

Edgar Filing: BEXIL CORP - Form SC 13D

BEXIL CORP
Form SC 13D
July 03, 2003

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D
Under the Securities Exchange Act of 1934
(Amendment No.)

Bexil Corporation
(Name of Issuer)

Common Stock
(Title of Class of Securities)

088 57 7 101
(CUSIP Number)

THOMAS B. WINMILL, ESQ.
11 Hanover Square, 12th Floor
New York, NY 10005
Attn: Monica Pelaez, Esq.
212-797-7625

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

May 23, 2003
(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of the Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box. []

|Number of |
|Shares |
|Beneficially |
|Owned by |
|Each |
|Reporting |
Person with

1 Names of Reporting Persons / I.R.S. Identification Nos. of Above Persons
(Entities Only)

Thomas B. Winmill / 140-56-8512

2 Check the Appropriate Box If a Member of a Group (a) / /

Edgar Filing: BEXIL CORP - Form SC 13D

(b) / /

3	SEC Use Only	
---	--------------	--

4	Source of Funds	PF
---	-----------------	----

5	Check Box If Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) / /	
---	---	--

6	Citizenship or Place of Organization	USA
---	--------------------------------------	-----

7	Sole Voting Power	45,022 Shares
---	-------------------	---------------

8	Shared Voting Power	0
---	---------------------	---

9	Sole Dispositive Power	45,022 Shares
---	------------------------	---------------

10	Shared Dispositive Power	0
----	--------------------------	---

11	Aggregate Amount Beneficially Owned by Each Reporting Person Shares	45,022
----	--	--------

12	Check Box If the Aggregate Amount in Row (11) Excludes Certain Shares / X /	
----	---	--

13	Percent of Class Represented by Amount in Row (11)	5.16%
----	--	-------

14	Type of Reporting Person	IN
----	--------------------------	----

Edgar Filing: BEXIL CORP - Form SC 13D

This Schedule 13D relates to the shares of Common Stock of Bexil Corporation (the "Issuer"). The principal executive offices of the Issuer are located at 11 Hanover Square, New York, NY 10005.

Principal Executive Officers of Issuer	Title
William G. Vohrer	Treasurer
Monica Pelaez	Secretary
Marion Morris	Senior Vice President
Thomas B. Winmill	President

ITEM 2. IDENTITY AND BACKGROUND

(a) - (c) This Schedule 13D is being filed by Thomas B. Winmill (the "Reporting Person"). His address is 11 Hanover Square, New York, NY 10005. Further information is attached in Exhibit A.

(d) None

(e) None

(f) Thomas B. Winmill is a citizen of the U.S.A.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION

Thomas B. Winmill used personal funds.

ITEM 4. PURPOSE OF TRANSACTION

The Reporting Person acquired the Shares for investment purposes.

Notwithstanding any of the foregoing, the Reporting Person may at any time modify, change, abandon, or replace, some or all of the foregoing purposes and plans and discussions relating thereto or discontinue or re-continue such modifications, changes, abandonments, or replacements at any time.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

(A) As of July 3, 2003, the Reporting Person believes there are 873,157 shares of Common Stock outstanding. Thomas B. Winmill is the beneficial owner of 18,515 shares of Common Stock, which constitute approximately 2.12% of the outstanding shares of Common Stock. Thomas B. Winmill disclaims beneficial ownership of 26,507 shares held by his spouse and sons.

(B) Power to vote and to dispose of the securities resides with the Reporting Person.

(C) The following transactions were effected during the past sixty days:

Reporting Person	Date	Buy/Sell	Shares	Number of Price Per Share	Where and Ho Transaction Effected

Edgar Filing: BEXIL CORP - Form SC 13D

Thomas B. Winmill	05/23/03	Buy	2,100	13.50	AMEX
Thomas B. Winmill	05/20/03	Buy	4	15.69	AMEX
Thomas B. Winmill	05/13/03	Buy	1,700	14.63	AMEX
Thomas B. Winmill	05/09/03	Buy	2,000	14.50	AMEX
Thomas B. Winmill	05/09/03	Buy	139	14.20	AMEX
Thomas B. Winmill	05/09/03	Buy	135	14.65	AMEX
Thomas B. Winmill	05/08/03	Buy	3,000	14.07	AMEX

ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER

Thomas B. Winmill is a director and officer of the Issuer. Each of William G. Vohrer and Monica Pelaez are officers the Issuer. The Issuer has an audit committee comprised of directors Douglas Wu, Frederick A. Parker, Jr. and Russell E. Burke III, the function of which is routinely to review financial statements and other audit-related matters as they arise throughout the year. The Issuer has an executive committee comprised of Thomas B. Winmill.

