

LETTER TO STOCKHOLDERS

We are pleased to submit the financial statements for the six months ended June 30, 2001. Also provided are the report of independent accountants, a schedule of investments, and summary financial information for the Company.

Net assets of the Company at June 30, 2001 were \$19.79 per share on 81,621,562 shares outstanding, compared with \$23.72 per share at December 31, 2000 on 82,292,262 shares outstanding. On March 1, 2001, a distribution of \$0.08 per share was paid consisting of \$0.04 from 2000 long-term capital gain, \$0.03 from 2000 investment income, and \$0.01 from 2001 investment income, all taxable in 2001. A 2001 investment income dividend of \$0.08 per share was paid on June 1, 2001 and another \$0.08 investment income dividend has been declared to shareholders of record August 17, 2001, payable September 1, 2001.

Net investment income for the six months ended June 30, 2001 amounted to \$9,693,681, compared with \$8,799,608 for the same period in 2000. These earnings are equal to \$0.12 and \$0.11 per share, respectively, on the average number of shares outstanding during each period.

Net capital gain realized on investments for the six months ended June 30, 2001 amounted to \$119,495,677, the equivalent of \$1.46 per share.

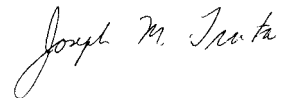
Current and potential shareholders can find information about the Company, including the daily net asset value (NAV) per share, the market price, and the discount/premium to the NAV, at its site on the Internet. The address for the site is www.adamsexpress.com. Also available at the website are a brief history of the Company, historical financial information, and more general industry material. Further information regarding shareholder services is located on page 14 of this report.

The Company is an internally-managed equity fund whose investment policy is essentially based on the primary objectives of preservation of capital, the attainment of reasonable income from investments and, in addition, an opportunity for capital appreciation.

By order of the Board of Directors,



Douglas G. Ober,
*Chairman and Chief
Executive Officer*



Joseph M. Truta,
President

July 20, 2001

STATEMENT OF ASSETS AND LIABILITIES

June 30, 2001

Assets

Investments* at value:

Common stocks and convertible securities (cost \$933,125,667)	\$1,515,586,530	
Non-controlled affiliate, Petroleum & Resources Corporation (cost \$26,585,260)	52,149,974	
Short-term investments (cost \$45,677,579)	45,794,779	\$1,613,531,283

Cash		119,209
Securities lending collateral		191,480,920
Receivables:		
Investment securities sold		5,459,326
Dividends and interest		874,474
Prepaid expenses and other assets		6,785,394
<i>Total Assets</i>		1,818,250,606

Liabilities

Investment securities purchased		6,108,700
Open written option contracts at value (proceeds \$721,635)		452,650
Obligations to return securities lending collateral		191,480,920
Accrued expenses		4,874,122
<i>Total Liabilities</i>		202,916,392

Net Assets	\$1,615,334,214
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Net Assets

Common Stock at par value \$1.00 per share, authorized 150,000,000 shares; issued and outstanding 81,621,562 shares	\$ 81,621,562
Additional capital surplus	801,630,401
Undistributed net investment income	3,651,384
Undistributed net realized gain on investments	120,019,105
Unrealized appreciation on investments	608,411,762
Net Assets Applicable to Common Stock	\$1,615,334,214
Net Asset Value Per Share of Common Stock	\$19.79

*See Schedule of Investments on pages 8 through 10.

The accompanying notes are an integral part of the financial statements.

STATEMENT OF OPERATIONS

Six Months Ended June 30, 2001

Investment Income

Income:	
Dividends:	
From unaffiliated issuers	\$ 9,942,425
From non-controlled affiliate	191,376
Interest and other income	1,706,599
<i>Total income</i>	<u>11,840,400</u>
Expenses:	
Investment research	863,885
Administration and operations	359,492
Directors' fees	99,000
Reports and stockholder communications	204,125
Transfer agent, registrar and custodian expenses	232,041
Auditing and accounting services	50,264
Legal services	12,250
Occupancy and other office expenses	112,860
Travel, telephone and postage	64,343
Other	148,459
<i>Total expenses</i>	<u>2,146,719</u>
Net Investment Income	<u>9,693,681</u>
Realized Gain and Change in Unrealized Appreciation on Investments	
Net realized gain on security transactions	119,438,264
Net realized gain distributed by regulated investment company (non-controlled affiliate)	57,413
Change in unrealized appreciation on investments	(439,057,582)
Net Loss on Investments	<u>(319,561,905)</u>
Change in Net Assets Resulting from Operations	<u>\$(309,868,224)</u>

The accompanying notes are an integral part of the financial statements.

