

ADAMS EXPRESS CO  
Form N-30D  
October 15, 2002

LETTER TO STOCKHOLDERS

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We submit herewith the financial statements for the nine months ended September 30, 2002. Also provided are a schedule of investments, and summary financial information.

Net assets of the Company at September 30, 2002 were \$11.89 per share on 82,787,962 shares outstanding, compared with \$16.05 per share at December 31, 2001 on 85,233,262 shares outstanding. On March 1, 2002, a distribution of \$0.08 per share was paid consisting of \$0.03 from 2001 long-term capital gain, \$0.03 from 2001 short-term capital gain, \$0.01 from 2001 investment income, and \$0.01 from 2002 investment income, all taxable in 2002. Investment income dividends of \$0.08 per share were paid on June 1, 2002 and September 1, 2002.

Net investment income for the nine months ended September 30, 2002 amounted to \$12,692,865, compared with \$16,690,050 for the same period in 2001. These earnings are equal to \$0.15 and \$0.20 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, 2002 amounted to \$30,363,944, the equivalent of \$0.37 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](http://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 13 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,

/s/ DOUGLAS G. OBER  
Douglas G. Ober,  
Chairman and  
Chief Executive Officer

/s/ JOSEPH M. TRUTA  
Joseph M. Truta,  
President

October 18, 2002

STATEMENT OF ASSETS AND LIABILITIES

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September 30, 2002  
(unaudited)

Assets

Investments\* at value:

Common stocks and convertible securities (cost \$718,041,200)	\$756,689,238	
Non-controlled affiliate, Petroleum & Resources Corporation (cost \$26,585,260)	36,457,138	
Short-term investments (cost \$187,146,482)	186,988,802	\$ 980,135

Cash		111
Securities lending collateral		71,875
Receivables:		
Investment securities sold		484
Dividends and interest		517
Prepaid expenses and other assets		7,010
<b>Total Assets</b>		<b>1,060,134</b>

Liabilities

Open written option contracts at value (proceeds \$826,859)		781
Obligations to return securities lending collateral		71,875
Accrued expenses		2,866

<b>Total Liabilities</b>		<b>75,522</b>
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<b>Net Assets</b>		<b>\$ 984,611</b>
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Net Assets

Common Stock at par value \$1.00 per share, authorized 150,000,000 shares; issued and outstanding 82,787,962 shares	\$ 82,787
Additional capital surplus	821,248
Undistributed net investment income	1,348
Undistributed net realized gain on investments	30,818
Unrealized appreciation on investments	48,407

<b>Net Assets Applicable to Common Stock</b>	<b>\$ 984,611</b>
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<b>Net Asset Value Per Share of Common Stock</b>	<b>\$1</b>
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\*See Schedule of Investments on pages 8 through 10.

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

2

STATEMENT OF OPERATIONS

Nine Months Ended September 30, 2002

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(unaudited)

Investment Income

Income:

Dividends:

From unaffiliated issuers

\$ 13,

From non-controlled affiliate

Interest and other income

1,

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Total income

15,

Expenses:

Investment research

Administration and operations

Directors' fees

Reports and stockholder communications

Transfer agent, registrar and custodian expenses

Auditing and accounting services

Legal services

Occupancy and other office expenses

Travel, telephone and postage

Other

-----  
Total expenses

2,

-----  
Net Investment Income

12,

Realized Gain and Change in Unrealized Appreciation on Investments

Net realized gain on security transactions

30,

Net realized gain distributed by regulated investment company (non-controlled affiliate)

Change in unrealized appreciation on investments

(376,

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Net Loss on Investments

(346,

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Change in Net Assets Resulting from Operations

\$ (333,

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

3

STATEMENTS OF CHANGES IN NET ASSETS

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Nine Months Ended	Year Ended
September 30, 2002	December 31, 2001

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(unaudited)

From Operations:

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Net investment income	\$ 12,692,865	\$ 21,091,920
Net realized gain on investments	30,363,944	113,686,714
Change in unrealized appreciation on investments	(376,585,839)	(622,475,783)
-----		
Change in net assets resulting from operations	(333,529,030)	(487,697,149)
-----		
Dividends to Stockholders from:		
Net investment income	(15,132,072)	(21,153,837)
Net realized gain from investment transactions	(5,110,262)	(111,923,436)
-----		
Decrease in net assets from distributions	(20,242,334)	(133,077,273)
-----		
From Capital Share Transactions:		
Value of shares issued in payment of exercised options and distributions	--	68,287,544
Cost of shares purchased (Note 4)	(29,983,180)	(30,709,784)
-----		
Change in net assets from capital share transactions	(29,983,180)	37,577,760
-----		
Total Decrease in Net Assets	(383,754,544)	(583,196,662)
Net Assets:		
Beginning of period	1,368,366,316	1,951,562,978
-----		
End of period (including undistributed net investment income of \$1,348,913 and \$3,788,120, respectively)	\$ 984,611,772	\$1,368,366,316
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The accompanying notes are an integral part of the financial statements.

4

NOTES TO FINANCIAL STATEMENTS (UNAUDITED)

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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

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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, 2002 was \$931,685,686 and net unrealized appreciation aggregated \$48,894,971, of which the related gross unrealized appreciation and depreciation were \$279,786,968 and \$230,891,997, respectively.

Distributions are determined in accordance with income tax regulations which may differ from generally accepted accounting principles. Accordingly, annual 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, 2002 were \$132,645,762 and \$267,101,694, 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 September 30, 2002. 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 December 27, 2001, the Company issued 4,755,400 shares of its Common Stock at a price of \$14.36 per share (the average market price on December 10, 2001) to stockholders of record November 19, 2001 who elected to take stock in payment of the distribution from 2001 capital gain and investment income.

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 2002 and 2001 were as follows:

	Shares		Amount	
	Nine months ended September 30, 2002	Year ended December 31, 2001	Nine months ended September 30, 2002	Year ended December 31, 2001
Shares issued in payment of dividends	--	4,755,400	\$	-- \$ 68,287,544
Total increase	--	4,755,400	\$	-- \$ 68,287,544
Shares purchased				

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(at a weighted average discount from net asset value of 12% and 10.0%, respectively)	(2,445,300)	(1,814,400)	(29,983,180)	(30,709,784)
<hr style="border-top: 1px dashed black;"/>				
Total decrease	(2,445,300)	(1,814,400)	\$(29,983,180)	\$(30,709,784)
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Net change	(2,445,300)	2,941,000	\$(29,983,180)	\$ 37,577,760
<hr style="border-top: 1px dashed black;"/>				

On September 30, 2002, the Company held a total of 2,445,300 shares of its Common Stock at a cost of \$29,983,180. There were no shares of its Common Stock held at December 31, 2001.

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.

5

### NOTES TO FINANCIAL STATEMENTS (CONTINUED)

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 2002, 345,567 options were outstanding, with a weighted average exercise price of \$8.7445 per share. During the nine months ended September 30, 2002, the Company granted options including stock appreciation rights for 68,073 shares of common stock with a weighted average exercise price of \$14.2482. Stock appreciation rights relating to 96,384 stock option shares were exercised at a weighted average market price of \$12.6173 per share and the stock options relating to those rights, which had a weighted average exercise price of \$3.3392 per share, were cancelled. Stock options and stock appreciation rights relating to 58,233 shares, and having a weighted average exercise price of \$10.8055, were cancelled. At September 30, 2002, there were outstanding exercisable options to purchase 56,255 common shares at \$2.6042-19.5500 per share (weighted average price of \$12.7343), and unexercisable options to purchase 202,768 common shares at \$2.6042-19.5500 per share (weighted average price of \$11.3503). The weighted average remaining contractual life of outstanding exercisable and unexercisable options is 5.5335 years and 6.2104 years, respectively. Total compensation expense recognized for the nine months ended September 30, 2002 related to the stock options and stock appreciation rights plan was \$(566,011). At September 30, 2002, there were 1,256,531 shares available for future option grants.

#### 5. Retirement Plans

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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 5 years 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. As of September 30, 2002, the plan assets, consisting of investments in individual stocks, bonds and mutual funds were \$11,028,306. In determining the actuarial present value of the projected benefit obligation, the interest rate used for the weighted average discount rate was 7.25%, the expected rate of annual salary increases was 7.0%, and the long-term expected rate of return on plan assets was 8.0%. The projected benefit obligation as of September 30, 2002 was \$6,000,348. Prepaid pension cost included in other assets at September 30, 2002 was \$6,237,786.

