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PHILIP CAREY

MOODY'S
INDUSTRIAL MANUAL

AMERICAN and FOREIGN

June
1966

ROBERT H. MESSNER, *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 510 W. 6th St. | WASHINGTON Woodward Bldg. | SAN FRANCISCO Russ Bldg.

LONDON: MOODY'S INVESTORS SERVICE, LTD.
King William Street House, London E.C. 4

Consolidated Balance Sheet, as of Sept. 30:

Assets:	1965	1964
Cash	$7,288,580	$4,483,698
Time dep. & sec.	2,640,708	1,891,499
Receivables	23,322,301	17,579,023
[2]Inventories	24,002,983	23,649,773
Total current	$57,254,572	$47,603,993
[1]Net property	93,509,309	85,387,183
Investments, cost	13,214,752	14,865,128
Patents, net	85,184	203,197
Other assets	8,153,115	9,046,934
Total	$172,216,932	$157,106,435
Liabilities:		
Notes payable	$2,894,561	$8,452,319
Accts. pay., etc.	11,392,414	8,936,393
Income taxes	3,863,409	3,113,993
Total current	$18,150,384	$20,502,705
Notes payable	15,822,889	12,897,000
Def. inc. tax res.	2,432,127	1,345,561
Other defd. items	[5]7,365,278	329,035
Fgn. oper. res.	1,500,000	1,500,000
[3]Common stock	4,345,640	4,345,640
Retained earnings	123,970,565	117,556,445
Stkhldrs. equity	128,316,205	121,902,085
[4]Reacq. stock	1,369,951	1,369,951
Net stkhldrs. eq.	126,946,254	120,532,134
Total	$172,216,932	$157,106,435
Net current assets	$39,104,188	$27,101,288
Net tang. com. sh.	$49.98	$47.42
[1]Depr. & depl.	$103,281,461	$95,761,677

[2]Raw matl., work in process & finish. goods at lower cost or mkt.; construct & suppl. at cost. [3]2,573,957 $1 par shs. [4]36,133 shs. at cost. [5]Incl. $6,846,240 sale of future oil and gas prod.

Term Loans: Outstanding, Sept. 30, 1965, $12,147,889 (excluding current portion), comprising (1) $2,663,000 3¾% notes due in equal annual instalments to 1970; (2) $8,750,000 5¼% notes payable $625,000 annually, 1965-80; (3) $734,889 other debt and 7% notes of an Italian subsidiary due semi-annually to 1967.

Company may not pay cash dividends or purchase its capital stock in excess of consolidated net income after Sept. 30, 1960. At Sept. 30, 1965, $17,000,000 of retained earnings was not so restricted.

Credit Agreement Debt: Outstanding Sept. 30, 1965 (excluding current portion).

(1) $1,500,000 4½% notes due 1967 to 1972 borrowed under a revolving credit agreement which permits loans of up to $15,000,000 until Sept. 30, 1966.

(2) $2,175,000 6⅝% notes due 1967 borrowed under a credit agreement which permits loans in foreign currency of up to $2,925,000 (translated at prevailing rates of exchange) until Mar. 12, 1966.

Company entered into another credit agreement which permits loans in foreign currency of up to $1,000,000 (translated at prevailing rates of exchange) until Feb. 28, 1966. Any borrowings under this agreement would bear interest at 6¾% per annum.

Capital Stock: Cabot Corp. common; par $1: AUTHORIZED—3,000,000 shares; outstanding, 2,537,824 shares; in treasury, 36,133 shares; reserved for options, 130,000 shares; par $1.

Cabot family owns 1,617,883 shares (64%).

VOTING RIGHTS—Has one vote per share.

PREEMPTIVE RIGHTS—None.

DIVIDEND RESTRICTION—See term loans.

DIVIDENDS—(calendar years):

1963... $0.45 1964-65 $0.60

TRANSFER AGENTS—First National City Bank, New York; Old Colony Trust Co., Boston

REGISTRARS—Chase Manhattan Bank, New York; First National Bank, Boston.

