, Ltd.	703,074	711,007	718,913	726,086	733,260	740,434	707,250
Investment in El Rey Prod. Co.	---	2,181,790	---	---	---	---	---
Calif. Mill Supply Corp.	202,838	---	---	---	---	---	---
Suspense	---	55,130	---	---	---	---	---
Invest. Certain-teed Prod. Corp.	---	---	---	1,137,540	1,137,540	1,270,929	1,270,250
Post-war tax refund	---	---	---	83,753	50,588	30,000	---
Other assets	227,379	220,143	195,106	345,669	158,924	91,720	123,250
Unamort. debt discount & expense	81,252	92,204	102,671	107,769	122,827	217,735	208,250
Deferred charges	475,439	357,018	207,579	148,678	126,820	111,054	75,250
Total	\$36,103,440	\$28,755,790	\$19,629,438	\$15,024,138	\$15,254,168	\$14,518,631	\$13,667,250
LIABILITIES							
Notes payable	\$1,000,000	\$1,300,000	---	---	---	---	---
Accounts payable	2,234,898	2,310,542	\$1,359,294	\$986,057	\$1,427,303	\$1,497,242	\$1,484,250
Accrued expenses	897,131	812,733	593,165	458,639	758,456	641,467	748,250
Accrued interest	41,998	43,458	40,802	35,987	43,254	40,390	41,250
Due to Celotex Ltd.	---	---	---	---	---	---	---
Prov. for misc. taxes	126,270	93,509	73,781	94,301	109,011	173,999	102,250
Sinking fund requirement	250,000	250,000	175,000	---	---	---	---
Prov. for income taxes	71,912,673	7830,898	7257,810	7682,272	7821,277	7574,576	7480,250
Total current liabilities	\$6,462,969	\$5,641,140	\$2,499,842	\$2,257,257	\$3,189,341	\$2,927,673	\$2,430,250
Debentures	4,342,000	4,582,000	4,825,000	2,879,000	3,000,000	3,158,500	3,238,250
Bank loan	2,000,000	---	---	---	---	---	---
Liab. under license agreement	---	---	---	23,849	36,941	51,802	64,250
Payment rec. on stock sales	---	55,130	---	---	---	---	---
5% preferred stock	5,137,250	5,137,250	5,137,250	3,137,250	2,977,250	2,977,250	2,977,250
Common stock	863,183	855,472	755,472	755,472	696,933	638,410	638,250
Partially paid com. shs.	442,325	---	---	---	---	---	---

BALANCE SHEETS (cont'd)

LIABILITIES	1947	1946	1945	1944	1943	1942	1941
Surplus	5,969,212	5,793,359	2,457,684	1,953,797	1,363,845	768,243	708,843
Earned surplus	11,236,560	6,001,110	3,354,171	4,317,512	3,389,357	4,126,513	3,621,840
Total	23,208,470	18,477,521	12,304,597	9,864,031	9,027,885	8,449,097	7,874,143
Reacquired common stock						68,441	111,651
Net equity	23,208,470	18,477,521	12,304,597	9,864,031	9,027,885	8,380,656	7,762,492
Total	\$36,103,110	\$28,755,790	\$19,629,438	\$15,024,138	\$15,254,168	\$14,518,631	\$13,867,242
Net current assets	\$8,411,388	\$8,519,831	\$10,257,534	\$5,348,478	\$4,626,802	\$4,025,924	\$3,504,202

At lower of cost or market. Comprises as of Oct. 31, 1947: Raw materials (including, at cost, \$571,698 basic raw materials for which the corporation is the only substantial market), \$1,301,142; goods in process, \$378,314; finished goods, \$561,928; operating and maintenance supplies, \$1,481,601; total, \$4,222,985.

1947: Comprises: \$1,577,260 debenture 5s (subordinated) 1973 and 84,428 shares of common stock carried at nominal value of \$1. Other 120,900 shares of common stock purchased in 1942 and 1943 carried at cost of \$438,139. Market value Oct. 31, 1947, \$1,577,260. Debenture 5s (subordinated), 1973, \$1,289,253; 205,133 common shares, \$1,078,072; total, \$2,367,325.

