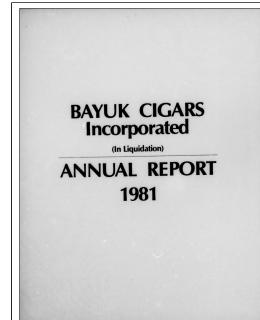
Bayuk Cigars How Warren Buffett Earns 50% on Small Sums



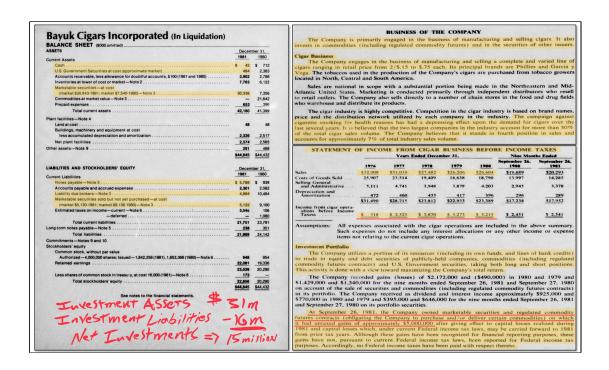
Bayuk Cigars Stake Is Bought by Buffett

"If I was running \$1 million today, or \$10 million for that matter, I'd be fully invested. Anyone who says that size does not hurt investment performance is selling. The highest rates of return I've ever achieved were in the 1950s. I killed the Dow. You ought to see the numbers. But I was investing peanuts then. It's a huge structural advantage not to have a lot of money. I think I could make you 50% a year on \$1 million. No, I know I could. I guarantee that." — WARREN BUFFETT

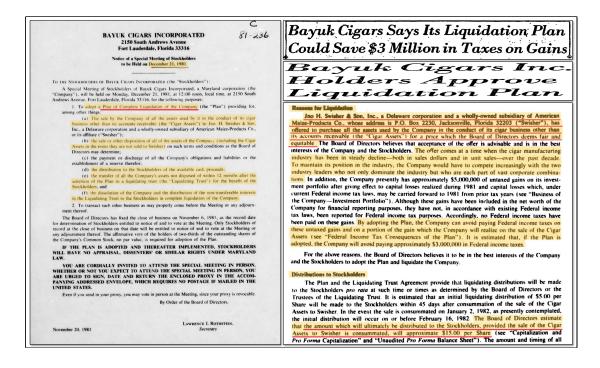
How Warren Buffett earns 50% on small sums: Bayuk Cigars

In 1982, Buffett bought 6% of Bayuk for his private account. His \$572,907 investment produced a 50% IRR with "virtually no risk."

Here's the story...



Bayuk was the US's fourth-largest cigar maker. Their low-priced Phillies and Garcia Y Vega brands earned \$3M pre-tax but "had been in decline over the past decade." Bayuk also owned \$15M of securities. The board wanted to sell these assets "without paying [capital gains] taxes."



The solution? Liquidate.

On December 21, 1981, shareholders voted to (a) sell the cigar assets to American Maize, (b) convert the securities to cash and (c) liquidate the company and distribute the proceeds to shareholders.

Liquidation value: \$27M (\$15 a share)

On December 22, 1981, the Department of Justice filed a civil complaint in the United States District Court for the Middle District of Florida against the Registrant and American Maize-Products Company ("American Maize"). The parent company of Jno. H. Swisher & Son, Inc. ("Swisher"). The complaint alleged that the proposed acquisition of the Registrant's cigar business by Swisher would violate Section 7 of the Clayton Act by eliminating competition between the two companies in the manufacture and sale of cigars and substantially lessening competition in the cigar industry generally.

On January 21, 1982, without the admission by any party with respect to any issue of fact or law, the Registrant and American Maize consented to the entry of a final judgment pursuant to for approval of the Department of Justice, any trade name or facility used in its cigar business to American Maize, Comsolidated Gigar Company, Culbro Corporation, or American Brands, Inc. or any of their parents, subsidiaries, affiliates or successors; provided, however, that the Registrant was permitted to sell the Garcia y Vega brand and any manufacturing facilities and assets necessary to produce that brand to any cigar manufacturer other than Composite of the Composition of the Final Judgment further provided and assets to any company listed above, together with a written description of such assets, at least ten days in advance of the closing date of the transaction. In addition, in those instances where, pursuant to the Final Judgment, prior approval of a proposed sale by the Department of Justice was required, the Registrant, in connection with an application to the Department of Justice with a copy of the proposed outract of sale together with all pertinent information relating thereto. The Department of Justice was required, the Registrant, request such additional information as may be necessary for it to make its decision thereon.

