

LETTER TO STOCKHOLDERS

We are pleased to submit the financial statements for the nine months ended September 30, 2000. In addition, a schedule of investments, and summary financial information for the Company are provided.

Net assets of the Company at September 30, 2000 were \$42.61 per share on 52,533,567 shares outstanding, compared with \$40.28 per share at December 31, 1999, on 53,894,827 shares outstanding. On March 1, 2000, a distribution of \$0.12 per share was paid consisting of \$0.07 from 1999 long-term capital gain and \$0.05 from 2000 investment income. All are taxable in 2000. Regular 2000 investment income dividend of \$0.12 per share were paid on June 1, 2000 and September 1, 2000.

Net investment income for the nine months ended September 30, 2000 amounted to \$14,087,205, compared with \$15,236,955 for the same period in 1999. These earnings are equal to \$0.26 and \$0.29 per share, respectively, on the average number of shares outstanding during each period.

Net capital gain realized on investments for the nine months ended September 30, 2000 amounted to \$130,233,783, the equivalent of \$2.48 per share.

The Company realized a total investment return on its net asset value (with reinvestment of income and capital gains distributions) of 6.8% in the nine months ended September 30, 2000. The return on the market price of our stock was 10.2%, reflecting the narrowing of the discount of the market price from the net asset value from 16.7% at the beginning of 2000 to 9.4% at the end of September. The Company's performance on both its net asset value and market price compare favorably to the (6.3)% return of the Dow Jones Industrial Average and the (1.4)% return of the Standard & Poor's 500 Composite Index.

On September 18, 2000, the Board of Directors declared a 3-for-2 split of the Company's shares in the form of a 50% stock dividend to be paid on October 19, 2000. The excellent performance of the Company over the past several years has been reflected in the stock price and the Board felt that by splitting the stock, it would be more attractive to investors and its liquidity would increase. This would serve the shareholders well. Specific information regarding the split will be mailed to shareholders with their new shares.

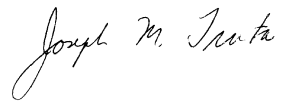
Current and potential shareholders can find information about the Company, including the daily net asset value (NAV) per share, the market price, and the discount/premium to the NAV, at its site on the Internet. The address for the site is www.adamsexpress.com. Also available at the website are a brief history of the Company, historical financial information, and more general industry material. Further information regarding shareholder services is located on page 10 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

October 20, 2000

STATEMENT OF ASSETS AND LIABILITIES

September 30, 2000 (unaudited)

Assets

Investments* at value:

Common stocks and convertible securities (cost \$844,911,347)	\$2,106,721,754	
Non-controlled affiliate, Petroleum & Resources Corporation (cost \$24,134,839)	50,899,200	
Short-term investments (cost \$76,349,031)	76,349,031	\$2,233,969,985
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Cash		185,729
Securities lending collateral		343,796,861
Receivables:		
Investment securities sold		7,046,910
Dividends and interest		944,451
Prepaid expenses and other assets		6,530,498
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<i>Total Assets</i>		2,592,474,434

Liabilities

Investment securities purchased		3,442,536
Open written option contracts at value (proceeds \$905,328)		680,438
Obligations to return securities lending collateral		343,796,861
Accrued expenses		6,282,074
<hr/>		
<i>Total Liabilities</i>		354,201,909
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Net Assets		\$2,238,272,525

Net Assets

Common Stock at par value \$1.00 per share, authorized 150,000,000 shares;

issued and outstanding 52,533,567 shares	\$	52,533,567
Additional capital surplus		767,281,432
Undistributed net investment income		(750,000)
Undistributed net realized gain on investments		130,407,868
Unrealized appreciation on investments		1,288,799,658
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Net Assets Applicable to Common Stock		\$2,238,272,525
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Net Asset Value Per Share of Common Stock		\$42.61

*See Schedule of Investments on pages 6 through 8.