Investment at cost \$57,026 reserve in 1947 in securities Celotex, Ltd. (English subsidiary—not consolidated).

Investment in Certain-teed shares at written down value (\$829,743) after charge of \$1,493,556 to paid-in surplus during 1938 fiscal year and reflecting subsequent purchases and sales at cost. At Oct. 31, 1944, comprised 147,760 common shares, \$1,137,540 (quoted market value, \$1,086,043).

Investment sold in 1945.

No par shares: 1947, 863,183; 1946, 855,472; 1945-44, 755,472; 1943, 696,933; 1942-41, 638,410.

STATISTICAL RECORD, FISCAL YEARS

	1947	1946	1945	1944	1943	1942	1941
Earned per share—preferred	\$24.25	\$14.89	\$2.36	\$3.58	\$3.56	\$37.75	\$60.16
—common	\$6.59	\$4.17	\$0.57	\$0.53	\$0.54	\$1.54	\$2.55
Dividends per share—preferred	\$1.00	\$1.00	\$1.00	\$1.00	\$3.00	\$5.00	\$5.00
—common	\$1.12½	\$1.00	\$0.50	\$0.50	\$0.50	\$0.75	\$1.12½
Price range—preferred	21½-19¼	23-20	21½-18½	19¼-17	21-16½	75¼-66	75-65
—common	32½-19½	38½-22½	25½-14½	15½-11	14¾-8¼	8½-6½	10½-5½
Net tangible assets per sh.—preferred	\$90.70	\$71.93	\$47.90	\$62.88	\$60.64	\$281.49	\$267.00
—common	\$20.06	\$15.59	\$9.49	\$8.90	\$8.68	\$8.55	\$7.74
Fixed charges earned:							
Bef. inc. taxes, deprec. & depl.	45.97	44.95	16.27	12.42	12.93	21.98	17.72
Bef. inc. taxes & aft. deprec. & depl.	42.26	41.83	10.25	7.67	9.73	19.36	15.55
After inc. tax., deprec. & depl.	26.00	22.42	5.73	5.33	3.77	6.52	9.49
Times charges & pfd. div. earned	12.80	9.19	2.46	2.41	2.12	3.78	5.56
Price range—3¼s, 1960 (issued 1945)	106-101	105½-101½	103¼-102				
—3¼s, 1960 (series 1947)	104-93						
Net tangible assets \$1,000 fund. debt.	\$4,674	\$5,033	\$3,550	\$4,426	\$4,009	\$3,653	\$3,420
Net curr. assets per \$1,000 fund. debt.	\$1,326	\$1,859	\$2,126	\$1,858	\$1,542	\$1,275	\$1,092
Times preferred dividends earned	24.25	14.89	3.55	3.58	3.56	7.64	12.03
Number of shares—preferred	256,863	256,863	256,862½	156,862½	148,863	29,773	29,073
—common	905,472	855,472	755,472	755,472	696,933	632,068	627,676

Calendar years.

Including 42,289 partially paid shares.

After 100% stock dividend: range prior thereto, 30½-12½.

Par value: 1947-43, \$20; 1942 and 1941, \$100.

\$2.50 on \$100 par stock and 50 cents on \$20 par stock.

\$20 par shares; old \$100 par shares, 93-76¾.

FUNDED DEBT

1. Celotex Corp. debenture 3¼s, due 1960:
Rating—Baa

AUTHORIZED—\$5,000,000; outstanding, Oct. 31, \$4,592,000.

DATED—Aug. 1, 1945.

MATURITY—Aug. 1, 1960.

INTEREST—F&A 1 at office of trustee or at City National Bank & Trust Co., Chicago. Principal and interest payable in U. S. legal tender.

TRUSTEE AND REGISTRAR—Chemical Bank & Trust Co., New York.

DENOMINATION—Coupon, \$1,000; registerable as to principal.

CALLABLE—As a whole or in part on at least 30 days' published notice at any time to July 31, incl., as follows:

1949...	103½	1950...	103	1951...	102½
1952...	102	1953...	101½	1954...	101
1959...	100¼	1959...	100		

After July 31, 1959.