STATEMENT OF CHANGES IN NET ASSETS

	Six Months Ended June 30, 2001	Year Ended December 31, 2000
From Operations:		
Net investment income	\$ 9,693,681	\$ 20,941,465
Net realized gain on investments	119,495,677	128,091,337
Change in unrealized appreciation on investments	(439,057,582)	(251,193,342)
<i>Change in net assets resulting from operations</i>	(309,868,224)	(102,160,540)
Dividends to Stockholders from:		
Net investment income	(9,809,836)	(17,702,862)
Net realized gain from investment transactions	(3,278,334)	(128,205,341)
<i>Decrease in net assets from distributions</i>	(13,088,170)	(145,908,203)
From Capital Share Transactions:		
Value of shares issued in payment of exercised options and distributions	-0-	77,508,318
Cash in lieu of fractional shares issued in payment of 3-for-2 stock split	-0-	(123,043)
Cost of shares purchased (Note 4)	(13,272,370)	(48,555,429)
<i>Change in net assets from capital share transactions</i>	(13,272,370)	28,829,846
Total Increase (Decrease) in Net Assets	(336,228,764)	(219,238,897)
Net Assets:		
Beginning of period	1,951,562,978	2,170,801,875
End of period (including undistributed net investment income of \$3,651,384 and \$3,767,539, respectively)	\$1,615,334,214	\$1,951,562,978

The accompanying notes are an integral part of the financial statements.

NOTES TO FINANCIAL STATEMENTS

1. Significant Accounting Policies

The Adams Express Company (the Company) is registered under the Investment Company Act of 1940 as a diversified investment company. The Company's investment objectives as well as the nature and risk of its investment transactions are set forth in the Company's registration statement.

Security Valuation — 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) are valued at amortized cost. Purchased and written options are valued at the last quoted asked price.

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

Security Transactions and Investment Income — Investment transactions are accounted for on the trade date. Gain or loss on sales of securities and options is determined on the basis of identified cost. Dividend income and distributions to shareholders are recognized on the ex-dividend date, and interest income is recognized on the accrual basis.

2. Federal Income Taxes

The Company's policy is to distribute all of its taxable income to its shareholders in compliance with the requirements of the Internal Revenue Code applicable to regulated investment companies. Therefore, no federal income tax provision is required. For federal income tax purposes, the identified cost of securities, including options, at June 30, 2001 was \$1,005,353,991, and net unrealized appreciation aggregated \$608,898,927, of which the related gross unrealized appreciation and depreciation were \$734,971,477 and \$126,072,550, respectively.

Distributions are determined in accordance with income tax regulations which may differ from generally accepted accounting principles. Accordingly, periodic reclassifications are made within the Company's capital accounts to reflect income and gains available for distribution under income tax regulations.

3. Investment Transactions

Purchases and sales of portfolio securities, other than options and short-term investments, during the six months ended June 30, 2001 were \$198,517,618 and \$218,361,921, respectively. Options may be written or purchased by the Company. The Company, as writer of an option, bears the market risk of an unfavorable change in the price of the security underlying the written option. The risk associated with purchasing options is limited to the premium originally paid. Option transactions comprised an insignificant portion of operations during the period ended June 30, 2001. All investment decisions are made by a committee, and no one person is primarily responsible for making recommendations to that committee.

4. Capital Stock

The Company has 10,000,000 authorized and unissued preferred shares without par value.

On October 19, 2000 the Company effected a 3-for-2 stock split. All references to the number of outstanding shares and per share amounts have been adjusted retroactively to reflect the stock split.

The Company may purchase shares of its common stock from time to time at such prices and amounts as the Board of Directors may deem advisable. Transactions in common stock for 2001 and 2000 were as follows:

	Shares		Amount	
	Six months ended June 30, 2001	Year ended December 31, 2000	Six months ended June 30, 2001	Year ended December 31, 2000
Shares issued in payment of dividends		3,517,794		\$77,391,468
Shares issued in payment of stock option exercise		3,068		116,850
Shares issued for 3-for-2 stock split		26,262,073		—
Cash in lieu of fractional shares issued in payment of 3-for-2 stock split				(123,043)
Total increase	—	29,782,935	—	77,385,275
Shares purchased (at a weighted average discount from net asset value of 10.2% and 13.7%, respectively)	(670,700)	(1,385,500)	\$(13,272,370)	(48,555,429)
Total decrease	(670,700)	(1,385,500)	(13,272,370)	(48,555,429)
Net change	(670,700)	28,397,435	\$(13,272,370)	\$28,829,846

On June 30, 2001 the Company held a total of 670,700 shares of its common stock at a cost of \$13,272,370. There were no shares of its common stock held at December 31, 2000.