OFFERED—(296,560 shares) at $41.50 a share on Apr. 25, 1963 by Carl M. Loeb, Rhoades & Co and White, Weld & Co., Inc., New York, and associates. Offering did not represent new financing.

PRICE RANGE—	1965	1964	1963
High	42	41¾	46⅛
Low	33½	32¼	36

Stock Options held by key employees on Sept. 30, 1965 on 37,300 shares at $41.50 a share.

CALIFORNIA LIQUID GAS CORP.

History: Incorporated in California July 25, 1947.

Company has from time to time acquired additional LP gas companies in area served.

Business: Engaged in distribution of liquefied petroleum gas and related equipment in 16 Western States and a portion of Mexico.

Property: Company has 175 retail distribution plants (92 owned; 83 on leased land) with storage capacity of from 15,000 to 30,000 gallons of LP gas each; also several large storage facilities (aggregating 300,000 gallons) used by industrial customers. Owns 75 and leases 59 store-office units and owns 804 pieces of automotive equipment.

Also owns bulk rail unloading facility (completed in early 1963) at Reno, Nev. serving area east of Sierra-Nevada Mountains formerly serviced by truck from Calif. Additional terminals at Redding, Cal.; Missoula, Mont and Cheyenne, Wyo. completed in year ended June 30, 1964.

Subsidiaries: 115 wholly-owned subsidiaries.

Officers: A. C. Tiedeman, Pres.; J. S. Frandsen, Exec. Vice-Pres.; G. W. Sorensen, Vice-Pres.; A. F. Riedel, Vice-Pres. and West. Reg. Mgr.; E. G. Owens, East. Reg. Mgr.; P. E. Jones, Treas.; W. A. Winneker, Sec.; C. B. Swanson, Adm. & Asst. to Pres.; C. V. Fisher, Asst. Treas.

Directors: A. C. Tiedeman, J. S. Frandsen, P. E. Jones, G. W. Sorensen, Mrs. Clare Rowles, A. F. Riedel, H. B. Seymour.

Auditors: Darrell Hodge & Co.

General Counsel: Downey, Brand, Seymour & Rohwer.

Annual Meeting: Second Tuesday in Oct.

No. of Stockholders: June 30, 1965, 2,926.

No. of Employees: June 30, 1965, 720.

Office: Sacramento, Cal.

Consolidated Income Account, years ended June 30:

	[1]1965	1964
Net sales & rev.	$25,915,892	$22,172,928
Cost of sales	13,245,928	11,079,447
Selling, etc., exp.	8,748,066	7,589,324
Depreciation	1,399,393	1,266,340
Operating profit	2,522,505	2,237,817
Other income	300,520	223,799
Total income	2,823,025	2,461,616
Interest	370,347	307,349
Other deductions	8,007	6,870
Income taxes	852,920	787,966
Net income	1,591,751	1,359,431
Prev. earn. surp.	5,052,601	4,090,483
Dividends	515,505	397,313
Earn. surp., 6-30	6,128,847	5,052,601
Earn., com. share	$1.30	$1.11
Cash flow, com. sh.	2.44	2.14
No. of com. shares	1,227,559	1,223,963

[1]Incl. subs. organized or acquired from date of organization or acq.

Sales and Earnings, years to June 30 (in $) actual:

	Net Sales	Net Profit	No. of Shares	Earn. on Com.
1963	18,244,586	1,192,682	1,217,752	0.98
1962	17,876,330	1,143,150	1,211,595	0.94
1961	13,441,137	882,790	802,596	1.13
1960	10,126,722	636,937	374,745	1.70
1959	6,364,879	396,702	301,924	1.31

Adjusted earns. & shs. for 50% stock 12/61; 100% 12/60; 4% 12/59.

Earnings ($): 1961, 0.68; 1960, 0.57; 1959, 0.42. Shares: 1961, 1,203,712; 1960, 1,124,235; 1959, 942,002.