Also callable for sinking fund, which see.

SINKING FUND—Annually on or before first day of fifth calendar month next succeeding close of each fiscal year beginning 1945, 15% of sinking fund earnings (as defined), but not to exceed \$250,000. Sinking fund payments shall average at least \$175,000, whether or not earned, for each fiscal year after Oct. 31, 1944. Debentures may be tendered in lieu of cash at greater of cost or sinking fund redemption price on next Aug. 1; any excess of debentures (acquired otherwise than by redemption) so tendered shall be credited at not to exceed sinking fund redemption price against next succeeding payments. Cash payments to be used prior to the next succeeding Aug. 1 at direction of company to purchase at not to exceed sinking fund redemption price or to redeem debentures; company on request of trustee shall pay accrued interest and commissions on debentures purchased or redeemed. Any balance in sinking fund on any Aug. 1 sufficient to redeem at least \$25,000 (or less if requested by company) to be used to redeem debentures by lot on or before next succeeding Oct. 1, and any moneys not so used shall be added to next sinking fund payment. Any amounts not so used after Oct. 1, 1959, shall be applied to payment at maturity or to earlier redemption of debentures. Debentures purchased or redeemed to be cancelled.

At cost: 1942, 6,342 shares; 1941, 10,734 shares.

After deducting investment in U. S. Treasury notes, tax series, at cost: 1947, \$3,280,000; 1946, \$3,190,000; 1945, \$1,000,000; 1944, \$390,000; 1943, \$1,320,000; 1942, \$2,303,000; 1941, \$891,320.

Includes provision for renegotiation in 1942, 1943 and 1944.

Par value: 1947-43, \$20; 1942 and 1941, \$100.

Principal paid-in surplus changes follow:

1947: After crediting \$177,353 excess of consideration received for 7,711 common shares fully paid during the year over stated value of \$1 per share less \$1,800 costs and expenses relative to sale of stock.

1946: After crediting \$3,575,000 excess of amount received from sale at 36¼ of 100,000 additional common shares over stated value of \$1 per share; less \$239,024 cost and expenses relative to sale of stock.

1945: After crediting \$503,886 excess of net proceeds of sale of portion of investment in Certain-teed Products Corp. common stock over 1938 written-down value thereof.

1944: After crediting \$514,953 net excess of consideration received from sale at \$10.50 per share of 58,539 additional common shares, no par value over \$1 stated value and \$75,000 book

value assigned to assets received in exchange for \$125,000 principal amount of South Coast Corp. 5% income debentures (subordinated) which were carried on books at \$1.

1943: After crediting \$529,410 excess from issuance of 53,523 additional common shares no par value over \$1 stated value and \$132,519 excess from sale of 5,696 preferred of Certain-teed Products Corp. over written-down value, and after deducting \$4,928 loss on sale of 6,342 reacquired common shares.

Amount received from employees on stock sales agreement.

After reserves (1943, \$390,126).

1945: Includes \$817,327 emergency facilities covered in full by reserve. It is anticipated that these facilities will continue in use.

342,289 shares partially paid. Total subscribed by employees, \$1,014,936; less unpaid portion due in installments to 1956, \$972,611; balance, \$42,325.

In 1946 company acquired interest in Elkey Products Co. and subsequently purchased the balance of the outstanding common stock and acquired direct ownership of the properties, assets and business. Among the assets was a 20% interest in California Mill Supply Corp.

Accounts certified by Arthur Young & Co.