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

STATEMENT OF OPERATIONS

Nine Months Ended September 30, 2000 (unaudited)

Investment Income

Income:	
Dividends:	
From unaffiliated issuers	\$ 13,951,223
From non-controlled affiliate	568,740
Interest	3,822,537
Securities lending	874,386
<i>Total income</i>	19,216,886
Expenses:	
Investment research	2,614,881
Administration and operations	1,151,776
Directors' fees	140,500
Reports and stockholder communications	290,435
Transfer agent, registrar and custodian expenses	298,872
Auditing and accounting services	90,928
Legal services	78,412
Occupancy and other office expenses	199,257
Travel, telephone and postage	101,755
Other	162,865
<i>Total expenses</i>	5,129,681
Net Investment Income	14,087,205
Realized Gain and Change in Unrealized Appreciation on Investments	
Net realized gain on security transactions	130,076,472
Net realized gain distributed by regulated investment company (non-controlled affiliate)	157,311
Change in unrealized appreciation on investments	(9,863,028)
Net Gain on Investments	120,370,755
Change in Net Assets Resulting from Operations	\$134,457,960

STATEMENT OF CHANGES IN NET ASSETS

	Nine Months Ended Sept. 30, 2000 (unaudited)	Year Ended Dec. 31, 1999
From Operations:		
Net investment income	\$ 14,087,205	\$ 19,143,783
Net realized gain on investments	130,233,783	106,820,166
Change in unrealized appreciation on investments	(9,863,028)	419,522,952
<i>Increase in net assets resulting from operations</i>	134,457,960	545,486,901
Dividends to Stockholders from:		
Net investment income	(15,339,628)	(20,231,884)
Net realized gain from investment transactions	(3,741,681)	(106,865,901)
<i>Decrease in net assets from distributions</i>	(19,081,309)	(127,097,785)
From Capital Share Transactions:		
Value of shares issued in payment of exercised options and distributions	116,850	65,780,453
Cost of shares purchased (note 4)	(48,022,851)	(1,448,030)
<i>Change in net assets from capital share transactions</i>	(47,906,001)	64,332,423
Total Increase in Net Assets	64,470,650	482,721,539
Net Assets:		
Beginning of period	2,170,801,875	1,688,080,336
End of period (including undistributed net investment income of \$(750,000) and \$502,423, respectively)	\$2,238,272,525	\$2,170,801,875

The accompanying notes are an integral part of the 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 are valued at amortized cost. Written options are valued at the last sale price or 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 September 30, 2000 was \$945,588,490, and net unrealized appreciation aggregated \$1,289,286,823 of which the related gross unrealized appreciation and depreciation were \$1,372,138,358 and 82,851,535, respectively.

Distributions are determined in accordance with income tax regulations which may differ from accounting principles generally accepted in the United States of America. 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 nine months ended September 30, 2000 were \$196,973,516 and \$254,580,326, respectively. 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. Option transactions comprised an insignificant portion of operations during the period ended September 30, 2000. 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 may purchase shares of its common stock from time to time at such prices and amounts as the Board of Directors may deem advisable. At the beginning of 2000, the Company had purchased and was holding 43,500 shares of common stock at a total cost of \$1,448,030 and a weighted average discount from net asset value of 16.2%. During the nine months ended September 30, 2000, the Company purchased 1,364,300 shares of common stock at a total cost of \$48,022,851 and a weighted average discount from net asset value of 13.9%. At September 30, 2000, the Company held a total of 1,407,800 shares of its common stock.

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

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 2,050,000 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 2000, 253,050 options were outstanding, with a weighted average exercise price of \$12.5875 per share. During the nine months ended September 30, 2000, the Company granted options including stock appreciation rights for 22,508 shares of common stock with a weighted average exercise price of \$33.3125. Stock appreciation rights relating to 43,227 stock option shares were exercised at a weighted average market price of \$35.7225 per share and the stock options relating to those rights, which had a weighted average exercise price of \$10.46 per share, were cancelled. In addition, 3,040 stock options were exercised at a price of \$24.1825 per share in which the related market price per share was \$38.4375. Stock options and stock appreciation rights relating to 3,001 shares were cancelled during the nine months ended September 30, 2000. At September 30, 2000, there were outstanding exercisable options to purchase 66,286 common shares at \$7.9850-24.1825 per share (weighted average price of \$10.8669), and unexercisable options to purchase 160,004 common shares at \$7.9850-\$33.2425 per share (weighted average price of \$16.0702). The weighted average remaining contractual life of outstanding exercisable and unexercisable options is 4.1716 years and 6.0164 years, respectively. Total compensation expense recognized for the nine months ended September 30, 2000 related to the stock options and stock appreciation rights plan was \$1,176,533. At September 30, 2000, there were 886,714 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 and bonds and mutual funds.

