

ADAMS EXPRESS CO
Form N-Q
October 17, 2014

FORM N-Q

**QUARTERLY SCHEDULE OF PORTFOLIO HOLDINGS OF REGISTERED MANAGEMENT
INVESTMENT COMPANY**

Investment Company Act file number: 811-00248

THE ADAMS EXPRESS COMPANY

(Exact name of registrant as specified in charter)

7 Saint Paul Street, Suite 1140, Baltimore, Maryland 21202

(Address of principal executive offices)

**Lawrence L. Hooper, Jr.
The Adams Express Company
7 Saint Paul Street, Suite 1140
Baltimore, Maryland 21202**

(Name and address of agent for service)

Registrant's telephone number, including area code: (410) 752-5900

Date of fiscal year end: December 31

Date of reporting period: September 30, 2014

Item 1. Schedule of Investments.

SCHEDULE OF INVESTMENTS

September 30, 2014

(unaudited)

| | Shares | Value (A) |
|---------------------------------------|-----------|---------------|
| Common Stocks 99.6% | | |
| Consumer Discretionary 11.9% | | |
| Amazon.com, Inc. (B) | 50,000 | \$ 16,122,000 |
| BorgWarner Inc. | 137,000 | 7,207,570 |
| Comcast Corp. (Class A) | 452,300 | 24,324,694 |
| Dollar General Corp. (B) | 271,400 | 16,585,254 |
| Hanesbrands Inc. | 152,000 | 16,330,880 |
| Lowe's Companies, Inc. | 550,000 | 29,106,000 |
| Magna International Inc. | 126,000 | 11,958,660 |
| McDonald's Corp. | 180,000 | 17,065,800 |
| Walt Disney Co. | 377,600 | 33,617,728 |
| Whirlpool Corp. | 66,000 | 9,612,900 |
| | | 181,931,486 |
| Consumer Staples 9.1% | | |
| Coca-Cola Co. | 300,000 | 12,798,000 |
| CVS Health Corp. | 314,000 | 24,991,260 |
| General Mills Inc. | 252,400 | 12,733,580 |
| Hershey Co. | 150,000 | 14,314,500 |
| PepsiCo, Inc. | 263,500 | 24,529,215 |
| Philip Morris International Inc. | 262,800 | 21,917,520 |
| Procter & Gamble Co. | 175,000 | 14,654,500 |
| Unilever plc ADR | 290,250 | 12,161,475 |
| | | 138,100,050 |
| Energy 9.9% | | |
| Chevron Corp. | 218,000 | 26,011,760 |
| EOG Resources, Inc. | 151,200 | 14,971,824 |
| Exxon Mobil Corp. | 101,000 | 9,499,050 |
| Halliburton Co. (E) | 170,801 | 11,018,373 |
| Noble Energy, Inc. | 175,000 | 11,963,000 |
| Petroleum & Resources Corp. (C) | 2,186,774 | 62,979,091 |
| Schlumberger Ltd. | 138,300 | 14,063,727 |
| | | 150,506,825 |
| Financials 16.4% | | |
| Allstate Corp. | 330,000 | 20,252,100 |
| American International Group, Inc. | 145,000 | 7,832,900 |
| American Tower Corp. | 105,000 | 9,831,150 |
| Berkshire Hathaway Inc. (Class B) (B) | 65,200 | 9,006,728 |
| Capital One Financial Corp. | 245,000 | 19,996,900 |
| Citigroup Inc. | 617,000 | 31,972,940 |
| iShares US Real Estate ETF | 147,722 | 10,222,362 |
| JPMorgan Chase & Co. | 470,000 | 28,312,800 |

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| | | |
|----------------------------|---------|------------|
| Lincoln National Corp. | 270,000 | 14,466,600 |
| NASDAQ OMX Group, Inc. | 360,000 | 15,271,200 |
| Navient Corp. | 520,000 | 9,209,200 |
| Prudential Financial, Inc. | 195,000 | 17,148,300 |
| Simon Property Group, Inc. | 89,500 | 14,715,590 |
| SLM Corp. | 520,000 | 4,451,200 |
| Wells Fargo & Co. | 719,000 | 37,294,530 |