The Company has an employee incentive stock option and stock appreciation rights plan which provides for the issuance of options and stock appreciation rights for the purchase of up to 2,610,146 shares of the Company's common stock at 100% of the fair market value at date of grant. Options are exercisable beginning not less than one year after the date of grant and extend and vest over ten years from the date of grant. Stock appreciation rights are exercisable beginning not less than two years after the date of grant and extend over the period during which the option is exercisable. The stock appreciation rights allow the holders to surrender their rights to exercise their options and receive cash or shares in an amount equal to the difference between the option price and the fair market value of the common stock at the date of surrender. Under the plan, the exercise price of the options and related stock appreciation

rights is reduced by the per share amount of capital gain paid by the Company during subsequent years. At the beginning of 2001, 339,403 options were outstanding, with a weighted average exercise price of \$8.1169 per share. During the six months ended June 30, 2001, the Company granted options including stock appreciation rights for 44,214 shares of common stock with a weighted average exercise price of \$20.5776. Stock appreciation rights relating to 15,629 stock option shares were exercised at a weighted average market price of \$19.24 per share and the stock options relating to those rights, which had a weighted average exercise price of \$5.3121 per share, were cancelled. At June 30, 2001, there were outstanding exercisable options to purchase 126,511 common shares at \$3.7033-\$20.5417 per share (weighted average price of \$6.7414), and unexercisable options to purchase 241,477 common shares at \$3.7033-\$20.5417 per share (weighted average price of \$11.3144). The weighted average remaining contractual life of outstanding exercisable and unexercisable options is 3.5443 years and 6.0261 years, respectively. Total compensation expense recognized for the six months ended June 30, 2001 related to the stock options and stock appreciation rights plan was \$(596,795). At June 30, 2001, there were 1,266,371 shares available for future option grants.

5. Retirement Plans

The Company provides retirement benefits for its employees under a non-contributory qualified defined benefit pension plan. The benefits are based on years of service and compensation during the last 36 months of employment. The Company's current funding policy is to contribute annually to the plan only those amounts that can be deducted for federal income tax purposes. The plan assets consist of investments in individual stocks, bonds and mutual funds.

The actuarially computed net pension cost credit for the six months ended June 30, 2001 was \$208,438, and consisted of service cost of \$102,206, interest cost of \$181,123, expected return on plan assets of \$448,557, and net amortization credit of \$43,210.

In determining the actuarial present value of the projected benefit obligation, the interest rate used for the weighted average discount rate was 7.5%, the expected rate of annual salary increases was 7.0%, and the long-term expected rate of return on plan assets was 8.0%.

On January 1, 2001, the projected benefit obligation for service rendered to date was \$4,932,613. During the six months ended

June 30, 2001, the projected benefit obligation increased due to service cost and interest cost of \$102,206 and \$181,123, respectively, and decreased due to benefit payments in the amount of \$102,669. The projected benefit obligation June 30, 2001 was \$5,113,273.

On January 1, 2001, the actual fair value of plan assets was \$11,316,574. During the six months ended June 30, 2001, the fair value of plan assets increased due to the expected return on plan assets of \$448,557 and decreased due to benefit payments in the amount of \$102,669. At June 30, 2001, the projected fair value of plan assets amounted to \$11,662,462, which resulted in excess plan assets of \$6,549,189. The remaining components of prepaid pension cost at June 30, 2001 included \$960,216 in unrecognized net gain, \$484,867 in unrecognized prior service cost and \$47,961 is the remaining portion of the unrecognized net asset existing at January 1, 1987, which is being amortized over 15 years. Prepaid pension cost included in other assets at June 30, 2001 was \$6,025,879.

In addition, the Company has a nonqualified benefit plan which provides employees with defined retirement benefits to supplement the qualified plan. The Company does not provide postretirement medical benefits.

6. Expenses

The cumulative amount of accrued expenses at June 30, 2001 for employees and former employees of the Company was \$4,694,530. Aggregate remuneration paid or accrued during the six months ended June 30, 2001 to officers and directors amounted to \$1,109,826, which includes a credit of \$596,795 for stock options and stock appreciation rights.

