122 EAST 42ND STREET NEW YORK 17, N. Y.

March 2nd, 1953

To the Stockholders of Graham-Newman Corporation:

Submitted herewith are financial statements of the Corporation covering the fiscal year ended January 31st, 1953.

The appended balance sheet indicates a net asset value of \$1,361.11 per share on January 31st, 1953, compared with \$1,257.85 per share on January 31st, 1952. The indicated net asset value on February 16th, 1953 was approximately \$1,359.00 per share.

FISCAL YEAR RESULTS AND DIVIDENDS

Net realized profits for the fiscal year (without reflecting the increase in unrealized appreciation) amounted to \$123.90 per share. The total dividends paid and declared applicable to the net realized profits for the fiscal year aggregate \$127.81. Such dividends consist of the quarterly dividends of \$12.50 each paid in June and September 1952, the dividend of \$50 paid in December 1952 and a dividend of \$52.81, declared February 17th, 1953 payable March 12th, 1953 to stockholders of record March 9th, 1953.

Total dividends of \$127.81 applicable to the fiscal year exceed the net realized profit for the fiscal year by \$3.91 per share and is represented by (a) a net amount of \$4.19 per share reflecting a reserve for officers' compensation which is not tax deductible until paid out and (b) less a net amount of \$.28 per share covering an adjustment between dividend income accrued from portfolio securities and that actually received during the fiscal year.

Of the total dividends of \$127.81 applicable to the fiscal year, \$112.31 per share represents long term capital gains, \$15.50 is ordinary income.

The overall gain for the fiscal year, including the net increase in unrealized appreciation, was \$195.71 per share, or 15.6% on the asset value of the shares at the beginning of the fiscal year.

CALENDAR YEAR DIVIDENDS

During the calendar year 1952 the total dividends paid amounted to \$92.44, consisting of a dividend of \$17.44 paid in March out of net realized profits of the fiscal year ended January 31st, 1952 and the \$75 of dividends paid as stated above.

Of the dividends of \$92.44 paid during the calendar year of 1952, \$83.57 per share represents long term capital gains, \$.04 per share represents short term capital loss and \$8.91 per share is ordinary income.

The financial statements have been reviewed by Messrs. Stern, Porter, Kingston and Coleman, independent public accountants, whose certificate is set forth herein.

The proxy statement for the annual meeting of stockholders which will be held on April 13th, 1953 will be mailed to the stockholders on or about April 1st, 1953.

By order of the Board of Directors,

Benj. Graham, President

Jerome A. Newman, Vice President & Treasurer

OFFICERS

Benjamin Graham, President

Edward E. Laufer, Secretary

Jerome A. Newman Vice President & Treasurer

Howard A. Newman, Vice President

Walter J. Schloss, Assistant Secretary

DIRECTORS

Benjamin Graham

Robert J. Marony

Jerome A. Newman

David L. Dodd

Wm. K. Jacobs, Jr.

Howard A. Newman

STERN, PORTER, KINGSTON & COLEMAN

CERTIFIED PUBLIC ACCOUNTANTS

551 Fifth Avenue, New York 17, N. Y.

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

We have examined the Balance Sheet of Graham-Newman Corporation as at January 31, 1953 and the related statements of Profit and Loss, and Changes in Net Assets for the fiscal year then ended. Our examination was made in accordance with generally accepted auditing standards, and accordingly included such tests of the accounting records and such other auditing procedures as we considered necessary in the circumstances.

In our opinion, the accompanying Balance Sheet and related statements of Profit and Loss and Changes in Net Assets, as supplemented by the notes appended thereto present fairly the financial position of Graham-Newman Corporation as at January 31, 1953 and the results of its operations for the fiscal year then ended, in conformity with generally accepted accounting principles applied on a basis consistent with that of the preceding year.

STERN, PORTER, KINGSTON & COLEMAN

Certified Public Accountants

New York, N. Y. February 24, 1953.