	1947	1946	1945	1944	1943	1942	1941
Earned per share—preferred	\$24.25	\$14.89	\$2.36	\$3.58	\$3.56	\$37.75	\$60.16
—common	\$6.59	\$4.17	\$0.57	\$0.53	\$0.54	\$1.54	\$2.55
Dividends per share—preferred	\$1.00	\$1.00	\$1.00	\$1.00	\$3.00	\$5.00	\$5.00
—common	\$1.12½	\$1.00	\$0.50	\$0.50	\$0.50	\$0.75	\$1.12½
Price range—preferred	21½-19¼	23-20	21½-18½	19¼-17	21-16½	75¼-66	75-65
—common	32½-19½	38½-22½	25½-14½	15½-11	14¾-8¼	8½-6½	10½-5½
Net tangible assets per sh.—preferred	\$90.70	\$71.93	\$47.90	\$62.88	\$60.64	\$281.49	\$267.00
—common	\$20.06	\$15.59	\$9.49	\$8.90	\$8.68	\$8.55	\$7.74
Fixed charges earned:							
Bef. inc. taxes, deprec. & depl.	45.97	44.95	16.27	12.42	12.93	21.98	17.72
Bef. inc. taxes & aft. deprec. & depl.	42.26	41.83	10.25	7.67	9.73	19.36	15.55
After inc. tax., deprec. & depl.	26.00	22.42	5.73	5.33	3.77	6.52	9.49
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Price range—3¼s, 1960 (issued 1945)	106-101	105½-101½	103¼-102				
—3¼s, 1960 (series 1947)	104-93						
Net tangible assets \$1,000 fund. debt.	\$4,674	\$5,033	\$3,550	\$4,426	\$4,009	\$3,653	\$3,420
Net curr. assets per \$1,000 fund. debt.	\$1,326	\$1,859	\$2,126	\$1,858	\$1,542	\$1,275	\$1,092
Times preferred dividends earned	24.25	14.89	3.55	3.58	3.56	7.64	12.03
Number of shares—preferred	256,863	256,863	256,862½	156,862½	148,863	29,773	29,073
—common	905,472	855,472	755,472	755,472	696,933	632,068	627,676

(b) part with control of any preferred stock of a subsidiary, except to issuing subsidiary.

Company will not (A) pay or declare any cash dividend on common, or acquire for value any capital stock (except by issuance or application of proceeds of additional shares), or (B) make any investment in excess of \$50,000 in capital stock or obligations of or loans to any company not then or immediately thereafter by reason thereof to become a subsidiary (except through issue or proceeds of sale or disposition of such investment or capital stock of company) if such dividends, acquisitions of stock, or amount of such investments or loans exceed the sum of (a) consolidated net earnings (as defined) since Oct. 31, 1947, plus (b) \$1,000,000 and (c) proceeds of sale or disposition after date of indenture of any such investment or capital stock not applied as referred to in (A) and (B) above after deducting therefrom (1) all cash dividends paid or declared after Oct. 31, 1947, and cost of all stock acquired, in each case as in clause (A) above, and (ii) all investments or loans as in clause (B) above, after date of indenture.

If on consolidation or merger, or on sale or conveyance of substantially all assets, any property or assets would become subject to any mortgage, pledge, or encumbrance (except as in clauses (3) and (4) above, if such merged corporation at time of such creation or assumption had been a subsidiary), prior to such transaction company will secure outstanding debentures equally and ratably with any other indebtedness entitled thereto by a direct prior lien on all such property and assets. No consolidation, merger, sale or conveyance may be effected unless immediately thereafter consolidated net tangible assets (as defined) of company or resulting corporation or purchaser are at least 2½ times consolidated funded debt (as defined).

Consent of 66 2/3% of debentures necessary to create, assume, or issue, directly or indirectly, or permit any subsidiary so to do, any additional funded debt, except (a) for refunding, renewal or extension of not to exceed like amount thereof, or (b) funded debt (as defined) of a subsidiary to company; provided, that company shall not dispose or part with control thereof (except to such subsidiary), unless immediately thereafter (1) average annual consolidated net earnings available for interest (as defined) on funded debt for two

Except as expressly permitted, company will not, nor permit any subsidiary to, guarantee payment of dividend, debt, or other obligation of another entity, except (a) performance of contract by company or a subsidiary; (b) customers' notes, trade acceptances and other contracts or obligations in ordinary course of business, or (c) renewal or extension of guarantee by a subsidiary of debt or obligation of such subsidiary existing at date of indenture or at time same became a subsidiary, in not to exceed like amount.