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, 2002 for employees and former employees of the Company was \$2,325,129. Aggregate remuneration paid or accrued during the nine months ended September 30, 2002 to officers and directors amounted to \$1,108,681, which includes a credit of \$566,011 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 September 30, 2002, the Company had securities on loan of \$65,082,731 and held collateral of \$71,875,537.

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### Forward-Looking Statements

This report contains "forward-looking statements" within the meaning of the Securities Act of 1933 and the Securities and Exchange Act of 1934. By their nature, all forward-looking statements involve risks and uncertainties, and actual results could differ materially from those contemplated by the forward-looking statements. Several factors that could materially affect the Company's actual results are the performance of the portfolio of stocks held by the Company, the conditions in the U.S. and international financial markets, the price at which shares of the Company will trade in the public markets, and other factors discussed in the Company's periodic filings with the Securities and Exchange Commission.

6

### FINANCIAL HIGHLIGHTS

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	----- Nine Months Ended ----- (unaudited)		----- Year Ended D -----		
	Sept. 30,	Sept. 30,	2001	2000	1999
	2002	2001			
Per Share Operating Performance*					
Net asset value, beginning of period	\$16.05	\$23.72	\$23.72	\$26.85	\$23.72
Net investment income	0.15	0.20	0.26	0.26	0.26
Net realized gains and change in unrealized appreciation and other changes	(4.11)	(7.39)	(6.32)	(1.63)	(6.32)
Total from investment operations	(3.96)	(7.19)	(6.06)	(1.37)	(6.06)
Capital share repurchases	0.04	0.02	0.04	0.09	0.04
Less distributions					
Dividends from net investment income	(0.18)	(0.20)	(0.26)	(0.22)	(0.26)
Distributions from net realized gains	(0.06)	(0.04)	(1.39)	(1.63)	(1.39)
Total distributions	(0.24)	(0.24)	(1.65)	(1.85)	(1.65)
Net asset value, end of period	\$11.89	\$16.31	\$16.05	\$23.72	\$16.05
Per share market price, end of period	\$10.28	\$14.90	\$14.22	\$21.00	\$14.22
Total Investment Return					
Based on market price	(26.4)%	(28.1)%	(24.7)%	1.7%	(24.7)%
Based on net asset value	(24.5)%	(30.3)%	(24.7)%	(4.3)%	(24.7)%
Ratios/Supplemental Data					
Net assets, end of period (in 000's)	\$984,612	\$1,320,680	\$1,368,366	\$1,951,563	\$2,170,612
Ratio of expenses to average net assets	0.31%+	0.14%+	0.19%	0.24%	0.19%
Ratio of net investment income to average net assets	1.38%+	1.33%+	1.33%	0.97%	1.33%
Portfolio turnover	16.12%+	21.29%+	19.15%	12.74%	15.25%



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Number of shares outstanding at end of period (in 000's)*	82,788	80,980	85,233	82,292	80
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 \* Prior years have been adjusted to reflect the 3-for-2 stock split effected in October, 2000.  
 + Ratios presented on an annualized basis.

7

SCHEDULE OF INVESTMENTS

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 September 30, 2002  
 (unaudited)

	Prin. Amt. or Shares	Value (A)
-----		
Stocks and Convertible Securities -- 80.6%		
Consumer -- 11.0%		
BJ's Wholesale Club, Inc. (B)	425,000	\$ 8,079,250
Brinker International Inc. (B) (D)	515,000	13,338,500
Coca-Cola Co.	200,000	9,592,000
Dean Foods Co. (B) (D)	477,400	18,990,972
Hershey Foods Corp.	70,000	4,343,500
PepsiCo, Inc.	440,000	16,258,000
Procter & Gamble Co.	170,000	15,194,600
Safeway, Inc. (B)	415,000	9,254,500
Target Corp.	460,000	13,579,200
		-----
		108,630,522
		-----
Energy -- 5.6%		
BP plc ADR	270,000	10,773,001
Exxon Mobil Corp.	130,000	4,147,000
Murphy Oil Corp. (D)	50,000	4,103,500
Petroleum & Resources Corporation (C)	1,913,761	36,457,138
		-----
		55,480,639
		-----
Financial -- 17.1%		
Banking -- 10.7%		
BankNorth Group, Inc.	474,000	11,257,500
Federal Home Loan Mortgage Corp.	150,000	8,385,000
Investors Financial Services Corp.	600,000	16,242,000
Mellon Financial Corp.	420,000	10,890,600