NEW

BALANCE

JANUARY 31,

=	A	S	S.	Е	T	S	***************************************	
CASH							:	\$ 276,395.26
DUE FROM BROKERS FOR	SECURITI	ŒS S	OLD					7,360.38
DEPOSITS WITH BROKER:	S							382,073.06
INVESTMENTS IN SECUR. (Cost \$4,661,45	ITIES-AT 56.70)	MARI	ŒT V	ALUE	E (No	te A)		7,307,498.00
OTHER ASSETS Dividends receival Interest accrued of Deposits and sunds Furniture and fixe	on bonds ry recelv	<i>r</i> able	es				\$ 6,776.26 398.45 9,366.30 10,051.45	26,592.46

\$<u>7,999,919.16</u>

CORPORATION

YORK

SHEET

1953

LIABILITIES AND CAPI°TAL

364,507.00 SECURITIES SHORT - at cover value (net proceeds of sales \$275,978.05) 13,704.97 SUNDRY PAYABLES AND ACCRUALS DUE TO OFFICERS (Benjamin Graham and Jerome A. Newman) for additional compensation-on basis of realized net income for the four fiscal years ended January 31, 1953 (Note B) 309,289.36 83,994.28 of which currently payable 225,295.08 balance payable in installments (1954-1957) PROVISION FOR ADDITIONAL CONTINGENT COMPENSATION OF OFFICERS (Benjamin Graham and Jerome A. Newman) on increase in unrealized appreciation of investments subsequent to January 31, 1948 (Note B) 506,850.74 NET ASSETS APPLICABLE TO OUTSTANDING CAPITAL STOCK 6,805,567.09 Capital Stock: Authorized, issued and outstanding-5,000 shares of no par value-2,500,000.00 stated value \$500.00 per share 2,097,580.92 Capital Surplus 157,324.56 Earned Surplus 4,754,905.48 Total Capital Stock and Surplus Unrealized appreciation of investments-after deducting provision for related additional contingent compensation of officers (Note A) 2,050,661.61 \$6,805,567.09 Total, as above

(equivalent to \$1,361.11 per share)

\$<u>7,999,919.16</u>

NEW YORK

PROFIT AND LOSS STATEMENT

FOR THE FISCAL YEAR ENDED JANUARY 31, 1953

STATEMENT OF INCOME AND EXPENSES (excluding gain or loss on investments)		
Income Dividends . Interest on investments Other Income Total		280,518.69 6,979.31 5,833.20 293,331.20
Expenses Salaries of Officers: Benjamin Graham (Note B) Jerome A. Newman (do) Other	\$ 25,000.00 25,000.00 22,445.33	
Other: Office salaries Executive committee fees Directors' fees Rent and light Telephone and telegraph	13,138.91 10,000.00 450.00 4,400.08 3,136.31	
Taxes (other than Federal taxes on income) Legal and auditing Custodian fees General expense Depreciation (furniture and fixtures) Total	8,210.42 6,000.00 2,761.08 6,848.14 1,239.87 128,630.14	
Interest paid Total Expenses (exclusive of additional compensation of officers)	6,034.72	134,664.86
Net Income (excluding gain or loss on investments, before deducting additional compensation of offi cers and provision for Federal taxes on income)	-	158,666.34
NET REALIZED GAIN ON INVESTMENTS Amount realized Cost	2,291,263.14 1,725,523.78	565,739.36
NET INCOME before deducting additional compensation of officers and provision for Federal taxes on income Deduct-Provision for additional compensation		724,405.70
of officers (Note B): Benjamin Graham \$52,440.57 Jerome A. Newman 52,440.57 Provision for Federal taxes on income (Note C)		104,881.14
NET INCOME FOR YEAR		619,524.56
ADD-INCREASE IN UNREALIZED APPRECIATION (Note A) At January 31, 1953 \$2,557,512.35 At January 31, 1952 2,108,748.25		
Deduct-Provision for related additional contingent compensation of officers	89,752.80	359,011.26
NET "OVER ALL" INCOME FOR YEAR including increase in unrealized appreciation		\$978,535.82
equivalent (on 5,000 shares) to \$195.71	per share	