The Final Judgment also provides that, for the purpose of determining or securing compliance with the Final Judgment, the Department of Justice may, subject to any legally recognized privilege, inspect the books, records and other documents, and interview officers, employees and agents, of the Registrant; in addition, the Registrant, upon the written request of the Attorney General in charge of the Antitrust Division, is required to submit written reports with respect to any matter contained in the Final Judgment. In this regard, the Final Judgment contains procedures to limit disclosure of the information obtained by the Department of Justice pursuant to the foregoing provision.

As noted under Item 1 above, the Registrant has sold its assets relating to its Carcia y Vega brand. In effecting the sale, the Registrant complied with all applicable provisions of the Final Judament.

Sale of Garcia v Vega Assets

As noted above, pursuant to a Purchase Agreement dated March 1, 1982 ("Purchase Agreement"), the Registrant sold the Garcia y Vega Assets to Culbro on March 15, 1982. In addition, Culbro assumed liabilities relating to certain machinery, equipment and automobile leases; certain commitments to purchase tobacco; and miscellaneous commitments, up to a maximum of \$15,000, to certain service companies. The purchase price paid by Culbro for the Garcia y Vega Assets was \$10,000,000, which amount is subject to adjustment, as described below.

adjustment, as described below.

The Purchase Agreement provides that the Registrant will prepare, as soon as possible, an Initial Closing Statement setting forth the adjusted book value of the Garcia y Vega Assets as of March 15, 1982. The Initial Closing Statement will be reviewed by Price Waterhouse, the Registrant's independent accountants, the Initial Closing Statement with an accountants, the Initial Closing Statement with any adjustments resulting from its review to the Registrant and Culbro. Thereafter, the Initial Closing Statement, including all adjustments as finally agreed to by the parties, will be used to determine the actual purchase price of the Garcia y Vega Assets. In the event of a dispute between Price Waterhouse and Culbro which cannot be resolved by the parties prior to July 13, 1982, the Registrant and Culbro will select a second firm of independent accountants which will resolve the dispute, and such resolution will be conclusively binding on the parties.

Note 10-Plan of Complete Liquidation

On December 21, 1981, the company adopted a Plan of Liquidation. Under the plan adopted, assets are to be realized and liabilities liquidated within a twelve month period from the plan adoption date in order to take advantage of tax benefits available under the internal revenue code.

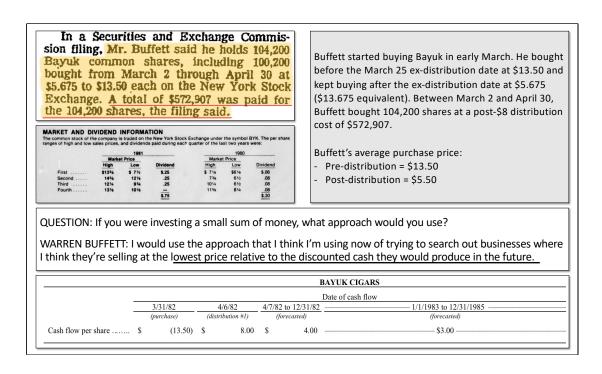
On March 15, 1982, the company consummated the sale of its Garcia y Vega brand of cigars and related inventories. In addition, properties located in Hatfield, Mass. and Dothan, Alabama plus machinery and equipment were sold. The total proceeds is approximately \$10,000, resulting in a gain of approximately \$3,500. Such gain will not be subject to corporate income taxes due to the Plan of Liquidation.

One day after the vote, the DOJ moved to block the American Maize deal. Bayuk's backup plan: sell Garcia Y Vega to Culbro and find a buyer for Phillies over the next few months. The Culbro transaction closed on March 15, 1982.