Consolidated Balance Sheet, as of June 30:

Assets:	1965	1964
Cash	$855,672	$699,875
Receivables	3,022,150	2,755,413
[2]Inventories	2,464,080	1,908,310
Prepayments	179,995	310,391
Total current	$6,551,897	$5,673,989
[1]Net property	12,139,437	9,847,194
Goodwill, etc.	290,076	278,732
Def. receivables	203,807	113,307
Other assets	118,050	111,903
Total	$19,303,267	$16,025,125
Liabilities:		
Accounts payable	$1,111,564	$946,220
Notes payable	654,015	413,287
Fed. income tax	740,756	603,238
Other curr. liabil.	601,033	496,549
Total current	$3,107,368	$2,459,294
Notes payable	6,269,299	4,750,211
Deferred income	46,838	36,362
Common stk. ($1)	1,255,059	1,251,463
Capital surplus	2,495,856	2,475,194
Earned surplus	6,128,847	5,052,601
Restricted surplus	39,900	39,900
Stkhldrs. equity	9,919,662	8,819,158
[3]Reacq. stock	39,900	39,900
Net stk. & surpl.	9,879,762	8,779,258
Total	$19,303,267	$16,025,125
Net current assets	$3,444,529	$3,214,695
Net tang. com. sh.	$7.81	$6.95
[1]Depreciation	$6,036,700	$4,921,191

[2]Lower cost (fifo) or mkt. [3]27,500 shs. at cost.

Term Loan: Outstanding, June 30, 1965, $6,285,000 comprising (1) $1,900,000 5⅞% note due Aug 1, 1975; (2) $1,385,000 5⅛% notes due $115,000 each Jan. 1, 1965-76; balance on Jan. 1, 1977. Proceeds to pay debt incurred in purchase of assets of Ranchers Gas & Supply Co. and subsidiaries; balance for general purposes. (3) Outstanding, June 30, 1965, $2,000,000 5% notes due each May 1, 1966-82 of 5.5% of maximum notes issued; balance due 1983. (4) Outstanding, June 30, 1965, $1,000,000 5% note due each Jan. 1, 1968-85 at 5½% of maximum notes issued. Additional $1,000,000 has been taken down Oct. 6, 1965. Proceeds to retire short term debt, for working capital and further liquified petroleum gas acquisitions.

Company may not pay cash dividends or acquire capital stock in excess of consolidated net earnings after June 30, 1962, plus $500,000; also agrees to maintain consolidated working capital at not less than the greater of $1,000,000 or 5½% of previous 12 months' net sales.

Other Debt: Outstanding, June 30, 1965, $638,314 notes, evidenced by $254,015 current and $384,299 term debts payable after one year.

Capital Stock: California Liquid Gas Corp. common; par $1. Authorized, 1,500,000 shs.; outstanding, June 30, 1965, 1,227,559 shs.; in treasury, 27,500 shs; $1 par.

($1 par shares split 2-for-1 in Dec., 1960 and 3-for-2 in Dec., 1961.)

Estate of C. E. Rowles owns 278,793 shs. (22.7%) and is trustee under will of F. M. Rowles for another 18,600 shs. (1.5%).

Has one vote per sh., with right of cumulative voting for directors. No preemptive rights. For div. restriction, see term loan above.

Dividends:

[1]1959.. $0.10 [1]1960... $0.40 [1]1961... $0.20
1962... 0.22½ 1963... 0.30 1964... 0.37½
1965... 0.46

[1]Also stock dividends: 1959, 4%; 1960, 100%;

Offered (98,000 shares) at $17 a share on Oct. 22, 1959 by Kidder, Peabody & Co., New York, and associates. Offering included 55,000 shares for company account.

(125,000 shares) at $36 a share on May 5, 1961, by Kidder, Peabody & Co., New York, and associates. Offering included 50,000 shares for company account.

Transfer and Dividend Disbursing Agent: Wells Fargo Bank, San Francisco.

Registrar: Bank of California N. A., San Francisco.