STERN, PORTER, KINGSTON & COLEMAN

NEW YORK

STATEMENT OF CHANGES IN NET ASSETS FOR THE FISCAL YEAR ENDED JANUARY 31, 1953

	Per Share
NET ASSETS AT JANUARY 31, 1952	\$6,289,231.27 \$1,257.85
ADD Net Income for the fiscal year ended	January 31,1953:
Net Income, excluding gain or loss investments (before deducting a tional compensation of officers	ddi-
Net realized gain on sales of investments Total	565,739,36 724,405.70
Deduct-Additional compensation of of officers (Note B)	104,881.14
Net Income for the year	619,524.56 123.90
Increase in unrealized appreciation of investments Deduct-Provision for related addit	448,764.06
contingent compensation of offic	ers 89,752.80 359,011.26 71.80
TOTAL	7,267,767.09 1,453.55
DEDUCT - DIVIDENDS PAID	
March 28, 1952 \$17.44 June 27, 1952 12.50 Sept. 26, 1952 12.50	<u>e</u> 87,200.00(a) 62,500.00 62,500.00
Dec. 29, 1952 <u>50.00</u>	250,000.00
\$ <u>92.44</u>	462,200.00 92.44
BALANCE - NET ASSETS AT JANUARY 31, 195	<u>\$6,805,567.09</u> \$ <u>1,361.11</u>
ANALYSIS OF CHANGES IN NET ASSETS-FOR T	HE FISCAL YEAR ENDED JANUARY 31,1953
	Unrealized
Capita Total Stock	
Net Assets at Jan.31,1952 \$6,289,231.27 \$2,500,00 Add:	0 \$2,097,580.92 \$ - \$1,691,650.35
Net Income for the year 619,524.56 Increase in unrealized	619,524.56
appreciation (net) (b)	359,011.26
Total 7,267,767.09 2,500,00	0 2,097,580.92 619,524.56 2,050,661.61
Deduct: Dividends paid 462,200.00	462,200.00
Balance-Net Assets at Jan, 31, 1953 \$6,805,567.09 \$2,500,00	0 \$2,097,580.92 \$157,324.56 \$2,050,661.61
(a) The dividend paid March 28,195	
/> \ **	1 1

(b) Unrealized appreciation as shown herein represents the net amount after deducting related contingent additional compensation of officers. STERN, PORTER, KINGSTON & COLEMAN

NEW YORK

NOTES TO FINANCIAL STATEMENTS

JANUARY 31, 1953

NOTE A - VALUATION OF INVESTMENTS-UNREALIZED APPRECIATION OF INVESTMENTS

Investments have been evaluated at their quoted market values as at January 31, 1953 except as noted below. These valuations are not, however, intended as representations of the amounts which may be actually realizable upon sale of the securities.

The unrealized appreciation of investments at January 31,1953 is represented as follows:

representati de rezzent.	Cost	Value at Jan.31,1953	Unrealized Appreciation
Investments in securities Securities short (a)	\$4,661,456.70 275,978.05	\$7,307,498 364,507	\$2,646,041.30 (-88,528.95)
Net securities position	\$ <u>4,385,478.65</u>	\$ <u>6,942,991</u>	
Unrealized Appreciation at	January 31, 1953		\$ <u>2,557,512.35</u>

(a) Securities short are stated at amount realized on sale, cover value, and indicated loss.

The unrealized appreciation of investments at the beginning of the year, the increase therein for the current year, the related additional contingent compensation of officers (see Note B) and the balance applicable to the outstanding capital stock were as follows:

	•	Additional Contingent	Balance Applicable
	Total	Compensation	to Stock
At January 31, 1952 Increase for year	\$2,108,748.29 <u>448,764.06</u>	\$417,097.94 89,752.80	\$1,691,650.35 359,011.26
At January 31, 1953	\$2,557,512.35	\$ <u>506,850.74</u>	\$2,050,661.61

The investment in Atlantic Gulf and West Indies Steamship Lines (AGWI) common stock has been valued at its quoted market value on the New York Stock Exchange as at January 31, 1953, and upon this basis shows an unrealized appreciation at that date of \$1,544,595.50, of which \$297,038.00 represents appreciation during the current year. Effective control of AGWI has been acquired by Jerome A. Newman, one of the officers of Graham-Newman Corporation. There have recently been only occasional transactions in AGWI common stock on the New York Stock Exchange. The investments in Monterey 011 Co. common stock and in Perkin Elmer Corporation 5% Income Debentures (March 1, 1967), for which no market quotations were available, have been evaluated by the management and in the statements herein at \$452,500.00 which amount represents unrealized appreciation of \$400,200, of which \$241,000 represents appreciation during the current year. The management is of the opinion that these investments have been fairly valued.