Company will not (except to a subsidiary), or permit any subsidiary (except to company or another subsidiary), assign, sell, or transfer stock of a subsidiary if thereby same would cease to be a subsidiary, unless all owned stock of such subsidiary is simultaneously disposed of.

Company will not (a) permit any subsidiary to issue preferred (except to company), nor

fiscal years immediately preceding equal at least 4 times total annual interest requirements on consolidated funded debt; (2) excess of current assets (as defined) over current liabilities at least equal outstanding funded debt, except funded debt secured by liens as permitted, and (3) consolidated net tangible assets (as defined) at least equal 2½ times consolidated funded debt.

DIVIDEND RESTRICTION—No dividend (except stock dividends) shall be declared or paid on capital stock if thereupon current assets would be less than twice current liabilities.

See also clauses (A) and (B) above.

RIGHTS ON DEFAULT—In event of default (30 day grace period for payment of interest, 60 days for sinking fund installment), trustee or 25% of debentures may declare principal due and payable immediately.

INDENTURE MODIFICATION—Indenture may be modified except as provided with consent of 66 2/3% of debentures.

PURPOSE—Net proceeds used to redeem debenture 3½s, due 1955, and for additional working capital.

TAX STATUS—Company refunds personal property taxes in Pennsylvania not to exceed 4 mills and in Kentucky not to exceed 5 mills on taxable value, and income taxes in Massachusetts up to 6% and in Maryland up to 5% per annum.

LISTED—On New York Stock Exchange.

OFFERED—(\$5,000,000) at 102½ (proceeds to company 99) on Sept. 6, 1945 by a syndicate headed by Paul H. Davis & Co., Chicago.

PRICE RANGE—1947 1948 1945

3½s, 1960 106-101 105½-101½ 103½-102

2. Celotex Corp. debenture 3½s (issue of 1947) due 1960:

Rating—Baa

AUTHORIZED—\$3,000,000; outstanding, \$3,000,000.

DATED—Aug. 1, 1947.

MATURITY—Aug. 1, 1960.

INTEREST—F&A 1 at office of trustee or City National Bank & Trust Co., Chicago. Principal and interest payable in U. S. legal tender.

TRUSTEE AND REGISTRAR—Bank of New York, New York.

DENOMINATION—Coupon, \$1,000; registerable as to principal.

CALLABLE—As a whole or in part on at least 30 days' published notice at any time to each July 31 incl. as follows:

1948 104 1949 103½ 1950 103

CAPITAL STRUCTURE

CAPITAL STOCK

Issue

1. Capital stock

HISTORY

Incorporated in New Jersey Feb. 20, 1873 as successor to a company of like name incorporated in New York in June, 1863, which in turn took over business of I. M. Singer & Co. In Nov., 1904 formed Singer Sewing Machine Co. (N. J.) to act as sales agent for company's products. In 1907 acquired Wheeler & Wilson Manufacturing Co. In July, 1917 distributed to stockholders 1,500,000 shares formerly owned in Singer Manufacturing Co., Ltd. (see index), retaining 500,000 shares (par \$1). In Jan., 1921 company distributed to stockholders one preference share (par \$1) of International Securities Co. of New Jersey for each share of Singer Manufacturing Co. held. In 1923 company secured lumber rights in Canada containing more than 850,000,000 feet of timber.

SUBSIDIARIES

On Dec. 31, 1945 held 100% voting power in Singer Sewing Machine Co., N. J., Selling agent.

Owns 28½% interest in Singer Manufacturing Co., Ltd. which company operates plant