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Provident Bankshares Corp.	335,021	7,229,763
Wachovia Corp.	380,000	12,422,200
Wells Fargo & Co.	550,000	26,488,000
Wilmington Trust Corp.	420,000	12,146,400

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105,061,463

Insurance -- 6.4%		
AMBAC Financial Group, Inc.	400,000	21,556,000
American International Group, Inc.	763,675	41,773,023

-----  
63,329,023

	Prin. Amt.	
-	or Shares	Value (A)
	-----	-----

Health Care -- 14.6%		
Abbott Laboratories	350,000	\$ 14,140,000
Affymetrix Inc. (B) (D)	210,000	4,368,000
Applera Corp. - Applied Biosystems Group	210,000	3,843,000
Bristol-Myers Squibb Co.	345,000	8,211,000
Enzon, Inc. (B) (D)	100,000	1,924,000
Genentech, Inc. (B)	300,000	9,789,000
GlaxoSmithKline plc ADR (D)	250,360	9,621,335
HCA Inc.	400,000	19,044,000
Johnson & Johnson	360,000	19,468,800
Lilly (Eli) & Co.	190,000	10,514,600
Pfizer Inc.	484,500	14,060,190
Pharmacia Corp.	368,900	14,342,832
Vertex Pharmaceuticals Inc. (B)	248,016	4,585,816
Wyeth Co.	300,000	9,540,000

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143,452,573

Industrials -- 10.5%		
Black & Decker Corp.	300,000	12,579,000
Corning Inc. (B) (D)	1,170,000	1,872,000
General Electric Co.	1,182,500	29,148,625
3M Co.	155,000	17,045,350
United Parcel Service, Inc.	315,000	19,696,950
United Technologies Corp.	400,000	22,596,000

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102,937,925

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SCHEDULE OF INVESTMENTS (CONTINUED)

September 30, 2002  
(unaudited)

	Prin. Amt. or Shares	Value (A)
	-----	-----
Information Technology -- 8.2%		
Communication Equipment -- 2.0%		
Ericsson (L.M.) Telephone Co. ADR (B) (D)	2,000,000	\$ 720,000
Lucent Technologies Inc. (B) (D)	400,000	304,000
Nokia Corp. ADR (D)	1,380,000	18,285,000
		-----
		19,309,000
		-----
Computer Related -- 4.8%		
BEA Systems Inc. (B) (D)	400,000	2,072,000
BMC Software Inc. (B)	310,000	4,051,700
Cisco Systems, Inc. (B)	1,755,000	18,392,400
DiamondCluster International Inc. (B)	497,500	1,621,850
Oracle Corp. (B)	880,000	6,916,800
Sapient Corp. (B) (D)	1,150,000	1,184,500
Siebel Systems Inc. (B)	470,000	2,702,500
Sun Microsystems Inc. (B)	515,000	1,333,850
Symantec Corp. 3.00% Conv. Sub. Notes due 2006	\$ 500,000	630,000
Symantec Corp. (B) (D)	250,000	8,417,500
		-----
		47,323,100
		-----
Electronics -- 1.4%		
Intel Corp.	690,000	9,584,100
Solelectron Corp. (B) (D)	2,000,000	4,220,000
		-----
		13,804,100
		-----
	Prin. Amt. or Shares	Value (A)
	-----	-----