The net proceeds: \$10M (\$5.49 a share)

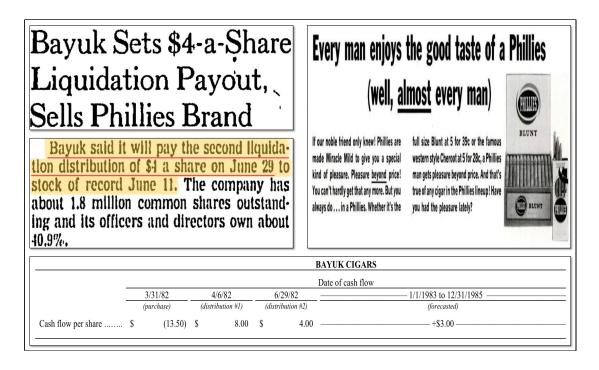
	BAYUK CIGARS						
	(in thousands except per-share amounts)						
O THE STOCKHOLDERS OF BAYUK CIGARS INCORPORATED:	Balance Sheet						
The company's net income for 1981 amounted to \$4.217,000 including \$625,000 of residual assets of the impany's terminated Pension Plan. This compares with \$3.455,000 including \$288,000 of tax credits and \$245,000 esulting from a change in accounting principles relating to marketable securities in 1980.		Reported (12/31/1981)	Asset Sales Taxes & Other (adjustments)		Pro Forma (3/31/1982)		
On December 21, 1981, the company adopted a Plan of Complete Liquidation. Under the plan, assets are to be ealed and liabilities liquidated within a twelve month period from the plan adoption date in order to take advantage of tax benefits available under the internal revenue code.	Cash & investments Receivables	30,862 2,902	10,000 (2,902)	(14,704)	26,13		
On March 15, 1982, the company consummated the sale of its Garcia y Vega brand and related assets (excluding accounts receivable) to <u>Culbro Corporation</u> . In addition, <u>the company declared an initial liquidating distribution of \$8</u> for share to be paid on April 5, 1982. It is estimated that the total liquidating value per share will approximate \$15 of	Inventories Prepaid & other	7,763	(7,763)		-		
rhich \$12 is expected to be distributed in 1982.	Current assets	42,180	(1,318)	(14,704)	26,1		
I thank all the directors, officers and employees for their cooperation. Sincerely yours,	Property, plant & equipment, net Held-for-sale & other	2,374 291	(2,374) 1,945		2,2		
Earlie Merk	Total assets	44,845	(1,747)	(14,704)	28,3		
President	Payables & accrued Taxes	2,301 3,545	(2,301)				
March 16, 1982	Current liabilities	5,846	(5,846)	-			
The Plan and the Liquidating Trust Agreement provide that	Debt, including short-term	16,143	-	(16,143)			
liquidating distributions will be made to the Stockholders pro	Shareholders' equity Total assets	22,856 44,845	(1,747)	(14,704)	28,3 28,3		
tors or the Trustees of the Liquidating Trust. On March 15, 1982, the Board of Directors declared an initial liquidating							
distribution of \$8.00 per Share payable on April 6, 1982 to all stockholders of record on March 25, 1982. The amount and timing of all future distributions will depend upon whether the Regis-	Shareholders' equity Liquidation reserves Net asset value				28,3 (1,0 27,3		
trant's remaining assets are sold and the amounts received there- for, and the amounts deemed necessary or appropriate by the Board	Shares outstanding				1,8		
of Directors to provide for the satisfaction of all liabilities					9 15.		
known or contingent) and the expenses of liquidating the Regis- rant. Further, the Plan provides that the assets of the Regis-	Announced distribution — 4/6/198: Planned distribution — 4/7/1982 to				8.		
rant may be invested during the Liquidation Period and prior to being distributed to the Stockholders in such investments as the	Distributions — 1982 estimate Distributions — 1983 to 1986 esti				12.		
Noard of Directors may authorize, including investments in stocks, oonds, notes, commodities, regulated commodity futures contracts and stock options.	Total distributions per share —						

The \$10M Garcia Y Vega sale left Bayuk with \$26M of cash and Phillies, which was worth +\$2M. Liquidation value remained within the \$15 range on Bayuk's 1.8M shares, and the board (a) declared an \$8 distribution payable on April 6 and (b) guided to an additional \$4 by year-end.



Buffett started buying in March at \$13.50.

Why invest \$13.50 for \$15.00? Bayuk was going to pay \$8.00 within weeks and \$4.00 within months. Given these large upfront payments, Buffett's purchase price was cheap relative to the present value of Bayuk's expected cash flows.