249,984,500

Health Care 15.1%

| | | |
|---------------------------|-----------|------------|
| AbbVie Inc. | 280,000 | 16,172,800 |
| Aetna Inc. | 252,000 | 20,412,000 |
| Allergan, Inc. | 120,000 | 21,382,800 |
| Biogen IDEC Inc. (B) | 47,000 | 15,548,070 |
| Celgene Corp. (B) | 164,000 | 15,543,920 |
| Cerner Corp. (B) | 341,000 | 20,313,370 |
| Gilead Sciences, Inc. (B) | 375,900 | 40,014,555 |
| McKesson Corp. | 116,000 | 22,581,720 |
| Merck & Co., Inc. | 480,000 | 28,454,400 |
| Pfizer Inc. | 1,019,700 | 30,152,529 |

230,576,164

Industrials 10.2%

| | | |
|------------------------------|---------|------------|
| Boeing Co. | 205,000 | 26,112,900 |
| Delta Air Lines, Inc. | 205,000 | 7,410,750 |
| Dover Corp. | 176,000 | 14,138,080 |
| Eaton Corp. plc | 205,000 | 12,990,850 |
| Fluor Corp. | 130,000 | 8,682,700 |
| General Electric Co. | 246,500 | 6,315,330 |
| Honeywell International Inc. | 287,500 | 26,772,000 |
| Union Pacific Corp. | 311,000 | 33,718,620 |
| United Technologies Corp. | 174,500 | 18,427,200 |

154,568,430

Information Technology 19.3%

| | | |
|---------------------------------------|---------|------------|
| Apple Inc. | 653,100 | 65,799,825 |
| Automatic Data Processing, Inc. | 109,000 | 9,055,720 |
| Cisco Systems, Inc. | 625,000 | 15,731,250 |
| Facebook, Inc. (Class A) (B) | 187,000 | 14,780,480 |
| Gartner, Inc. (B) | 165,000 | 12,122,550 |
| Google Inc. (Class A) (B) | 35,500 | 20,888,555 |
| Google Inc. (Class C) (B) | 35,500 | 20,496,280 |
| Intel Corp. | 435,000 | 15,146,700 |
| International Business Machines Corp. | 42,800 | 8,124,724 |
| MasterCard, Inc. (Class A) | 230,000 | 17,001,600 |
| Microsoft Corp. | 618,800 | 28,687,568 |
| Oracle Corp. | 526,000 | 20,135,280 |
| QUALCOMM Inc. | 151,400 | 11,320,178 |
| Seagate Technology plc | 168,000 | 9,621,360 |
| Visa Inc. (Class A) | 80,500 | 17,176,285 |
| Western Digital Corp. | 83,000 | 8,077,560 |

294,165,915

Materials 3.2%

| | | |
|--|---------|------------|
| CF Industries Holdings, Inc. (E) | 38,531 | 10,758,626 |
| Eastman Chemical Co. | 85,000 | 6,875,650 |
| LyondellBasell Industries N.V. (Class A) | 211,000 | 22,927,260 |
| Praxair, Inc. | 67,500 | 8,707,500 |

49,269,036

SCHEDULE OF INVESTMENTS (CONTINUED)

September 30, 2014

(unaudited)