Article XIV of the Issuer's charter provides that the name Bexil included in the name of the Issuer shall be used pursuant to a royalty-free nonexclusive license from Winmill & Co. Incorporated ("WCI") or a subsidiary of WCI. The license may be withdrawn by WCI or its subsidiary at any time in their sole discretion, in which case the Issuer shall have no further right to use the name Bexil in its corporate name or otherwise and the Issuer, the holders of its capital stock and its officers and directors, shall promptly take whatever action may be necessary to change its name accordingly.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS

Exhibit A: Certain information concerning the Issuer's directors and executive officers.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: July 3, 2003

BEXIL CORPORATION

By: /s/ Thomas B. Winmill
Name: Thomas B. Winmill
Title: President

Edgar Filing: BEXIL CORP - Form SC 13D

EXHIBIT A

The business address for all entities and individuals listed in this Exhibit A is 11 Hanover Square, 12th Floor, New York, NY 10005.

The directors of the Issuer are Bassett S. Winmill, Thomas B. Winmill, Douglas Wu, Frederick A. Parker, Jr. and Russell E. Burke III.

Information relevant to each director of the Issuer who may be deemed to be an "interested person" of the Issuer as defined in the 1940 Act is set forth below:

Name of Certain Issuer Director, Principal Occupation and Business Experience for Past Five Years	Issuer Director Since
---	-----------------------

THOMAS B. WINMILL -- He is President, Chief Executive Officer, and General Counsel of the Issuer, as well as the other investment companies in the Investment Company Complex, and of WCI and certain of its affiliates. He is a member of the New York State Bar and the SEC Rules Committee of the Investment Company Institute. He is a son of Bassett S. Winmill. He was born June 25, 1959.	1996
--	------

BASSETT S. WINMILL -- He is Chairman of the Board of the Issuer, as well as other investment companies in the Investment Company Complex, and of WCI. He is a member of the New York Society of Security Analysts, the Association for Investment Management and Research, and the International Society of Financial Analysts. He is the father of Thomas B. Winmill. His address is 11 Hanover Square, New York, New York 10005. He was born February 10, 1930.	1996
---	------

The non-director executive officers of the Issuer and/or director/officers of WCI, and their relevant biographical information are set forth below:

WILLIAM G. VOHRER - Chief Accounting Officer, Chief Financial Officer, Treasurer and Vice President of the Investment Company Complex, WCI and the Issuer since February 2001. From 1999 to 2001, he was an independent consultant specializing in accounting matters. From 1994 to 1999 he was Chief Financial Officer and Financial Operations Principal for Nafinsa Securities, Inc., a Mexican securities broker/dealer. He was born on August 14, 1950.

MARION E. MORRIS -- Senior Vice President. She is a Senior Vice President of the Investment Company Complex, WCI and the Issuer. She was born on June 17, 1945.

Edgar Filing: BEXIL CORP - Form SC 13D

MONICA PELAEZ - Vice President, Secretary, and Chief Compliance Officer. She is Vice President, Secretary, and Chief Compliance Officer of the Investment Company Complex, WCI and the Issuer. She earned her Juris Doctor from St. John's University School of Law. She is a member of the New York State Bar. She was born November 5, 1971.

The following table presents certain information regarding the beneficial ownership of the Issuer's shares as of July 3, 2003 by each foregoing officer and/or director of the Issuer.

Name of Officer or Director	Number of Shares
Thomas B. Winmill	45,022
Bassett S. Winmill	7,399
William G. Vohrer	0
Marion Morris	0
Monica Pelaez	0