The actuarially computed net pension cost credit for the nine months ended September 30, 2000 was \$425,133, and consisted of service cost of \$134,750, interest cost of \$253,516, expected return on plan assets of \$669,991, and net amortization credit of \$143,408.

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

NOTES TO FINANCIAL STATEMENTS (CONTINUED)

On January 1, 2000, the projected benefit obligation for service rendered to date was \$4,322,841. During the nine months ended September 30, 2000, the projected benefit obligation increased due to service cost and interest cost of \$134,750 and \$253,516, respectively, and decreased due to benefit payments in the amount of \$146,358. The projected benefit obligation September 30, 2000 was \$4,564,749.

On January 1, 2000, the actual fair value of plan assets was \$11,264,093. During the nine months ended September 30, 2000, the fair value of plan assets increased due to the expected return on plan assets of \$669,991 and decreased due to benefit payments in the amount of \$146,358. At September 30, 2000, the projected fair value of plan assets amounted to \$11,787,726 which resulted in excess plan assets of \$7,222,977. The remaining components of prepaid pension cost at September 30, 2000 included \$1,995,700 in unrecognized net gain, \$568,355 in unrecognized prior service cost and \$119,903 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 prepaid expenses and other assets at September 30, 2000 was \$5,675,729.

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 September 30, 2000 for employees and former employees of the Company was \$5,852,814. Aggregate remuneration paid or accrued during the nine months ended September 30, 2000 to officers and directors amounted to \$3,223,163.

Research, accounting and other office services provided to and reimbursed by the Company's non-controlled affiliate, Petroleum & Resources Corporation, amounted to \$125,083 for the nine months ended September 30, 2000.

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 September 30, 2000, the Company had securities on loan of \$322,681,996 and held collateral of \$343,796,861.

FINANCIAL HIGHLIGHTS

	Nine Months Ended (unaudited)		Year Ended December 31				
	Sept. 30, 2000	Sept. 30, 1999	1999	1998	1997	1996	1995
	Per Share Operating Performance						
Net asset value, beginning of period	\$40.28	\$32.54	\$32.54	\$28.51	\$23.71	\$21.36	\$17.98
Net investment income	0.26	0.29	0.37	0.45	0.43	0.52	0.50
Net realized gains and change in unrealized appreciation and other changes	2.43	1.42	9.82	5.68	6.33	3.55	4.54
Total from investment operations	2.69	1.71	10.19	6.13	6.76	4.07	5.04
Less distributions							
Dividends from net investment income	(0.29)	(0.30)	(0.39)	(0.45)	(0.44)	(0.52)	(0.52)
Distributions from net realized gains	(0.07)	(0.06)	(2.06)	(1.65)	(1.52)	(1.20)	(1.14)
Total distributions	(0.36)	(0.36)	(2.45)	(2.10)	(1.96)	(1.72)	(1.66)
Net asset value, end of period	\$42.61	\$33.89	\$40.28	\$32.54	\$28.51	\$23.71	\$21.36
Per share market price, end of period	\$38.625	\$28.625	\$33.5625	\$26.625	\$24.1875	\$19.75	\$18.50
Total Investment Return							
Based on market price	10.2%	8.9%	36.1%	19.3%	33.1%	16.4%	29.5%
Based on net asset value	6.8%	5.5%	33.6%	23.7%	30.7%	21.0%	29.9%
Ratios/Supplemental Data							
Net assets, end of period (in 000's)	\$2,238,273	\$1,758,245	\$2,170,802	\$1,688,080	\$1,424,170	\$1,138,760	\$986,231
Ratio of expenses to average net assets	0.31% †	0.25% †	0.32%	0.22%	0.39%	0.34%	0.46%
Ratio of net investment income to average net assets	0.85% †	1.16% †	1.06%	1.48%	1.61%	2.30%	2.51%
Portfolio turnover	12.24% †	17.24% †	15.94%	22.65%	17.36%	19.60%	23.98%
Number of shares outstanding at end of period (in 000's)	52,534	51,877	53,895	51,877	49,949	48,037	46,166

† Ratios presented on an annualized basis.