7. Portfolio Securities Loaned

The Company makes loans of securities to brokers, secured by cash deposits, U.S. Government securities, or bank letters of credit. The Company 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 Company also continues to receive interest or dividends on the securities loaned. The loans are secured by collateral of at least 102%, at all times, of the fair value of the securities loaned plus accrued interest. 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 Company. At June 30, 2001, the Company had securities on loan of \$182,458,854 and held collateral of \$191,480,920.

FINANCIAL HIGHLIGHTS

	Six Months Ended		Year Ended December 31				
	June 30, 2001	June 30, 2000	2000	1999	1998	1997	1996
	Per Share Operating Performance*						
Net asset value, beginning of period	\$23.72	\$26.85	\$26.85	\$21.69	\$19.01	\$15.80	\$14.24
Net investment income	0.12	0.11	0.26	0.25	0.30	0.29	0.35
Net realized gains and change in unrealized appreciation and other changes	(3.91)	1.55	(1.63)	6.54	3.78	4.22	2.36
Total from investment operations	(3.79)	1.66	(1.37)	6.79	4.08	4.51	2.71
Capital share repurchases	0.02	0.08	0.09	—	—	—	—
Less distributions							
Dividends from net investment income	(0.12)	(0.11)	(0.22)	(0.26)	(0.30)	(0.29)	(0.35)
Distributions from net realized gains	(0.04)	(0.05)	(1.63)	(1.37)	(1.10)	(1.01)	(0.80)
Total distributions	(0.16)	(0.16)	(1.85)	(1.63)	(1.40)	(1.30)	(1.15)
Net asset value, end of period	\$19.79	\$28.43	\$23.72	\$26.85	\$21.69	\$19.01	\$15.80
Per share market price, end of period	\$17.87	\$24.58	\$21.00	\$22.38	\$17.75	\$16.13	\$13.17
Total Investment Return							
Based on market price	(14.2)%	10.6%	1.7%	36.1%	19.3%	33.1%	16.4%
Based on net asset value	(15.9)%	6.6%	(4.3)%	33.6%	23.7%	30.7%	21.0%
Ratios/Supplemental Data							
Net assets, end of period (in 000's)	\$1,615,334	\$2,250,925	\$1,951,563	\$2,170,802	\$1,688,080	\$1,424,170	\$1,138,760
Ratio of expenses to average net assets	0.24%†	0.34%†	0.24%	0.32%	0.22%	0.39%	0.34%
Ratio of net investment income to average net assets	1.10%†	0.81%†	0.97%	1.06%	1.48%	1.61%	2.30%
Portfolio turnover	23.09%†	11.76%†	12.74%	15.94%	22.65%	17.36%	19.60%
Number of shares outstanding at end of period (in 000's)*	81,622	79,187	82,292	80,842	77,815	74,924	72,055

* Prior year data have been adjusted to reflect the 3-for-2 stock split effected in October, 2000.

† Ratios presented on an annualized basis.