NOTE B - COMPENSATION OF OFFICERS

The President and Treasurer each receive a salary of \$25,000 per annum, and additional compensation of 10% of the excess of the realized net income in each year as determined at the close thereof (less the net unrealized depreciation, if any, in the value of investments at the year end which had accrued subsequent to January 31, 1948) over an amount equivalent to \$40.00 per share per annum (\$10.00 per share per quarter) on the presently outstanding capital stock. The total amount of addi-

NOTES TO FINANCIAL STATEMENTS

JANUARY 31, 1953

(CONTINUED)

NOTE B - COMPENSATION OF OFFICERS (continued)

tional compensation payable to each of these officers from and after February 1, 1948 is, however, limited to $12\frac{1}{2}\%$ of the excess of total dividends paid during this period over an amount equivalent to \$40.00 per share per annum on the presently outstanding stock (or the equivalent on the old stock outstanding prior to recapitalization in 1950). The board of directors, with the approval of the company's counsel, has determined that for the purpose of computing this limitation, a dividend paid subsequent to the close of a fiscal year out of income for the fiscal year, as permitted under the Internal Revenue Code, is to be included in the total dividends for the fiscal year. The additional compensation for the fiscal year ended January 31, 1949 has been paid in full, and for all subsequent years is payable in five equal annual installments within sixty days of the close of the respective years. In the event of the death of either of these officers, or the termination of his tenure of office, such officer or his estate will be entitled to receive further additional compensation in an amount equal to 10% of the increase in unrealized appreciation, if any, which had accrued subsequent to January 31, 1948, less the amount, if any, of the \$40.00 per share per annum exclusion noted above to the extent that such exclusion had not previously been applied in the computation of additional compensation in any prior year.

NOTE C - TAX STATUS

The Corporation has elected to be taxed as a "regulated investment company" under the Internal Revenue Code, and as such will be liable to Federal taxes on income on such amount only as is represented by its undistributed net long term capital gains (less its net short term capital loss if any) and its undistributed net income from other sources. The Corporation has in the past, and intends in the future, to distribute as dividends each year, or within the time limit provided by the terms of the Internal Revenue Code, an amount which will absorb the total net income in each of the above categories which is reportable for Federal income tax purposes, and in this event will not be liable for Federal taxes on income. No provision has therefore been made for such taxes either in respect of the realized net income for the current period or in respect of unrealized appreciation at the close thereof.

NOTE D - SUPPLEMENTARY INFORMATION

The aggregate dollar amounts of purchases and sales of investment securities, other than United States Government obligations, made during the year were as follows:

Cost of Securities purchased \$ 981,404.89 Proceeds of sales of securities 2,278,594.31

NEW YORK

INVESTMENTS IN SECURITIES

JANUARY 31, 1953

SUMMARY

	MARKET VALUE AT JANUARY 31, 1953
INVESTMENT COMPANIES	\$ 156,375
Common Stocks	,
HOLDING COMPANIES	0.000
Preferred Stocks	8,622 388,842
Common Stocks	000,011
OTHER SECURITIES	
<u>Bonds</u> Railroads	204,950
Utilities	32,273
Industrials	50,000
Preferred Stocks	68,450
Utilities	458,724
Industrial	
Common Stocks Railroads	535,000
Utilities	187,557
Banks	61,250
Insurance Companies	20,875
Industrial	5,134,580
•	
TOTAL	\$ <u>7,307,498</u>