SCHEDULE OF INVESTMENTS

September 30, 2000 (unaudited)

	<u>Prin. Amt. or Shares</u>	<u>Value (A)</u>		<u>Prin. Amt. or Shares</u>	<u>Value (A)</u>
Stocks And Convertible Securities — 96.4%				Consumer — 4.9%	
Basic Materials — 1.5%				Consumer Cyclical — 1.1%	
Cabot Corp.	470,000	\$ 14,893,125		Delphi Automotive, Inc.	690,000 \$ 10,436,250
Engelhard Corp.	530,000	8,612,500		Tiffany & Co.	350,000 13,496,875
Mead Corp.	400,000	9,350,000			23,933,125
		32,855,625		Consumer Staples — 3.8%	
Capital Goods — 13.3%				Coca-Cola Co.	170,000 9,371,250
Black & Decker Corp.	300,000	10,256,250		Dean Foods Co.	300,000 9,975,000
Corning, Inc.	390,000	115,830,000		Fort James Corp.	446,000 13,630,875
Dover Corp.	260,000	12,203,750		Interstate Bakeries Corp.	138,000 2,018,250
General Electric Co.	1,900,000	109,606,251		Ivex Packaging Corp. (B)	928,000 9,106,000
Honeywell Int'l. Co.	360,000	12,825,000		McDonald's Corp.	560,000 16,905,000
Minnesota Mining & Manufacturing Co.	265,000	24,148,125		PepsiCo, Inc.	295,000 13,570,000
Pall Corp.	600,000	11,962,500		Time Warner Inc.	148,752 11,639,844
		296,831,876			86,216,219
Communication Services — 12.1%				Energy — 8.7%	
Telecommunications —				BP Amoco plc ADR	270,000 14,310,001
Cellular and Wireless — 3.4%				Calpine Capital Trust 5.75% Conv. Pfd. HIGH TIDES	202,500 37,133,437
MediaOne Group, Inc.				Calpine Corp. (B)	50,000 5,218,750
6.25% PIES due 2001	85,000	7,081,562		Enron Corp.	500,000 43,812,500
Nextel Communications Inc.				Exxon Mobil Corp.	158,418 14,119,004
5.25% Conv. Notes due 2010	\$10,000,000	9,337,500		Petroleum & Resources Corporation (D)	1,210,085 50,899,200
Nextel Communications Inc. (B)	1,040,000	48,620,000		Schlumberger Ltd.	88,400 7,276,425
Vodafone Group plc ADS	287,500	10,637,500		Williams Companies, Inc.	500,000 21,125,000
		75,676,562			193,894,317
Telecommunications — Long Distance — 3.2%				Financial — 13.8%	
Qwest Communications International, Inc.				Banking — 8.6%	
5.75% TRENDS Pfd. due 2003 (C)	125,000	9,687,500		Associates First Capital Corp. Ser. A	546,800 20,778,400
Qwest Communications International, Inc. (B)	760,000	36,527,500		Bank One Corp.	330,000 12,746,250
Williams Communications Group, Inc. (B)	493,700	9,874,000		BankNorth Group, Inc.	474,000 8,472,750
WorldCom, Inc. (B)	550,000	16,706,250		Federal Home Loan Mortgage Corp.	345,000 18,651,563
		72,795,250		Greenpoint Financial Corp.	435,000 12,886,875
Telephone — 5.5%				Investors Financial Services Corp.	700,000 44,187,500
American Tower Corp. 5.00% Conv. Notes due 2010	\$10,000,000	9,625,000		Mellon Financial Corp.	420,000 19,477,500
BellSouth Corp.	440,000	17,710,000		National City Corp.	160,000 3,540,000
Global Crossing Ltd. 6.75% Conv. Pfd. due 2012	40,000	10,015,000		Provident Bankshares Corp.	319,068 5,344,389
Global Crossing Ltd. (B)	644,000	19,964,000		Wachovia Corp.	190,000 10,770,625
RCN Corp. (B)	280,000	5,810,000		Wells Fargo & Co.	550,000 25,265,625
SBC Communications Inc.	787,960	39,398,000		Wilmington Trust Corp.	210,000 11,261,250
Time Warner Telecom Inc. (B)	404,500	19,542,406			193,382,727
		122,064,406			

SCHEDULE OF INVESTMENTS (CONTINUED)

September 30, 2000 (unaudited)

