

SECURITIES AND EXCHANGE COMMISSION

FORM SC 13D/A

Schedule filed to report acquisition of beneficial ownership of 5% or more of a class of equity securities [amend]

Filing Date: **1995-02-22**
SEC Accession No. **0000906602-95-000020**

([HTML Version](#) on [secdatabase.com](#))

SUBJECT COMPANY

ACMAT CORP

CIK: **2062** | IRS No.: **060682460** | State of Incorporation: **CT** | Fiscal Year End: **1231**
Type: **SC 13D/A** | Act: **34** | File No.: **005-13959** | Film No.: **95514007**
SIC: **6199** Finance services

Mailing Address

233 MAIN STREET
P O BOX 2350
NEW BRITAIN CT 06050-2350

Business Address

233 MAIN ST
P O BOX 2350
NEW BRITAIN CT 06050-2350
2032299000

FILED BY

CHASE RHODA

CIK: **938178** | State of Incorporation: **CT** | Fiscal Year End: **1231**
Type: **SC 13D/A**

Mailing Address

96 HIGH RIDGE ROAD
WEST HARTFORD CT 06117

Business Address

96 HIGH RIDGE ROAD
WEST HARTFORD CT 06117

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934
(Amendment No. 1)*

ACMAT Corporation

(Name of Issuer)

Class A Stock, no par value

(Title of Class of Securities)

004616 20 7

(CUSIP Number)

William H. Cuddy, Esq. (203) 275-0100
Day, Berry & Howard
CityPlace I, Hartford, Connecticut 06103-3499

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

February 6, 1995

(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 which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box / /.

Check the following box if a fee is being paid with the statement/ /. (A fee is not required only if the reporting person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

Note: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d-1(a) for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's

initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Continued on the following pages.

Page 1 of 6 Pages

SCHEDULE 13D

CUSIP NO. __ 004616 20 7 __

Page 2 of 6 Pages

1 NAME OF REPORTING PERSON

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Rhoda Chase

###-##-#### _____

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) / /

N/A

(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

United States of America _____

7 SOLE VOTING POWER

232,000 shares

NUMBER OF

SHARES 8

SHARED VOTING POWER

BENEFICIALLY

0 shares

OWNED BY

EACH 9

SOLE DISPOSITIVE POWER

REPORTING

232,000 shares

PERSON

WITH 10

SHARE DISPOSITIVE POWER

0 shares

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
232,000 shares of Class A Stock

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW(11) EXCLUDES CERTAIN SHARES*
/ /

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW(11)
7.2%

14 TYPE OF REPORTING PERSON*

IN _____

*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP NO. __ 004616 20 7 __

Page 3 of 6 Pages

AMENDMENT NO. 1 TO
STATEMENT ON SCHEDULE 13D

Rhoda Chase (the "reporting person") hereby amends in part and supplements her Statement on Schedule 13D dated February 6, 1995 (the "Schedule 13D") with respect to the Class A Stock, no par value (the "Class A Stock"), of ACMAT Corporation ("ACMAT"), a Connecticut corporation, whose principal executive offices are located at 233 Main Street, New Britain, Connecticut 06050-2350. The reporting person is filing this Amendment No. 1 to correct certain information contained in the cover page and Items 3, 4 and 5 that were inadvertently reported incorrectly in the reporting person's Schedule 13D.

Item 3. Source and Amount of Funds or Other Consideration.

(a) On December 16, 1994, the reporting person purchased 2,000 shares of Class A Stock at a price of \$9.50 per share.

(b) On January 11, 1995, the reporting person purchased 2,000 shares of Class A Stock at a price of \$9.50 per share.

(c) On January 19, 1995, the reporting person disposed of 2,000 shares of Class A Stock in a private sale at a price of \$9.50 per share.

(d) On January 24, 1995, the reporting person purchased 21,000 shares of Class A Stock from Chase Insurance Holdings Corporation in a private sale at a price of \$9.50 per share.