Price Range:	1965	1964	1963	1962[1]1961	
High	21¾	19½	20⅜	27¼	22¾
Low	15⅜	14	14⅞	14	20½

[1]After split; before, 41-26½.

CAREY (PHILIP) MANUFACTURING CO.

History: Incorporated under Ohio laws, Feb. 14, 1888. In June, 1941, company merged Carey Co., a subsidiary. In May 1952, acquired ventilating fan division of Victor Electric Products. In Feb. 1955 acquired Lehon Co., Chicago. In 1959, acquired Liberty Bell Mfg. Co., Swainsboro, Ga.

Business: Manufactures and sells asbestos-cement shingles and siding, asbestos-cement, asbestos fibre, flat and corrugated roofing, siding, paints, coatings and plastics, asbestos-cement wallboard and sheathing, asphalt shingles, roll roofing and siding, industrial flooring, bridge plank, builtup roofings, expansion joints, industrial and rock wool insulations, railroad car cement and roofing, Miami-Carey bathroom cabinets, access doors, accessories and electric bathroom heater, pipe-line felt, roof coatings and cements, waterproofing materials, household fans, heat insulations, fire resistant vapor barriers, gasket stock, magnesia compounds, sound deadening felts and emulsions, asbestos-plastic shingles, mirrors, range hoods, and chimes, AM/FM radio-intercom systems and other items.

Properties: Plants located at Cincinnati and Middletown, Ohio; Perth Amboy, N. J; Houston, Tex.; Memphis, Tenn.; Wilmington, Ill.; Swainsboro, Ga.; and Lennexville, Que.; Toronto, Ont.; Los Angeles; Monroe, O. Asbestos mines and mills, East Broughton, Que.; warehouse at Montreal, Can.

Company has sales offices in many cities of the United States.

Leshner division (manufacturers of wiping rags) with plant at Hamilton, O. was sold in 1947.

Subsidiaries: Lehon Co, Chicago; Philip Carey Co., Ltd.; Carey-Canadian Mines Ltd.

Officers: R. S. King, Chairman; J. W. Humphrey, Pres.; H. R. Barrett, Exec. Vice-Pres.; E. A. Boadway (Canadian Div.), H. R Palmer, E. C. Meisner, P. D Japp, J. W. Bartlett, C. J. Bainum, W. B. Evans, Vice-Pres; E. F. Ziegenhardt, Vice-Pres. and Treas.; L. A. Pechstein, Jr., Sec. and Gen. Attorney; B. H. Wuenneman, Contr. and Asst Treas.; J. H. Hallock, Asst. Treas. and Asst. Sec.

Directors: H. R. Barrett, J. W. Humphrey, R. S. King, G. C. Hill, G. A. Rentschler, J. B. Montgomery, Milton Steinbach, E. A. Boadway.

Auditors: Haskins & Sells.

General Counsel: Taft, Stettinius and Hollister.

Purchasing Agent: M. R Maddux.

Annual Meeting: Last Monday in March.

No. of Stockholders: Dec. 31, 1965, 5,357.

No. of Employees: Dec. 31, 1965, 3,458.

General Office: Lockland, Cincinnati, O. 45215.

New York Office: 120 E. 41st Street.

Consolidated Income Account, years ended Dec. 31:

	1965	1964
Net sales	$78,453,688	$75,931,037
Other income	272,884	330,565
Total	78,726,572	76,261,602
Cost of sales	63,605,788	60,961,375
Selling, etc., exp.	8,850,654	8,426,809
Interest	673,450	740,817
Other deductions	77,678	131,254
Income taxes	2,627,000	2,899,000
[1]**Net profit**	2,892,002	3,102,187
Retain. earn., 1-1	21,569,958	20,096,236
Dividends	1,616,136	1,628,465
Assets aban., net	278,398	
Retain. earn., 12-31	[2]22,567,426	21,569,958
Earn., com. share	$2.89	$3.05
Cash flow, com. sh.	5.10	5.46
No. of com. shares	1,002,110	1,016,641

[1]After $2,219,370 (1964, $2,141,371) deprec. & deplet. [2]$3,774,440 not restricted.