SCHEDULE OF INVESTMENTS

June 30, 2001

	<u>Prin. Amt. or Shares</u>	<u>Value (A)</u>		<u>Prin. Amt. or Shares</u>	<u>Value (A)</u>
Stocks And Convertible Securities — 97.1%					
Basic Materials — 1.5%					
Engelhard Corp.	530,000	\$ 13,668,700			
Mead Corp.	400,000	10,856,000			
		24,524,700			
Capital Goods — 12.0%					
Black & Decker Corp.	300,000	11,838,000			
General Electric Co.	1,855,000	90,431,251			
ITT Industries	355,000	15,708,750			
Minnesota Mining & Manufacturing Co.	285,000	32,518,500			
Pall Corp.	600,000	14,118,000			
United Technologies Corp.	390,000	28,571,400			
		193,185,901			
Communication Services — 9.9%					
Telecommunications —					
Cellular and Wireless — 2.2%					
MediaOne Group, Inc. 6.25% PIES due 2001	85,000	4,861,150			
Nextel Communications Inc. 5.25% Conv. Notes due 2010 (B)	\$10,000,000	6,112,500			
Nextel Communications Inc. (C)(D)	1,040,000	18,200,000			
Vodafone Group plc ADS (C)	287,500	6,425,625			
		35,599,275			
Telecommunications —					
Long Distance — 2.6%					
MCI Group Inc.	22,000	354,200			
Qwest Communications International, Inc. 5.75% TRENDS Pfd. due 2003 (B)	538,000	30,262,500			
Williams Communications Group, Inc. (C)(D)	911,200	2,688,039			
WorldCom, Inc. (D)	550,000	7,810,000			
		41,114,739			
Telephone — 5.1%					
American Tower Corp. 5.00% Conv. Notes due 2010 (B)	\$10,000,000	8,000,000			
BellSouth Corp.	440,000	17,718,800			
Global Crossing Ltd. 6.75% Conv. Pfd. due 2012	40,000	4,620,000			
Global Crossing Ltd. (C)(D)	644,000	5,564,160			
RCN Corp. (C)(D)	280,000	1,537,200			
SBC Communications Inc.	787,960	31,565,678			
Time Warner Telecom Inc. (C)(D)	404,500	13,558,840			
		82,564,678			
Consumer — 4.3%					
Coca-Cola Co. (C)	170,000	\$ 7,650,000			
Dean Foods Co.	300,000	12,060,000			
Ivex Packaging Corp. (D)	700,000	13,300,000			
PepsiCo, Inc. (C)	295,000	13,039,000			
Procter & Gamble Co.	170,000	10,846,000			
Tiffany & Co. (C)	350,000	12,677,000			
		69,572,000			
Energy — 9.2%					
BP plc ADR	270,000	13,459,501			
Calpine Capital Trust 5.75% Conv. Pfd. HIGH TIDES	182,250	24,284,813			
Calpine Corp. (C)(D)	40,000	1,512,000			
Enron Corp.	450,000	22,050,000			
Exxon Mobil Corp.	158,418	13,837,812			
Petroleum & Resources Corporation (E)	1,913,761	52,149,974			
Schlumberger Ltd.	88,400	4,654,260			
Williams Companies, Inc.	500,000	16,475,000			
		148,423,360			
Financial — 19.0%					
Banking — 11.8%					
BankNorth Group, Inc.	474,000	10,736,100			
Citigroup Inc.	401,023	21,190,062			
Federal Home Loan Mortgage Corp.	345,000	24,150,000			
Greenpoint Financial Corp.	435,000	16,704,000			
Investors Financial Services Corp.	558,500	37,419,500			
Mellon Financial Corp.	420,000	19,320,000			
Provident Bankshares Corp.	335,021	8,355,435			
Wachovia Corp. (C)	190,000	13,518,500			
Wells Fargo & Co.	550,000	25,536,500			
Wilmington Trust Corp.	210,000	13,156,500			
		190,086,597			
Insurance — 7.2%					
AMBAC Financial Group, Inc.	569,400	33,139,080			
American International Group, Inc.	759,375	65,306,251			
Annuity & Life Re (Holdings), Ltd.	513,000	18,339,750			
		116,785,081			

SCHEDULE OF INVESTMENTS (CONTINUED)