NEW YORK

INVESTMENTS IN SECURITIES

JANUARY 31, 1953

No. of	
Shares	MARKET VALUE
INVESTMENT COMPANIES	<u>JAN. 31, 1953</u>
Common Stocks 800 Amoskeag Company 1,300 Mission Development Company	\$ 132,000 24,375
	\$ <u>156,375</u>
HOLDING COMPANIES	
Preferred Stocks	
25 Standard Power & Light Corp. \$7.00 Cumulative Preferred	5,247
1,000 Western Pacific Railroad 6% Cumulative Convertible Preferred	3,375
	\$ <u>8,622</u>
Common Stocks 3,405 Engineers Public Service Company (stubs)	579
1.100 Georgia Railroad & Banking Company	183,700
10,000 Middle West Corporation	6,500 40,875
1,500 Royal Dutch Petroleum Company 2,500 Western Pacific Railroad Company	<u>157,188</u>
	\$ 388,842
OTHER SECURITIES - BONDS	
Face	
Amount	
Railroads 25 M. Chicago, Indianapolis & Louisville Railway Co First Income 4% 1/1/1983	. 18,000
50 M. International Great Northern Railroad Company Adjustment Mortgage Series A 6% 1952	37,750
Missouri Pacific Railroad	46,875
50 M. $5\frac{1}{2}\%$ Series A $5/1/49$ 75 M. 4% General Mortgage $3/1/75$	84,750
42% 65 year Series A When issued 42% 75 year Series B When issued	1,690* 260*
100 M. New York, New Haven & Hartford Railroad	15,625
certificates of beneficial interest Utilities	\$ 204,950
25 M. Brazilian Traction Light & Power Co.,Ltd.Seri Convertible Collateral Trust $4\frac{1}{2}\%$ 9/1/71	
100 M. Chicago City Railway Company First Mortgage 5 2/1/1927 (stubs)	% 625
Chicago Rapid Transit Company: First & Refunding Mortgage Series A: 155 M 6% $7/1/1953$ (stubs) $6\frac{1}{2}\%$ $7/1/1944$ (stubs)	7,130
6 M. Union Elevated Railroad Company First Mortgag 5% 10/1/1945 (stubs)	e <u>456</u>
	\$ <u>32,273</u>
*	

INVESTMENTS IN SECURITIES

JANUARY 31, 1953

OTHER SECURITIES - BONDS (Continued)	MARKET VALUE JAN. 31, 1953
Face Amount	
Industrials 50 M. Perkin-Elmer Corporation Subordinated Convertible Income 5% 3/1/67	\$ <u>50,000</u> **
OTHER SECURITIES-PREFERRED STOCKS	
No. of Shares	
Utilities 1,200 Central States Electric Corporation 7% Cumulative Preferred (stubs)	22, 200
10,000 Market Street Railway Company 6% Cumulative Prior Preferred (x)	46,250 \$ 68,450
Industrial 300 American Woolen Co., Inc.\$4.00 Cumulative Convertible Preferred	21,300
100 American Zinc, Lead & Smelting Company \$5.00 Cumulative Prior Preferred	9,525
Autocar Company: 609 5% Cumulative Convertible Preferred Series A) 291 5% Convertible Preferred Series B 100 5% Cumulative Convertible Preferred Series C)	16,875
1,000 Avco Manufacturing Corporation \$2.25 Cumulative Convertible Preferred	49,625
300 Cluett Peabody & Co. 4% Cumulative Convertible Second Preferred	23,775
1,000 Crucible Steel Company of America 5% Cumulative Convertible Preferred	86,250
600 Fedders Quigan Corporation Series A 5% Cumulative Convertible Preferred	36,000
400 Gar Wood Industries, Inc. 4½% Cumulative Convertible Preferred	13,850
500 General Cable Corporation 4% Cumulative Convertible Second Preferred	16,562
200 Mengel Company 5% Cumulative Convertible First Preferred	9,400
1,500 Murray Corporation of America 4% Cumulative Preferred	72,562
800 Thermoid Company \$2.50 Cumulative Convertible Preferred	34,000
1,000 Tung-Sol Electric, Inc. Cumulative Convertible Preferred 5%	69,000
	\$ <u>458,724</u>