Sales & Earnings, years to Dec. 31 (in $):

	Net Sales	Net Profit	No of Shares	Earn. on Com.
1963	69,362,770	2,142,208	1,017,791	2.10
1962	73,202,084	2,600,292	1,017,791	2.55

	Net Sales	Net Profit	No. of Shares	Earn. on Com.
1961	69,953,293	2,805,700	1,017,791	2.76
1960	69,568,686	2,403,994	1,017,791	2.36
1959	73,203,888	3,306,331	[1]846,170	3.91
1958	66,455,602	2,031,754	850,376	2.39
1957	69,889,864	2,623,012	850,376	3.08
1956	69,426,109	2,560,413	850,376	3.01
1955	68,020,177	2,637,239	850,376	3.04
1954	54,751,170	2,477,253	800,000	3.00

[1]Excl 169,234 shs. for stk. div. Jan. 22, 1960.

Adjusted earns. & shs. for stk. splits & stk. divs:

Earnings ($): 1959, 3 26; 1958, 1.96; 1957, 2 57; 1956, 2 50; 1955, 2.53; 1954, 2.50; 1953, 2.42; 1952, 2.28; 1951, 3 02.

Shares: 1959, 1,015,404; 1958-55, 1,020,451; 1954-51, 960,000

Consolidated Balance Sheet, as of Dec. 31:

Assets:	1965	1964
Cash	$3,073,626	$3,769,574
Mkt. secur., cost	2,258,931	5,792,497
Receivables, net	12,569,765	10,830,181
[2]Inventories	10,554,941	9,701,160
Contr. in prog.	201,530	207,627
Total current	$28,658,793	$30,301,039
[1]Net prop., etc.	30,768,281	28,952,247
Other assets	1,194,077	1,080,669
Def. charges, etc.	1,537,866	1,286,592
Total	$62,159,017	$61,620,547
Liabilities:		
Notes payable	$1,347,167	$1,325,000
Accounts payable	3,088,249	2,111,742
Accr. payrolls, etc.	997,623	946,478
Other accruals	552,489	537,918
Inc. tax reserve	1,282,408	1,597,662
Total current	$7,267,936	$6,518,800
Notes payable	10,987,887	11,825,000
Unearn. premiums	2,375,000	2,330,000
Deferr. inc. tax	2,680,000	2,665,000
Com. stock ($10)	10,021,100	10,166,410
Capital surplus	6,259,668	6,545,379
Retained earnings	22,567,426	21,569,958
Total	$62,159,017	$61,620,547
Net current assets	$21,390,857	$23,782,239
Net tang. com. sh.	$38.77	$37 66
[1]Depreciation	$28,868,734	$25,742,637

[2]Lower cost or mkt.

Term Loans: Outstanding, Dec. 31, 1965, $11,825,000 comprising:

(1) $7,000,000 5⅞% notes payable annually, to Dec. 1, 1974, under agreement providing for sale in 1961 of additional $1,500,000 notes June 15 and $2,000,000 on Dec. 15 Proceeds for working capital, expansion and repayments on Canadian loan.

(2) $4,825,000 3⅞% notes due, $575,000 annually to 1971 and $1,375,000 in 1972.

By amendments effective Dec. 31, 1963, Co. may not pay cash dividends in excess of $750,000, plus consolidated net income after Dec. 31, 1958 to Dec. 31, 1962 and plus 80% of consolidated net income after Dec. 31, 1962, except that principal payments made after Dec. 31, 1962 need not be deducted from the above and unless, on consolidated basis, net working capital equals lesser of $14,000,000 or 150% of funded debt and current ratio is at least 2 to 1. Company agrees to maintain consolidated net working capital at not less than smaller of $12,000,000 or 125% of consolidated funded debt. At Dec. 31, 1965, $3,774,440 retained earnings were not so restricted.