INCOME ACCOUNTS

	1946	1945	1944	1943	1942	1941	1940
Trading profit	\$12,753,117	\$15,247,357	\$14,041,167	\$10,419,614	\$13,435,493	\$15,482,586	-----
Expenses, depreciation & taxes	5,720,941	7,284,570	12,042,927	7,336,373	5,270,294	7,113,344	-----
Profit on merchandise sales	\$7,032,176	\$7,962,787	\$1,998,240	\$3,083,241	\$8,165,199	\$8,369,241	\$5,908,119
Cost of patents, etc.	456,124	301,384	237,097	161,612	230,054	361,431	446,893
Balance	6,576,052	7,661,402	1,761,143	2,921,629	7,935,146	8,007,810	5,461,347
Interest and dividends received	7,873,101	6,185,942	11,667,696	10,227,688	4,367,929	3,600,737	2,804,388
Rents received	778,664	453,432	468,483	462,390	486,770	487,196	481,128
Profit securities sold	-----	-----	-----	-----	-----	247,581	-----
Net profit	\$15,227,817	\$14,300,776	\$13,897,322	\$13,611,707	\$12,789,844	\$12,343,324	\$8,758,851
Dividends	14,400,000	10,800,000	10,800,000	10,800,000	10,800,000	7,200,000	5,400,000

Surplus for year

Before deducting payment to profit sharing committee applicable to previous years' earnings: 1946, \$429,023; 1945, \$416,920; 1944, \$408,312; 1943, \$383,695; 1942, \$370,300; 1941, \$218,971.

Record of Earnings, years ended Dec. 31:

Year	Net Sales	Cost and Expenses	Operating Profit
1935	Not Stated	-----	\$11,596,689
1936	Not Stated	-----	11,072,977
1937	Not Stated	-----	10,721,973
1938	Not Stated	-----	6,220,363
1939	Not Stated	-----	4,645,569
1940	Not stated	-----	5,908,319

COMPARATIVE INCOME ACCOUNT, YEARS ENDED DEC. 31

	1946	1945	1944	1943	1942	1941	1940
Operating Profit	\$11,596,689	\$11,072,977	\$10,721,973	\$6,220,363	\$4,645,569	\$5,908,319	-----
Oth. Inc. & Ded. (Net)	\$4,694,517	\$4,064,736	\$3,580,934	\$3,299,704	\$3,129,674	\$2,850,532	-----
Inc. Bef. Taxes	\$16,291,206	\$15,137,713	\$14,302,907	\$9,520,065	\$7,775,243	\$8,758,851	-----
Income Taxes	-----	-----	-----	-----	-----	-----	-----
Net Income	\$16,291,206	\$15,137,713	\$14,302,907	\$9,520,065	\$7,775,243	\$8,758,851	-----
Common Dividends	\$27,900,000	\$14,400,000	\$14,400,000	\$10,800,000	\$10,800,000	\$7,200,000	-----
Com. Shs. Outstand.	900,000	900,000	900,000	900,000	900,000	900,000	-----
Earn. Per Share	\$18.10	\$16.80	\$15.89	\$10.58	\$8.64	\$9.73	-----

KEY TO THE RATINGS

Users of this Manual should consult the Key to the Ratings shown, together with the remarks explaining the Ratings, on blue paper in the front of the volume, to obtain a clear understanding of the rating symbols used throughout this volume.

1931 102½ 1952 102 1953 101½
1954 101 1959 100½ 1959 100

After July 31, 1959
Also callable for sinking fund (which see) at 104 to July 31, 1948 incl and thereafter at above call prices.

SINKING FUND—Annually on or before first day of tenth calendar month next succeeding close of each fiscal year, beginning with fiscal year ending in 1947, the lesser of 9% of sinking fund earnings (as defined) or \$175,000, but to be maintained at a minimum average of \$115,500 for each 12-month period regardless of such earnings. Debentures may be tendered at greater of par or redemption price in lieu of cash; any excess credits to apply on future payments. Debentures so redeemed or credited to be cancelled.

OTHER PROVISIONS—Same as debenture 3½s, issue of 1945, due 1960 (No. 1).

PURPOSE—Net proceeds to pay term bank loans; balance to general funds.

LISTED—On New York Stock Exchange.

OFFERED—(\$3,000,000 at 97½ on Nov. 21, 1947 by a syndicate headed by Paul H. Davis & Co., Chicago, and Union Securities Corp., New York.

PRICE RANGE—1947, 104-93 (bid prices).

CAPITAL STOCK

1. The Celotex Corp. 5% cumulative preferred stock; par \$20.

AUTHORIZED—500,000 shares (increased from 100,000 shares, July 12, 1943); outstanding, Oct. 31, 1947, 256,862½ shares; par \$20 (changed from \$100 par June 18, 1943, five \$20 par shares issued for each \$100 par share).