	<u>Prin. Amt. or Shares</u>	<u>Value (A)</u>		<u>Prin. Amt. or Shares</u>	<u>Value (A)</u>
Insurance — 5.2%				Computer Related — 11.9%	
AMBAC Financial Group, Inc.	379,600	\$ 27,805,700		Axent Technologies Inc.(B)	445,000 \$ 9,595,312
American International Group, Inc.	759,375	72,662,697		BMC Software Inc. (B)	310,000 5,928,750
Annuity & Life Re (Holdings), Ltd.	700,000	16,887,500		Cisco Systems, Inc. (B)	1,835,000 101,383,750
		<u>117,355,897</u>		Diamond Technology Partners Inc. (B)	48,000 3,564,000
Health Care — 10.6%				First Data Corp.	343,980 13,436,719
Abbott Laboratories	255,000	12,128,438		Hewlett-Packard Co.	200,000 19,400,000
ALZA Corp. (B)	240,000	20,760,000		Oracle Corp. (B)	590,000 46,462,500
American Home Products Corp.	300,000	16,968,750		QRS Corp. (B)	585,000 8,811,563
Baxter International	255,000	20,352,188		Sapient Corp. (B)	1,150,000 46,790,625
Chiron Corp. (B)	550,000	24,750,000		Sun Microsystems Inc. (B)	105,000 12,258,750
Elan Corp., plc ADR (B)	550,000	30,112,500			<u>267,631,969</u>
Johnson & Johnson	180,000	16,908,750		Electronics — 5.4%	
Lilly (Eli) & Co.	210,000	17,036,250		Intel Corp.	680,000 28,262,500
Merck & Co., Inc.	250,000	18,609,375		Soletron Corp. (B)	2,000,000 92,250,000
Pharmacia Corp.	368,900	22,203,169			<u>120,512,500</u>
SmithKline Beecham plc ADR	220,000	15,097,500		Transportation — 0.5%	
Vertex Pharmaceuticals Inc. 5.00% Conv. Sub. Notes due 2007 (C)	\$10,000,000	21,700,000		Canadian National Railway Co. 5.25% Conv. Pfd. QUIDS due 2029	15,000 669,375
		<u>236,626,920</u>		Canadian National Railway Co.	60,000 1,758,750
Technology — 27.9%				Ryder System, Inc.	445,000 8,204,688
Communication Equipment — 10.6%					<u>10,632,813</u>
Ericsson (L.M.) Telephone Co. ADR	3,133,333	46,412,495		Utilities — 3.1%	
Lucent Technologies Inc.	508,920	15,553,868		Black Hills Corp.	555,000 15,574,688
Motorola, Inc.	485,622	13,718,822		CINergy Corp.	300,000 9,918,750
Nokia Corp. ADR	1,840,000	73,255,000		Duke Energy Corp.	262,000 22,466,500
Nortel Networks Corp.	1,490,000	88,748,125		ENDESA, S.A. ADR	170,000 3,187,500
		<u>237,688,310</u>		Northwestern Corp.	500,000 9,750,000
				TECO Energy, Inc.	300,000 8,625,000
					<u>69,522,438</u>
				Total Stocks and Convertible Securities	
				(Cost \$869,046,186) (E)	<u>2,157,620,954</u>

SCHEDULE OF INVESTMENTS (CONTINUED)

September 30, 2000 (unaudited)

	<u>Prin. Amt.</u>	<u>Value (A)</u>		<u>Prin. Amt.</u>	<u>Value (A)</u>
Short-Term Investments — 3.4%					
<i>U.S. Government Obligations — 0.7%</i>			General Electric Capital Corp.,		
U.S. Treasury Bills,			6.48-6.50%,		
6.11%, due 11/24/00	\$15,000,000	\$ 14,862,564	due 10/6/00-11/9/00	\$12,625,000	\$ 12,561,760
<i>Certificates of Deposit — 0.5%</i>			Hertz Corp.,	9,100,000	9,093,408
Old Kent Bank & Trust Co.,			6.52%, due 10/5/00		
6.52%, due 12/27/00	11,400,000	11,400,000	Texaco, Inc., 6.48%,	6,170,000	6,147,370
			due 10/17/00-10/26/00		
<i>Commercial Paper — 2.2%</i>					50,086,467
Chevron USA, 6.49-6.50%,			Total Short-Term Investments		
due 10/3/00-10/12/00	11,495,000	11,483,145	(Cost \$76,349,031)		76,349,031
Ford Motor Credit Corp.,			Total Investments		
6.49%, due 10/19/00-			(Cost \$945,395,217)		2,233,969,985
10/31/00	10,850,000	10,800,784	Cash, receivables and other		
			assets, less liabilities		4,302,540
			Net Assets — 100.0%		<u>\$2,238,272,525</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) Presently non-dividend paying.
- (C) Restricted securities (Qwest Communications International, Inc. 5.75% TRENDS Pfd. due 2003, acquired 12/4/98, cost \$5,218,750, and Vertex Pharmaceuticals Inc. Conv. Sub Notes due 2007, acquired 3/9/00, cost \$10,000,000).
- (D) Non-controlled affiliate.
- (E) The aggregate market value of stocks held in escrow at September 30, 2000 covering open call option contracts written was \$18,621,875. In addition, the aggregate market value of securities segregated by the custodian required to collateralize open put option contracts written was \$13,932,500.