June 30, 2001

	<u>Prin. Amt or Shares</u>	<u>Value (A)</u>		<u>Prin. Amt. or Shares</u>	<u>Value (A)</u>
Health Care — 14.8%				Transportation — 1.8%	
Abbott Laboratories	350,000	\$ 16,803,500		Canadian National Railway Co.	
Affymetrix Inc. (D)	210,000	4,630,500		5.25% Conv. Pfd. QUIDS	
American Home Products Corp.	300,000	17,532,000		due 2029	170,000
Applera Corp. - Applied Biosystems Group (C)	210,000	5,617,500		Canadian National Railway Co. (C)	85,000
Baxter International	510,000	24,990,000		United Parcel Service, Inc.	265,000
Caliper Technologies (C)(D)	175,000	3,683,750			<u>28,330,500</u>
Elan Corp., plc ADR (C)(D)	550,000	33,550,000		Utilities — 8.3%	
Genentech, Inc. (D)	375,000	20,662,500		Black Hills Corp.	555,000
GlaxoSmithKline plc ADR (C)	250,360	14,070,232		CINergy Corp.	300,000
HCA Inc.	180,000	8,134,200		Duke Energy Corp. 8.25% Conv. Pfd. due 2004	400,000
Human Genome Sciences Inc. (C)(D)	200,000	12,050,000		Duke Energy Corp.	355,000
Johnson & Johnson	360,000	18,000,000		Keyspan Corp.	400,000
Lilly (Eli) & Co.	190,000	14,060,000		Mirant Corp. (C)(D)	400,000
Merck & Co., Inc.	250,000	15,977,500		Northwestern Corp.	500,000
Pharmacia Corp. (C)	368,900	16,950,955		Orion Power Holdings, Inc. (C)	750,000
Vertex Pharmaceuticals Inc. (D)	248,016	12,276,792		TECO Energy, Inc.	650,000
		<u>238,989,429</u>			<u>134,155,700</u>
Technology — 16.3%				Total Stocks and Convertible Securities	
Communication Equipment — 5.8%				(Cost \$959,710,927) (F)	<u>1,567,736,504</u>
Corning Inc.	1,170,000	19,550,700			
Ericsson (L.M.) Telephone Co. ADR (C)	3,133,333	16,982,665			
Lucent Technologies Inc.	508,920	3,155,304			
Motorola, Inc.	495,622	8,207,500			
Nokia Corp. ADR (C)	1,840,000	40,553,600			
Nortel Networks Corp.	600,000	5,454,000			
		<u>93,903,769</u>			
Computer Related — 7.0%					
BEA Systems Inc. (C)(D)	152,500	4,683,275			
BMC Software Inc. (D)	310,000	6,987,400			
Cisco Systems, Inc. (D)	1,835,000	33,397,000			
DiamondCluster International Inc. (D)	447,500	5,696,675			
Oracle Corp. (D)	1,180,000	22,420,000			
QRS Corp. (C)(D)	530,000	8,798,000			
Sapient Corp. (D)	1,150,000	11,212,500			
Siebel Systems Inc. (D)	100,000	4,690,000			
Sun Microsystems Inc. (D)	500,000	7,860,000			
Symantec Corp. (D)	182,500	7,973,425			
		<u>113,718,275</u>			
Electronics — 3.5%					
Intel Corp.	690,000	20,182,500			
Solectron Corp. (C)(D)	2,000,000	36,600,000			
		<u>56,782,500</u>			

SCHEDULE OF INVESTMENTS (CONTINUED)

June 30, 2001

	<u>Prin. Amt.</u>	<u>Value (A)</u>		<u>No. of Contracts</u>	<u>Value (A)</u>
Short-Term Investments — 2.8%					
<i>U.S. Government Obligations — 0.7%</i>					
U.S. Treasury Bills, 3.54%, due 8/23/01	\$12,000,000	\$ 11,937,449			
<i>Commercial Paper — 2.1%</i>					
Chevron USA, 3.75%, due 7/05/01	9,815,000	9,810,875			
Ford Motor Credit Corp., 3.92%, due 7/05/01-7/10/01	13,340,000	13,331,155			
General Electric Capital Corp., 3.83-3.96%, due 7/03/01-7/12/01	10,580,000	10,571,300			
		<u>33,713,330</u>			
			<i>Purchased Options — 0.0%</i>		
			Calpine Corp. Put, July 2001, Strike Price \$45	20,000	\$ 144,000
			Total Short-Term Investments (Cost \$45,677,579)		<u>45,794,779</u>
			Total Investments (Cost \$1,005,388,506)		1,613,531,283
			Cash, receivables and other assets, less liabilities		1,802,931
			Net Assets — 100.0%		<u><u>\$1,615,334,214</u></u>

Notes:

- (A) See note 1 to financial statements. Securities are listed on the New York Stock Exchange, the American Stock Exchange or the NASDAQ, except restricted securities.
- (B) Restricted securities (American Tower Corp. 5% Conv. Notes due 2010, acquired 2/9/00-4/13/00, cost \$10,037,239, Nextel Communications Inc. 5.25% Conv. Notes due 2010, acquired 1/21/00, cost \$10,000,000, and Qwest Communications International, Inc. 5.75% TRENDS Pfd. due 2003, acquired 12/4/98-2/21/01, cost \$32,969,481).
- (C) All or a portion of these securities is on loan. See Note 7 to Financial Statements.
- (D) Presently non-dividend paying.
- (E) Non-controlled affiliate.
- (F) The aggregate market value of stocks held in escrow at June 30, 2001 covering open call option contracts written was \$6,782,650. In addition, the aggregate market value of securities segregated by the custodian required to collateralize open put option contracts written was \$6,920,000.

**To the Board of Directors and Stockholders of
The Adams Express Company:**

In our opinion, the accompanying statement of assets and liabilities, including the schedule of investments, and the related statements of operations and of changes in net assets and the financial highlights present fairly, in all material respects, the financial position of The Adams Express Company (hereafter referred to as the “Company”) at June 30, 2001, and the results of its operations, the changes in its net assets and the financial highlights for each of the fiscal periods presented, in conformity with accounting principles generally accepted in the United States of America. These financial statements and financial highlights (hereafter referred to as “financial statements”) are the responsibility of the Company’s management; our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits of these financial statements in accordance with auditing standards generally ac-

cepted in the United States of America, which require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audits, which included confirmation of securities at June 30, 2001, by correspondence with the custodian and brokers, provide a reasonable basis for our opinion.