Capital Stock: 1. Philip Carey Mfg. Co. common; par $10:

AUTHORIZED—1,500,000 **shares; outstanding,** Dec. 31, 1965, 1,002,110 **shares; in treasury,** 17,500 shares; par $10.

Par changed from $100 to no par in July, 1937 by 5-for-1 split; from no par to $20 in June, 1945, share for share and from $20 to $10 in Sept, 1946 by 2-for-1 split.

Note: Late in Feb. 1966 Glen Alden Corp. (see general index) stated that 245,000 shares had been tendered at $40 per share under terms of its offer.

VOTING RIGHTS—**Has exclusive voting power.**

DIVIDENDS PAID—

On $100 par shares:

1909-13	$5 00	1914-16	Nil	[1]1917-26	$6.00
[1]1927-31	8.00	1932	$2.25	1933-35	Nil
1936	0.25	1937	0.75		

On no par shares:

1937	0.25	1938-39	nil	1940	0.10
1941	0.65	1942-44	0.60	1945	0.30

On $20 par shares:

1945	0.40	1946	0.40

On $10 par shares:

1946	0.70	1947	1.10	1948	1.55
1949-58	1.60	1959	1.70	[1]1960-65	1.60
[2]1966	0.40				

[1]Paid stock dividends as follows: 1920, 50%; 1922, 30%; 1929, 2%; 1960, 20%.

[2]To Mar. 13.

LISTED—On New York and Cincinnati Stock Exchanges.

PRICE RANGE—	1965	1964	1963	1962	1961
High	32¾	34⅞	29⅝	32¾	36
Low	27½	23½	23¼	22	26⅝

Transfer Agent: Fifth Third Union Trust Co., Cincinnati and First National City Bank, New York.

Registrar: First National Bank, Cincinnati and Chase Manhattan Bank, New York.

Dividend Disbursing Agent: Fifth Third Union Trust Co., Cincinnati.

Note: Company also has authorized but unissued, 75,000 preferred shares; par $100.

CARTER (WILLIAM) CO.

History: Incorporated in February, 1912, in Massachusetts; consolidation of Wm. Carter Co. of Needham Heights, Mass., and Springfield, (Mass) Knitting Co. Acquired Cartex Co. and Carter-Collier Co., July 1, 1925.

In 1964, acquired Singing Needles Inc., Leola, Pa. for about $1,000,000.

Business: Manufactures underwear for entire family and outerwear for infants and children.

Properties: Company has one plant at Needham Heights, Mass., and one each at Springfield, Mass., and Barnesville and Thomaston, Ga. Sewing operations are carried on at Forsyth and Thomaston, Ga., Senatobia, Centreville, and Butreville, Miss., and Leola, Pa.

Sales offices located at New York, Chicago, Boston, Dallas, Cleveland, Atlanta, Los Angeles and San Francisco. Administrative offices and central warehouse at Needham Heights, Mass.

Subsidiary: Singing Needles, Inc. (wholly owned).

Officers: L. F. Carter, Pres.; W. L. Carter, Sec.; D. H. Finnigan, Treas.; D. P. Carter, Asst Treas.; M. H. Carter, Clerk.

Directors: L. F. Carter, W. C. Ross, Weston, Mass.; W. L. Carter, D. P. Carter, D. Gross, Needham, Mass.; L. J. Fewer, Newton, Mass.; J. R. Quarles, Wellesley, Mass.

Annual Meeting: Third Tuesday in Feb.

Auditors: Lybrand, Ross Bros. & Montgomery.

General Counsel: Ropes & Gray.

Purchasing Agents: R. W. Beale, yarns & threads; J. A. Cornwall, general items & cloth.

No. of Stockholders, Dec. 31, 1965: Voting trust, 184; common, 294.

No. of Employees: Dec. 31, 1965, 4,035.

Office: Needham Heights, Mass.