In June, Bayuk (a) sold Phillies for \$5M and (b) paid the \$4 distribution. Buffett got \$12.00 of his \$13.50 cost back in less than 90 days. And due to a better-than-expected Phillies sale price, he'd likely get more than \$3.00 of future distributions.



Bayuk Cigars Trading Halt And Share Delisting Planned

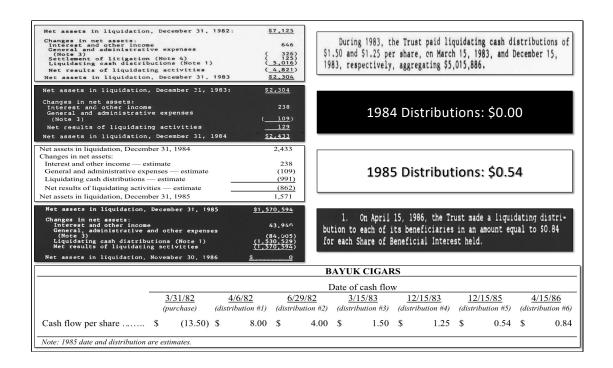
Bayuk CigarsInc.Plans Transfer of \$7.1 Million Into Liquidating Trust

FORT LAUDERDALE, Fla.—Bayuk Crgars Inc. said directors authorized the transfer, at the close of business Oct. 21, of about \$7.1 million, or \$3.89 a share, of undistributed assets to Bayuk Cigars Inc. Liquidating Trust.

It said that about \$1.2 million of anticipated refundable income taxes are included in the assets to be transferred, in accordance with a liquidation plan adopted by shareholders Dec. 21.

How much more?

In October, Bayuk delisted its shares and transferred its assets to a liquidating trust. The year-end balance sheet comprised \$6.3M of cash and \$1.1M of receivables against just \$0.3M of liabilities. Distribution forecasts increased from \$3.00 to \$3.89 per share.

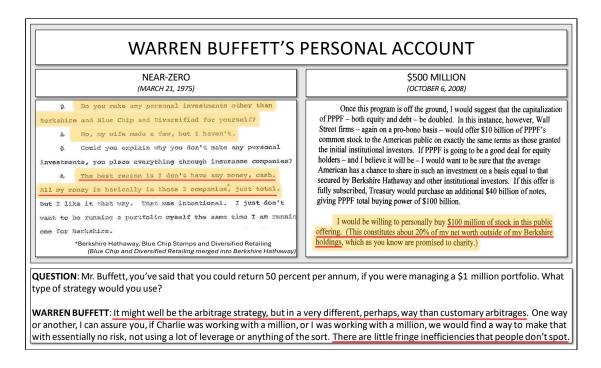


Bayuk paid a third distribution of \$1.50 on March 15, 1983. Buffett got his \$13.50 back in less than a year. And he received three more payments: \$1.25 on December 15, 1983; \$0.54 on December 15, 1985; and \$0.84 on April 15, 1986.

The total distributions: \$16.13 per share

	BAYUK CIGARS										
	Date of cash flow										
		3/31/82 (purchase)	4/6. (distribu	/82 ution #1)	6/29/8 (distribution		3/15/83 (distribution		12/15/83 (distribution #4)	<u>12/15/85</u> (distribution #5)	<u>4/15/86</u> (distribution #6)
Cash flow per share distributions to purchase price	\$	(13.50)	\$	8.00 59%	\$	4.00 89%		.50 '00%	\$ 1.25 109%		
Note: 1985 date and distribution	are e	stimates.									
		Inter	ำกล	l Ra	te o	f F	?etur	'n.	50%		

Distributions of \$16.13 only produced 20% on Buffett's \$13.50 purchase price. But consider the timing. Bayuk returned 59% of Buffett's capital within weeks, 89% within months and 100% within a year. These front-loaded payments increased Buffett's IRR to 50%.



Was Bayuk a one-off?

No. Buffett grew his private account from \$0 to \$500M in 33 years. And he did it with Bayuk-type holdings: "fringe inefficiencies," "little wrinkles" and "arbitrage but in a different way than customary arbitrage."

That's how Buffett earns 50% on small sums.

Sources

- Berkshire Hathaway Shareholder Meeting Notes
- Bayuk Cigars Filings
- Newspaper Clippings

Contact

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