| | Principal/ Shares | Value (A) |
|---|----------------------|------------------|
| Telecommunication Services 2.1% | | |
| SBA Communications Corp. (Class A) (B) | 90,000 | \$ 9,981,000 |
| Verizon Communications Inc. | 420,000 | 20,995,800 |
| | | 30,976,800 |
| Utilities 2.4% | | |
| AGL Resources Inc. | 145,000 | 7,444,300 |
| Edison International | 148,000 | 8,276,160 |
| NextEra Energy, Inc. | 81,000 | 7,604,280 |
| NRG Energy, Inc. | 238,000 | 7,254,240 |
| Pinnacle West Capital Corp. | 115,000 | 6,283,600 |
| | | 36,862,580 |
| Total Common Stocks (Cost \$1,077,906,782) | | 1,516,941,786 |
| Short-Term Investments 0.3% | | |
| Money Market Account 0.3% | | |
| M&T Bank, 0.10% | \$ 4,011,178 | 4,011,178 |
| Money Market Funds 0.0% | | |
| Fidelity Institutional Money Market Money Market Portfolio (Institutional Class), 0.08% (D) | 100,000 | 100,000 |
| Total Short-Term Investments (Cost \$4,111,178) | | 4,111,178 |
| Total Investments 99.9% (Cost \$1,082,017,960) | | 1,521,052,964 |
| Cash, receivables, prepaid expenses and other assets, less liabilities 0.1% | | 2,228,765 |
| Net Assets 100.0% | | \$ 1,523,281,729 |

Notes:

- (A) Common stocks are listed on the New York Stock Exchange or the NASDAQ and are valued at the last reported sale price on the day of valuation.
(B) Presently non-dividend paying.

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- (C) Non-controlled affiliate, a closed-end sector fund, registered as an investment company under the Investment Company Act of 1940.
 (D) Rate presented is as of period-end and represents the annualized yield earned over the previous seven days.
 (E) All or a portion of this security is pledged to cover open written call option contracts. Aggregate market value of such pledged securities is \$3,287,100.

See accompanying notes.

SCHEDULE OF OUTSTANDING WRITTEN OPTION CONTRACTS

September 30, 2014

(unaudited)

| Contracts (100 shares each) | Security | Strike Price | Contract Expiration Date | Value |
|-----------------------------------|--|-----------------|--------------------------------|-----------|
| COVERED CALLS | | | | |
| 90 | CF Industries Holdings, Inc. | \$290 | Nov 14 | \$ 89,550 |
| 120 | Halliburton Co. | 75 | Oct 14 | 720 |
| 210 | Total Option Liability (Unrealized Loss of \$51,361 on \$38,909 Premiums Received) | | | \$ 90,270 |

See accompanying notes.

NOTES TO SCHEDULES OF INVESTMENTS AND OUTSTANDING WRITTEN OPTION CONTRACTS (Unaudited)

1. SIGNIFICANT ACCOUNTING POLICIES

The Adams Express Company (the Fund) is registered under the Investment Company Act of 1940 as a diversified investment company. The Fund is an internally-managed closed-end fund.

Affiliated Companies - Investments in companies 5% or more of whose outstanding voting securities are held by the Fund are defined as "Affiliated Companies" in Section 2(a)(3) of the Investment Company Act of 1940.

Security Transactions - Investment transactions are accounted for on the trade date. Gain or loss on sales of securities and options is determined on the basis of specific identification.

Security Valuation - The Fund's investments are reported at fair value as defined under accounting principles generally accepted in the United States of America. Investments in securities traded on a national security exchange are valued at the last reported sale price on the day of valuation. Over-the-counter and listed securities for which a sale price is not available are valued at the last quoted bid price. Short-term investments (excluding purchased options and money market funds) are valued at amortized cost, which approximates fair value. Purchased and written options are valued at the last quoted bid and asked price, respectively. Money market funds are valued at net asset value on the day of valuation.

Various inputs are used to determine the fair value of the Fund's investments. These inputs are summarized in the following three levels:

- **Level 1** -- fair value is determined based on market data obtained from independent sources; for example, quoted prices in active markets for identical investments,
- **Level 2** -- fair value is determined using other assumptions obtained from independent sources; for example, quoted prices for similar investments,
- **Level 3** -- fair value is determined using the Fund's own assumptions, developed based on the best information available in the circumstances.

The Fund's investments at September 30, 2014 were classified as follows:

| | Level 1 | Level 2 | Level 3 | Total |
|------------------------|-----------------|---------|---------|-----------------|
| Stocks | \$1,516,941,786 | \$-- | \$-- | \$1,516,941,786 |
| Short-term investments | 4,111,178 | -- | -- | 4,111,178 |
| Total investments | \$1,521,052,964 | \$-- | \$-- | \$1,521,052,964 |
| Written options | \$(90,270) | \$-- | \$-- | \$(90,270) |

There were no transfers into or from Level 1 or Level 2 during the quarter ended September 30, 2014.