PricewaterhouseCoopers LLP
Baltimore, Maryland
July 11, 2001

PRINCIPAL CHANGES IN PORTFOLIO SECURITIES

During the Three Months Ended June 30, 2001

	Shares		
	Additions	Reductions	Held June 30, 2001
Abbott Laboratories	95,000		350,000
Affymetrix Inc.	210,000		210,000
Applera Corp.—Applied Biosystems Group	210,000		210,000
Baxter International	255,000 ⁽¹⁾		510,000
BEA Systems Inc.	152,500		152,500
Caliper Technologies	175,000		175,000
Genentech, Inc.	105,000		375,000
HCA Inc.	180,000		180,000
Johnson & Johnson	180,000 ⁽¹⁾		360,000
Mirant Corp.	90,000		400,000
Siebel Systems, Inc.	100,000		100,000
Annuity & Life Re (Holdings), Ltd.		182,000	513,000
ALZA Corp.		480,000	—
Calpine Capital Trust 5.75% Conv. Pfd. HIGH TIDES		20,250	182,250
First Data Corp.		175,000	—
Investors Financial Services Corp.		71,500	558,500
Ivex Packaging Corp.		228,000	700,000
Nortel Networks Corp.		890,000	600,000
Symantec Corp.		40,000	182,500

⁽¹⁾ By stock split.

This report, including the financial statements herein, is transmitted to the stockholders of The Adams Express Company for their information. It is not a prospectus, circular or representation intended for use in the purchase or sale of shares of the Company or of any securities mentioned in the report. The rates of return will vary and the market value of an investment will fluctuate. Shares, if sold, may be worth more or less than their original cost. Past performance is not indicative of future investment results.

HISTORICAL FINANCIAL STATISTICS

<u>December 31</u>	<u>Value of Net Assets</u>	<u>Shares Outstanding*</u>	<u>Net Asset Value per Share*</u>	<u>Dividends from Net Investment Income Per Share*</u>	<u>Distributions from Net Realized Gains Per Share*</u>
1991	\$ 661,895,779	49,121,246	\$13.47	\$.36	\$.73
1992	696,924,779	51,039,938	13.65	.31	.77
1993	840,610,252	63,746,498	13.19	.30	.79
1994	798,297,600	66,584,985	11.99	.33	.73
1995	986,230,914	69,248,276	14.24	.35	.76
1996	1,138,760,396	72,054,792	15.80	.35	.80
1997	1,424,170,425	74,923,859	19.01	.29	1.01
1998	1,688,080,336	77,814,977	21.69	.30	1.10
1999	2,170,801,875	80,842,241	26.85	.26	1.37
2000	1,951,562,978	82,292,262	23.72	.22	1.63
June 30, 2001	1,615,334,214	81,621,562	19.79	.20†	.04

*Prior years have been adjusted to reflect the 3-for-2 stock split effected in October, 2000.

†Paid or declared.

Common Stock

Listed on the New York Stock Exchange
and the Pacific Exchange

The Adams Express Company

Seven St. Paul Street, Suite 1140, Baltimore, MD 21202

Website: www.adamsexpress.com

E-mail: contact@adamsexpress.com

Telephone: (410) 752-5900 or (800) 638-2479

Counsel: Chadbourne & Parke L.L.P.

Independent Accountants: PricewaterhouseCoopers LLP

Transfer Agent, Registrar & Custodian of Securities

The Bank of New York

101 Barclay Street

New York, NY 10286

The Bank's Shareholder Relations Department: (877) 260-8188

E-mail: Shareowner-svcs@bankofny.com

DIVIDEND PAYMENT SCHEDULE

The Company presently pays dividends four times a year, as follows: (a) three interim distributions on or about March 1, June 1, and September 1, and (b) a “year-end” distribution, payable in late December, consisting of the estimated balance of the net investment income for the year and the net realized capital gain earned through October 31. Stockholders may elect to receive the year-end distribution in stock or cash. In connection with this distribution, all **stockholders of record** are sent a dividend announcement notice and an election card in mid-November.

Stockholders holding shares in “street” or brokerage accounts may make their election by notifying their brokerage house representative.