Consolidated Balance Sheet, as of Dec. 31:

Assets:	1965	1964
Cash	$1,418,596	$1,385,202
Ctf. of deposit	------	1,250,000
Receivables, net	3,632,122	3,101,000
[3]Inventories	13,707,282	11,238,965
Prepayments, etc.	193,911	136,724
Total current	$18,951,911	$17,111,891
[1]Net property	7,538,701	7,288,374
Patents, net	135,400	145,071
Total	$26,626,012	$24,545,336
Liabilities:		
Accounts payable	$1,990,966	$1,725,643
Debt due	1,434,900	219,900
Accruals	1,286,877	1,036,845
Retire. plan contr.	207,011	229,628
Fed. income tax	274,310	428,695
Total current	$5,194,064	$3,640,711
Notes pay., etc.	2,936,800	3,319,200
Def. Fed. inc. tax	528,000	400.000
Inventory reserve	1,500,000	1,500,000
Equip. replace. res.	2,000,000	1,500,000
Common ($100)	2,600,000	2,600,000
Capital surplus	61,638	61,638
Earned surplus	[2]11,805,510	11,523,787
Total	$26,626,012	$24,545,336
Net current assets	$13,757,847	$13,471,180
[1]Depreciation	$3,841,520	$3,741,327

[2]$5,431,988 not restricted. [3]Lower cost or mkt.

Term Loans: Outstanding, Dec. 31, 1965, $2,936,800 (excluding current portion) evidenced by $600,000 4¼% note payable serially to 1971; and $2,250,000 5% note, payable $250,000 annually 1966 to 1975; and $86,800 note due to 1973.

Under terms of indenture, company is required to maintain certain ratios of current assets, exclusive of inventories, and net working capital to unpaid balance of notes. At Dec. 31, 1965, $5,431,988 of earned surplus was not so restricted.

Capital Stock: 1. William Carter Co. common; par $100:

Authorized 30,000 shares; outstanding, 26,000 shares; par $100.

Has sole voting power.

For dividend limitation, see term loan, above.

Dividends (payments since 1931 follow):

1932-45	$4.00	1946	$6.00	1947-54	$8.00
1955-61	9.00	1962-65	10.00		

Paid a stock dividend of 50% in Dec., 1923.

Price Range:	1965	1964	1963	1962	1961
High	415	325	300	365	360
Low	315	280	225	250	300

Transfer Agent: State Street Bank & Trust Co., Boston, for voting trust certificates.

Registrar: First National Bank, Boston, Mass. for common and State Street Bank & Trust Co. for voting trust certificates.

Voting Trust: Voting trust agreement dated Sept. 22, 1948 shall continue to and including Sept. 22, 1958 and thereafter to Sept. 22, 1968 unless terminated earlier by request of holders of a majority of voting trust certificates. L. F. Carter and W. L. Carter are trustees.

CARTHAGE MILLS, INC.

History: Incorporated in Ohio, Jan. 27, 1928, to take over the assets and liabilities of J. B. Campbell Manufacturing Co., Inc., incorporated under New Jersey laws in March, 1925.

Business: Manufactures felt-base and composition floor coverings, also authorized to engage in any type of business.

Property: Plant in Carthage, Cincinnati.

Officers: M. R. Greiser, Pres., Treas. and Gen. Mgr.; E. A. Koehn, Exec. Vice-Pres and Sec.; H. G. Snarr, Vice-Pres. (Sales); Ralph Seedorf, Vice-Pres.; M. N. Greiser, Asst. Vice-Pres. (Sales); Helen St. Charles, Asst. Sec. and Asst. Treas.; Charlottee Franken, Asst. Sec.

Directors: F. Lazarus III, D. W. Gill, M. R. Greiser, L. C. Graham, J. R. Bullock, E. E. Koehn, W. A. Mitchell, Ada C. Greiser, J. T. Griffin.

Purchasing Agent: Robert Storch.

Auditors: Arthur Young & Co.

General Counsel: Taft, Stettinius & Hollister, Cincinnati.

Annual Meeting: Last Friday in March.

No. of Stockholders: Dec. 31, 1965, 491.

No. of Employees: Dec. 31, 1965, 163.