PREFERENCES—Has preference for assets and dividends.

DIVIDEND RIGHTS—Entitled to cumulative dividends of 5% per annum, payable quarterly Feb. 1, etc.

DIVIDEND RECORD—No dividends paid on \$100 par shares to Nov. 10, 1936 when 5% was paid clearing up arrears. Thereafter, regular dividends paid quarterly February 1, etc., to May 4, 1943, incl.

Initial dividend of 25 cents per share paid on \$20 par shares Aug. 9, 1943; regular dividends paid quarterly thereafter.

DIVIDEND LIMITATIONS—See "Dividend Restriction" under debenture 3½s, 1960.

VOTING RIGHTS—None, except that if at any time cumulative dividends have accrued to the

extent of \$2 per share, holders of stock shall have one vote per share.

LIQUIDATION RIGHTS—As preferred common to par plus accrued and dividends.

PREEMPTIVE RIGHTS—None.

CALLABLE—On any quarterly dividend in whole or in part (by lot) on at \$20 per share plus accrued dividends.

LISTED—On New York Stock Exchange.

TRANSFER AGENT—Chase National Bank, New York.

REGISTRAR—Chemical Bank & Trust Company, New York.

OFFERED—(100,000 shares) at \$20 per share (proceeds to company \$19 per share) on Oct. 6, 1945 by a syndicate headed by Paul H. Davis & Co., Chicago.

PRICE RANGE—1947 1948

Preferred 21½-19¾ 23-20

2. The Celotex Corp. common; no par

AUTHORIZED—1,500,000 shares; outstanding, Oct. 31, 1947, 905,472 shares; no par

Dividend Record (in \$)

	1935-36	1937	1938	1939-40	1941	1942	1943-45	1946	1947
Nil	Nil	1.20	1.20	1.20	1.20	1.20	1.20	1.20	1.20
0.50	0.50	1.12½	1.12½	1.12½	1.12½	1.12½	1.12½	1.12½	1.12½
0.75	0.75	1.00	1.00	1.00	1.00	1.00	1.00	1.00	1.00

Paid 100% in stock Nov. 4, 1938.

To May 2

DIVIDEND LIMITATIONS—See "Dividend Restriction" under debenture 3½s, 1960.

VOTING RIGHTS—One vote per share. Cumulative voting permitted for election of directors. See "Voting Rights" under 5% preferred stock, above.

PREEMPTIVE RIGHTS—None.

LISTED—On New York Stock Exchange.

TRANSFER AGENT—Chase National Bank, New York.

REGISTRAR—Chemical Bank & Trust Company, New York.

OFFERED—(100,000 shares) at 36¾ by Paul H. Davis & Co., Chicago and Union Securities Corp., New York.

PRICE RANGE—1947 1948 1949

Common 32½-19¾ 38½-22½ 25½-19¾

Subscription Rights—Common stockholders of record Oct. 22, 1943 had right to subscribe at \$10.50 per share, for shares of common stock on the basis of one share for each ten shares then held.

Call Price 1947 1948 1949

312-250¼ 471-471

Company owns Singer Building at 146 Broadway, New York.

MANAGEMENT

Officers

Sir D. Alexander, President
M. C. Lightner, Vice-President
John Morton, Vice-Pres. and Treas.
W. A. Davidson, Vice-Pres.
M. L. Waterman, Asst. Vice-Pres.
D. H. Alexander, Secretary

Directors

Sir D. Alexander, Stamford, Conn.
S. C. Clark, New York
W. A. Davidson, Elizabeth, N. J.
M. C. Lightner, Ridgewood, N. J.
Otto Myslik, Greenwich, Conn.
John Morton, Greenwich, Conn.

Annual Meeting: Third Wednesday in June

No. of Stockholders: Dec. 31, 1946, 3,800.

No. of Employees: Dec. 31, 1946, 12,000.

General Office: Elizabeth, N. J.

New York Office: 146 Broadway.