(e) On February 6, 1995, the reporting person purchased 209,000

shares of Class A Stock from Chase Insurance Holdings Corporation in a private sale at a price of \$9.50 per share.

The aggregate amount of funds used by the reporting person to purchase the shares in (a), (b), (d), and (e) above was \$2,375,000. Such funds were obtained from the personal funds of the reporting person.

Item 4. Purpose of Transaction.

The reporting person desires to sell the 232,000 shares of Class A Stock she owns of record. Based on her ongoing evaluation of the business, prospects and financial condition of ACMAT, the market for and price of the Class A Stock, other opportunities available to her, offers for her shares of Class A Stock, general economic conditions and other future developments, the reporting person may decide to hold for investment all or part of her present or future beneficial holdings of Class A Stock, or may decide to acquire additional Class A Stock either in the open market, in private transactions, or by any other permissible means.

Other than the above, as of the date hereof, the reporting person does not have any plans or proposals that relate to or would result in any of the following:

(a) The acquisition by any person of additional securities of ACMAT, or the disposition of securities of ACMAT;

(b) An extraordinary corporate transaction, such as a merger, reorganization or liquidation, involving ACMAT or any of its subsidiaries;

CUSIP NO. __ 004616 20 7 __

Page 4 of 6 Pages

(c) A sale or transfer of a material amount of assets of ACMAT or of any of its subsidiaries;

(d) Any change in the present board of directors or management of ACMAT, including any plans or proposals to change the number or term of directors or to fill any existing vacancies on the board;

(e) Any material change in the present capitalization or dividend policy of ACMAT;

(f) Any other material change in ACMAT's business or corporate structure;

(g) Changes in ACMAT's charter, bylaws or instruments corresponding thereto or other actions which may impede the acquisition of control of ACMAT by any person;

(h) Causing a class of securities of ACMAT to be delisted from a national securities exchange or to cease to be authorized to be quoted in an inter-dealer quotation system of a registered national

securities association;

(i) A class of equity securities of ACMAT becoming eligible for termination of registration pursuant to Section 12(g)(4) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"); or

(j) Any action similar to any of those enumerated above.

Item 5. Interest in Securities of the Issuer.

(a) As of the date hereof, the reporting person owns of record and beneficially 232,000 shares of Class A Stock, or 7.2% of the 3,239,567 shares of Class A Stock outstanding as of February 6, 1995.

(b) The reporting person has sole power to vote, direct the voting of, dispose of, or direct the disposition of, the 232,000 shares of Class A Stock owned by her.

(c) Besides the following transactions, no transactions occurred during the past sixty days:

<TABLE>

<CAPTION>

Date <C>	Character of Transaction <S>	Price Per Share <C>	Number of Shares <C>	Where and How Transaction Was Effected <S>
12/16/94	Sale by Chase Insurance Holding Corporation to the reporting person	\$9.50	2,000	Private Acquisition
01/11/95	Sale by Chase Insurance Holdings Corporation to the reporting person	\$9.50	2,000	Private Acquisition
01/19/95	Disposition by the reporting person	\$9.50	2,000	Private Sale
CUSIP NO. __ 004616 20 7 __				Page 5 of 6 Pages
01/24/95	Sale by Chase Insurance Holdings Corporation to the reporting person	\$9.50	21,000	Private Acquisition
02/06/95	Sale by Chase Insurance Holdings Corporation to the reporting person	\$9.50	209,000	Private Acquisition

(d) Not applicable.

(e) Not applicable.

</TABLE>

CUSIP NO. __ 004616 20 7 __

Page 6 of 6 Pages

SIGNATURE

After reasonable inquiry and to the best of her knowledge and belief, the reporting person certifies that the information set forth in this statement is true, complete and correct.

Date: February 16, 1995

By /s/ Rhoda Chase

Name: Rhoda Chase