BuyDIRECTSM*

BuyDIRECT is a direct purchase and sale plan, as well as a dividend reinvestment plan, sponsored and administered by our transfer agent, The Bank of New York. The Plan provides registered stockholders and interested first time investors an affordable alternative for buying, selling, and reinvesting in Adams Express shares. Direct purchase plans are growing in popularity and Adams Express is pleased to participate in such a plan.

The costs to participants in administrative service fees and brokerage commissions for each type of transaction are listed below. Please note that the fees for the reinvestment of dividends as well as the \$0.05 per share commission for each share purchased under the Plan have not increased since 1973.

Initial Enrollment	\$7.50
<i>A one-time fee for new accounts who are not currently registered holders.</i>	
Optional Cash Investments	
Service Fee	\$2.50 per investment
Brokerage Commission	\$0.05 per share
Reinvestment of Dividends**	
Service Fee	10% of amount invested (maximum of \$2.50 per investment)
Brokerage Commission	\$0.05 per share
Sale of Shares	
Service Fee	\$10.00
Brokerage Commission	\$0.05 per share

Deposit of Certificates for safekeeping	Included
Book to Book Transfers	Included
<i>To transfer shares to another participant or to a new participant</i>	

Fees are subject to change at any time.

Minimum and Maximum Cash Investments

Initial minimum investment (non-holders)	\$500.00
Minimum optional investment (existing holders)	\$50.00
Electronic Funds Transfer (monthly minimum)	\$50.00
Maximum per transaction	\$25,000.00
Maximum per year	NONE

A brochure which further details the benefits and features of BuyDIRECT as well as an enrollment form may be obtained by contacting The Bank of New York.

For Non-Registered Shareholders

For shareholders whose stock is held by a broker in “street” name, The Bank of New York’s Dividend Reinvestment Plan remains available through many registered investment security dealers. If your shares are currently held in a “street” name or brokerage account, please contact your broker for details about how you can participate in the Plan or contact The Bank of New York about the BuyDIRECT Plan.

The Company

The Adams Express Company
Lawrence L. Hooper, Jr.,
Vice President, Secretary and
General Counsel
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(800) 638-2479
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The Transfer Agent

The Bank of New York
Shareholder Relations
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P.O. Box 11258
Church Street Station
New York, NY 10286
(877) 260-8188
Website:
http://stock.bankofny.com
E-mail:
Shareowner-svcs@
bankofny.com

*BuyDIRECT is a service mark of The Bank of New York.

**The year-end dividend and capital gain distribution may be made in newly issued shares of common stock in which event there would be no fees or commissions in connection with this dividend and capital gain distribution.

THE ADAMS EXPRESS COMPANY

Board of Directors

Enrique R. Arzac ^{2,4}	Douglas G. Ober ¹
Daniel E. Emerson ^{1,4}	Landon Peters ^{3,4}
Thomas H. Lenagh ^{2,3}	John J. Roberts ^{2,4}
W.D. MacCallan ^{1,4}	Susan C. Schwab ^{1,3}
W. Perry Neff ^{1,2}	Robert J.M. Wilson ^{1,3}

1. Member of Executive Committee
2. Member of Audit Committee
3. Member of Compensation Committee
4. Member of Retirement Benefits Committee

Officers

Douglas G. Ober	<i>Chairman and Chief Executive Officer</i>
Joseph M. Truta	<i>President</i>
Richard F. Koloski	<i>Executive Vice President</i>
Richard B. Tumolo	<i>Vice President—Research</i>
Lawrence L. Hooper, Jr.	<i>Vice President, Secretary and General Counsel</i>
Maureen A. Jones	<i>Vice President and Treasurer</i>
Christine M. Sloan	<i>Assistant Treasurer</i>
Geraldine H. Stegner	<i>Assistant Secretary</i>

Stock Data

Price (6/30/01)	\$17.87
Net Asset Value (6/30/01)	\$19.79
Discount:	9.7%

New York Stock Exchange and Pacific Exchange
ticker symbol: ADX

NASDAQ Mutual Fund Quotation Symbol: XADEX

Newspaper stock listings are generally under the
abbreviation: AdaEx

Distributions in 2001

From Investment Income (paid or declared)	\$0.20
From Net Realized Gains	<u>0.04</u>
Total	<u>\$0.24</u>

2001 Dividend Payment Dates

March 1, 2001
June 1, 2001
September 1, 2001
December 27, 2001*

*Anticipated



SEMI-ANNUAL REPORT

June 30, 2001

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