HISTORICAL FINANCIAL STATISTICS

<u>Dec. 31</u>	<u>Value of Net Assets</u>	<u>Common 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>
1990	\$ 529,482,769	31,479,340	\$16.82	\$.66	\$1.06
1991	661,895,779	32,747,497	20.21	.54	1.09
1992	696,924,779	34,026,625	20.48	.46	1.16
1993	840,610,252	42,497,665	19.78	.45	1.18
1994	798,297,600	44,389,990	17.98	.50	1.10
1995	986,230,914	46,165,517	21.36	.52	1.14
1996	1,138,760,396	48,036,528	23.71	.52	1.20
1997	1,424,170,425	49,949,239	28.51	.44	1.52
1998	1,688,080,336	51,876,651	32.54	.45	1.65
1999	2,170,801,875	53,894,827	40.28	.39	2.06
September 30, 2000 (unaudited) ...	2,238,272,525	52,533,567	42.61	.29	.07

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.

PRINCIPAL CHANGES IN PORTFOLIO SECURITIES

During the Three Months Ended September 30, 2000
(unaudited)

	Shares		Held Sept. 30, 2000
	Additions	Reductions	
American International Group, Inc.	253,125 ⁽¹⁾		759,375
AT&T Corp.	134,321 ⁽²⁾	134,321 ⁽²⁾	—
Cabot Corp.	395,000		470,000
Diamond Technology Partners Inc.	48,000		48,000
Duke Energy Corp.	262,000		262,000
Engelhard Corp.	135,000		530,000
Intel Corp.	340,000 ⁽¹⁾		680,000
Minnesota Mining & Manufacturing Co.	265,000		265,000
Sapient Corp.	575,000 ⁽¹⁾		1,150,000
Sun Microsystems Inc.	55,000		105,000
Tiffany & Co.	175,000 ⁽¹⁾		350,000
ALZA Corp.		100,000	240,000
American Home Products Corp.		125,000	300,000
Avery Dennison Corp.		70,000	—
Corning Inc.		35,000	390,000
Elan Corp.		155,000	550,000
ENDESA, S.A. ADR		180,000	170,000
Fort James Corp.		254,000	446,000
Investors Financial Services Corp.		100,000	700,000
Lilly (Eli) & Co.		80,000	210,000
Merck & Co., Inc.		50,000	250,000
MediaOne Group, Inc.		150,000 ⁽²⁾	—
SmithKline Beecham plc ADR		40,000	220,000
United Water Resources Inc.		600,000 ⁽³⁾	—

⁽¹⁾By stock split.

⁽²⁾Received for shares of MediaOne Group, Inc. held.

⁽³⁾Received cash for entire position of United Water Resources, Inc. held.

Common Stock

Listed on the New York Stock Exchange
and the Pacific Exchange

The Adams Express Company

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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 10007

The Bank's Shareholder Relations Department: (800) 432-8224

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

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The Transfer Agent

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(800) 432-8224
Website:
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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 ^{1,4}	Douglas G. Ober ¹
Daniel E. Emerson ^{2,4}	Landon Peters ^{2,4}
Thomas H. Lenagh ^{2,3}	John J. Roberts ^{1,4}
W. D. MacCallan ^{1,3}	Susan C. Schwab ^{1,3}
W. Perry Neff ^{1,2}	Robert J.M. Wilson ^{3,4}

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 (9/30/00)	\$38.625
Net Asset Value (9/30/00)	\$42.61
Discount:	9.4%

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 2000

From Investment Income	\$0.29
From Net Realized Gains	<u>0.07</u>
Total	<u>\$0.36</u>

2000 Dividend Payment Dates

March 1, 2000
June 1, 2000
September 1, 2000
December 27, 2000*

*Anticipated



THIRD QUARTER REPORT

September 30, 2000

building for the future
with solid investmentsSM