INVESTMENTS IN SECURITIES

JANUARY 31, 1953

No. of Shares		MARKET VALUE JAN. 31, 1953
OTHER SECU	RITIES-COMMON STOCKS	
Railroad	8	
400 400 1,000	Cleveland & Pittsburgh Railroad Co. \$3.50 Regular Guaranteed \$2.00 Special Guaranteed Betterment Delaware Railroad Company	\$ 29,400 17,500 44,750
200 4,000	Mahoning Coal Railroad Co. Montgomery & Erie Railway Company (3½% guaranteed by Erie Railroad Company)(x)	108,200 32,000
200 2,500 1,000 300	Northern Central Railway Company Northern Pacific Railway Company	17,050 197,500 70,000 18,600
**** * * * * * * * * * *	_	\$ <u> 535,000 </u>
Utilitle 7,000 1,200 260 300 500 400	Boston Elevated Railway Company Eastern Utilities Associates-Convertible Gold & Stock Telegraph Company International Ocean Telegraph Company Puget Sound Power & Light Company United Public Utilities Corporation	97,125 13,800 34,320 30,000 12,312
		\$ <u>187,557</u>
Banks 10,000	Continental Bank & Trust Company (N.Y.)	\$ <u>61,250</u>
<u>Insuranc</u> 500	<u>e Companies</u> Standard Accident Insurance Company	\$20,875
Industri 7,500 1,500 3,550 3,500	als Adam Hat Stores, Inc. Allied Kid Company American Arch Company (Delaware) American Arch Company, Inc. (New York) American Crystal Sugar Company	24,375 30,000 1,775 76,562
6,500 1,500 600 23,763	American Hawaiian Steamship Company American La France Foamite Corporation American Laundry Machinery Company Atlantic Gulf & West Indies Steamship Lines(x)	365,625 20,062 14,850 2,673,338
800 1,000 4,000 600 2,500	Brockway Motor Company Brunswicke Balke Collander Co. Buda Company Carribean Sugar Co. Carman & Co., Inc.	16,000 18,875 57,500 300 10,000
1,150 1,000 5,000 500 3,200 600	Cleveland Worsted Mills Company C. G. Conn Ltd. Consolidated Liquidating Corporation Consolidated Cigar Corporation Coro, Inc. Crowley Milner & Company	108,675 7,125 5,000 15,688 32,400 3,975
200		
	Forward	\$3,482,125

INVESTMENTS IN SECURITIES

JANUARY 31, 1953

No. of Shares		MARKET VALUE JAN. 31, 1953
	ITIES-COMMON STOCKS (Continued) ls (continued)	<u> </u>
F	orward	\$3,482,125
4,500 600 1,000	De Vilbiss Company Diamond T Motor Car Co. Dictograph Products Co., Inc. Easy Washing Machine Corporation-Class B	84,938 7,950 5,625 40,312 218,262
240		28,500 3,810 8,187 11,562 7,400
	Jenkins Brothers (Non-Voting) Jones & Lamson Machine Co. Kalamazoo Stove & Furnace Company	1,762 13,425 34,088 12,000 4,875
2,400 1,000 1,500 1,400	Lit Brothers Mandel Bros., Inc.	20,400 16,500 9,562 32,200 7,350
400 2,300 1,400 4,000 2,300	Monterey 011 Company Namm's-Loeser's, Inc.	10,650 402,500* 5,600 25,000 33,062
2,300 600 1,000 600 21,100	New York Shipbuilding Corporation-Participating New York Shipbuilding Corporation-Founders Pacific Mills	19,550 11,475 19,250 16,050 377,162
1,400 900 1,000 200 220	Real Silk Hosiery Mills, Inc. Reliable Stores Corporation Rice-Stix, Inc. Sargent & Company Shuron Optical Company, Inc.	19,075 26,887 26,750 3,800 7,040
945 450 1,500 500	Timely Clothes, Inc. Tyer Rubber Company Wealdon Corporation Youngstown Sheet & Tube Company	12,521 14,625 29,812 22,938

\$<u>5,134,580</u>

* *Valued by management

(x) Represents investment in a non-controlled affiliate as defined in Investment Company Act of 1940 under which an issuer is an affiliate of one who owns 5% or more of its outstanding voting securities.

NEW YORK

SECURITIES SHORT

JANUARY 31, 1953

No. of Shares	COVER VALUE JAN. 31, 1953
PREFERRED STOCKS	
Railroads Missouri Pacific Railroad Company 2,500 5% Cumulative Convertible Preferred \$5.00 Preferred Series A-When issued	\$126,562 2,694*
COMMON STOCKS	
Industrials 400 American Zinc Lead & Smelting Company 3,800 Avco Manufacturing Corporation	7,600 31,350
2,506-78/100 Crucible Steel Company of America	80,530
2,184 Fedders Quigan Corporation 1,800 Gar Wood Industries, Inc. 2,800 Tung-Sol Electric, Inc.	34,671 12,150 68,950
	\$ <u>364,507</u>

*Indicated Loss