Office: 124 West Sixty-Sixth St., Cincinnati, Ohio.

Income Account, years ended Dec. 31:

	1965	1964
Gross earnings	$1,240,537	$1,281,988
Sell. adm. etc. exp.	692,660	655,006
[1]Oper. profit	547,877	626,982
Other income	47,976	58,559
Total income	595,853	685,571
Fed. income tax	276,000	323,618
Net income	319,853	361,953
Spec. credit	------	[2]32,811
Balance	319,853	394,764
Prev. earn. surp.	2,468,084	2,304,210
Dividends	217,051	223,135
Cost. stk. retire.	331,745	7,755
Earn. surp. 12-31	2,239,141	2,468 084
Earn. com. share	$2.27	$2 27
Cash flow com. sh.	2.73	2 66
No. of com. shares	140,880	159 184

[1]After $64,985 (1964, $61,957) deprec. [2]Reduct. of def. compensation payable by est. future Fed. inc. tax benefits applic. pr. yrs.

Balance Sheet, as of Dec. 31:

Assets:	1965	1964
Cash	$153,485	$288,848
U. S. gov't. secur.	1,549,648	1,777,699
Accts. receivable	387,235	398,297
Inventories	583,012	621,712
Prepayments	21,042	26,676
Total current	$2,694,422	$3,113,268
[1]Net property	640,409	621,132
Investments	127,519	130,736
Total	$3,462,350	$3,865,136
Liabilities:		
Accts. payable	$191,089	$227,931
Fed. income tax	152,579	213,961
Accruals	118,925	114,204
Total current	$462,593	$556,096
Def. compensation	56,216	45,036
Com. stock ($5)	704,400	795,920
Earned surplus	2,239,141	2,468,084
Total	$3,462,350	$3,865,136
Net current assets	$2,231,829	$2,557,172
Net tang. com. sh.	$20.89	$20.50
[1]Depreciation	$1,091,666	$1,046,431

Capital Stock: 1. Carthage Mills, Inc., common; no par:

Authorized, 250,000 shares; outstanding, 140,880 shares; no par.

No par shares split 4-for-1 Oct. 1, 1946 and 2-for-1 Jan. 15, 1960.

Has one vote per share.

Dividends paid (since 1941 in $):

1942-43	1.50	1944-45	1.75	[1]1946	5.50
1947-48	5.00	1948-49	3.50	1950	2.00
1951	1.00	1952	0.75	1953	1.00
1954	1.25	1955-58	2.00	1959	2.10

After 2-for-1 split:

1960	1.20	1961	1.35	1962-64	1.40
1965	1.50	[3]1966	0.30		

[1]Includes $3.50 paid prior to 4 for 1 split.

[2]Also 12% in stock Jan 18, 1956.

[3]To Mar. 15.

Price Range:	1965	1964	1963	1962	1961
High	23	24¾	24½	22½	21
Low	21	21¼	23	21	17½

Transfer Agent and Registrar: Central Trust Co., Cincinnati.

Dividend Disbursing Agent: Company.

CENTENNIAL TURF CLUB, INC.

History: Incorporated Mar. 12, 1949 under Colorado laws.

Business: Organized to build and operate a track for racing of horses.

Property: Club has 201-acre racing plant on outskirts of Littleton, Colo., about 8 miles south of Denver.

Affiliate: At Oct. 31, 1964 company owned 56% interest in Rocky Mountain Quarter Racing Assn., Inc

Officers: Harold Gray, Chmn.; J. C. Dozier, Pres.; S. A. Markley, Exec. Vice-Pres.; Yngve Hanson, Vice-Pres. and Treas.; R. H. Simon, Sec.; Ivan Thomas, Asst. Sec.

Directors: T. H. Buell, J. C. Dozier, Harold Gray, Yngve Hanson, S. T. Jones, Jr, S. A. Markley, J. J. Marsh, R. H. Simon, Ivan Thomas.

Auditors: Peat, Marwick, Mitchell & Co.

General Counsel: Richard H. Simon