2. FEDERAL INCOME TAXES

For federal income tax purposes, the identified cost of securities at September 30, 2014 was \$1,083,762,419 and net unrealized appreciation aggregated \$437,290,545, of which the related gross unrealized appreciation and depreciation were \$447,565,127 and \$10,274,582, respectively.

3. INVESTMENT TRANSACTIONS

The Fund's investment decisions are made by the portfolio management team with recommendations from the research staff.

The Fund is subject to changes in the value of equity securities held (equity price risk) in the normal course of pursuing its investment objectives. The Fund may purchase and write option contracts to increase or decrease its equity price risk exposure or may write option contracts to generate additional income. Option contracts generally entail risks associated with counterparty credit, liquidity, and unfavorable equity price movements. The Fund has mitigated counterparty credit and liquidity risks by trading its options through an exchange. The risk of unfavorable equity price movements is limited for purchased options to the premium paid and for written options by writing only

covered call or collateralized put option contracts, which require the Fund to segregate certain securities or cash at its custodian when the option is written.

When the Fund writes (purchases) an option, an amount equal to the premium received (paid) by the Fund is recorded as a liability (asset) and is subsequently marked to market daily in the Statement of Assets and Liabilities, with any related change recorded as an unrealized gain or loss in the Statement of Operations. Premiums received (paid) from unexercised options are treated as realized gains (losses) on the expiration date. Upon the exercise of written put (purchased call) option contracts, premiums received (paid) are deducted from (added to) the cost basis of the underlying securities purchased. Upon the exercise of written call (purchased put) option contracts, premiums received (paid) are added to (deducted from) the proceeds from the sale of underlying securities in determining whether there is a realized gain or loss.

4. PORTFOLIO SECURITIES LOANED

The Fund makes loans of securities to approved brokers to earn additional income. It receives as collateral cash deposits, U.S. Government securities, or bank letters of credit valued at 102% of the value of the securities on loan. The market value of the loaned securities is calculated based upon the most recent closing prices and any additional required collateral is delivered to the Fund on the next business day. Cash deposits are placed in a registered money market fund. The Fund accounts for securities lending transactions as secured financing and receives compensation in the form of fees or retains a portion of interest on the investment of any cash received as collateral. The Fund also continues to receive interest or dividends on the securities loaned. Gain or loss in the fair value of the securities loaned that may occur during the term of the loan will be for the account of the Fund. At September 30, 2014, the Fund had no outstanding securities on loan. The Fund is indemnified by its lending agent for loss of loaned securities and has the right under the lending agreement to recover the securities from the borrower on demand.

Item 2. Controls and Procedures.

(a) The registrant's principal executive officer and principal financial officer have concluded that the registrant's disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940) are effective based on their evaluation of the disclosure controls and procedures as of a date within 90 days of the filing date of this report.

(b) There have been no significant changes in the registrant's internal control over financial reporting (as defined in Rule 30a-3(d) under the Investment Company Act of 1940) that occurred during the registrant's last fiscal quarter that have materially affected, or are reasonably likely to materially affect, the registrant's internal control over financial reporting.

Item 3. Exhibits.

The certifications of the principal executive officer and principal financial officer pursuant to Rule 30a-2(a) under the Investment Company Act of 1940 are attached hereto as Form N-Q Certifications.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

The Adams Express Company

By: /s/ Mark E. Stoeckle
Mark E. Stoeckle
Chief Executive Officer
(Principal Executive Officer)

Date: October 17, 2014

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

By: /s/ Mark E. Stoeckle
Mark E. Stoeckle
Chief Executive Officer
(Principal Executive Officer)

Date: October 17, 2014

By: /s/ Brian S. Hook
Brian S. Hook
Vice President, Chief Financial Officer and Treasurer
(Principal Financial Officer)

Date: October 17, 2014