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Materials -- 1.5%		
Albemarle Corp.	125,000	\$ 3,161,250
Rohm & Haas Co.	360,000	11,160,000
		-----
		14,321,250
		-----
Telecom Services -- 3.6%		
Alltel Corp.	210,000	8,427,300
BellSouth Corp.	440,000	8,078,400
SBC Communications Inc.	620,000	12,462,000
Vodafone Group plc		
ADS (D)	492,614	6,320,231
		-----
		35,287,931
		-----
Utilities -- 8.5%		
Black Hills Corp. (D)	410,000	10,737,900
CINergy Corp.	440,000	13,829,200
Duke Energy Corp. 8.25% Conv.		
Pfd. due 2004 (D)	400,000	6,540,000
Duke Energy Corp. (D)	355,000	6,940,250
Keyspan Corp. (D)	400,000	13,400,000
Northwestern Corp. (D)	500,000	4,880,000
Philadelphia Suburban Corp. (D)	865,000	17,559,500
TECO Energy, Inc. (D)	650,000	10,322,000
		-----
		84,208,850
		-----
Total Stocks and Convertible Securities		
(Cost \$744,626,460) (E)		793,146,376
		-----

9

SCHEDULE OF INVESTMENTS (CONTINUED)

September 30, 2002  
(unaudited)

	Prin. Amt.	Value (A)
	-----	-----
Short-Term Investments -- 19.0%		
U.S. Government Obligations -- 5.5%		
U.S. Treasury Bills,		

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1.55%, due 11/21/02-12/26/02	\$54,200,000	\$54,029,448
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Certificates of Deposit -- 1.5% Mercantile-Safe Deposit & Trust Co., 1.90 - 1.95%, due 10/15/02 - 11/20/02	15,000,000	15,000,000
-----		
Commercial Paper -- 12.0% AIG Funding, Inc., 1.70-1.74%, due 10/15/02-10/22/02	15,000,000	14,985,589
ChevronTexaco Corp., 1.72-1.74%, due 10/03/02-11/04/02	15,000,000	14,985,885
Coca-Cola Enterprises, Inc. 1.71%, due 10/22/02	5,170,000	5,164,843
GMAC MINT, 1.76-1.77%, due 10/24/02-11/07/02	15,000,000	14,976,829
General Electric Capital Corp., 1.75-1.76%, due 10/17/02-11/14/02	15,000,000	14,986,910
IBM Corp., 1.57%, due 11/26/02	12,185,000	12,155,241
	Prin. Amt. or Shares	Value (A)
	-----	-----
Toyota Motor Credit Corp., 1.72%, due 11/05/02	\$15,000,000	\$ 14,974,917
W.W. Grainger Inc., 1.72%, due 12/20/02	\$10,500,000	10,509,676
Wells Fargo Financial, Inc., 1.76-1.78%, due 10/03/02-10/10/02	\$15,000,000	14,995,764
		-----
		117,735,654
		-----
Purchased Options -- 0.0% Cisco Systems, Inc., Put, October 2002, Strike Price \$10	300,000	120,000
TECO Energy, Inc., Put November 2002, Strike Price \$15	122,000	103,700
		-----
		223,700
		-----
Total Short-Term Investments (Cost \$187,146,482)		186,988,802
		-----
Total Investments -- 99.6% (Cost \$931,772,942)		980,135,178
Cash, receivables and other assets, less liabilities - 0.4%		4,476,594

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Net Assets -- 100.0%

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\$984,611,772  
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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) Non-controlled affiliate, a closed-end sector fund.
- (D) Some or all of these securities are on loan. See Note 7 to Financial Statements.
- (E) The aggregate market value of stocks held in escrow at September 30, 2002 covering open call option contracts written was \$13,461,386. In addition, the aggregate market value of securities segregated by the custodian required to collateralize open put option contracts written was \$13,775,000.

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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.

10

CHANGES IN PORTFOLIO SECURITIES

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During the Three Months Ended September 30, 2002  
(unaudited)

	Principal Amount or Shares		
	Additions	Reductions	Held September 30, 2002
Albemarle Corp.....	95,000		125,000
Alltel Corp.....	210,000		210,000
American International Group, Inc.....	4,300		763,675
Brinker International Inc.....	15,000		515,000
Bristol-Myers Squibb Co.....	25,000		345,000
Canadian National Railway Co.....	220,915/(1)/	220,915	--
Coca-Cola Co.....	15,000		200,000
Ericsson (L.M.) Telephone Co. ADR rights	2,000,000/(2)/	2,000,000	--
Murphy Oil Corp.....	50,000		50,000
Monsanto Co.....	62,931/(3)/	62,931	--
PepsiCo., Inc.....	40,000		440,000
Pfizer Inc.....	69,500		484,500

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Philadelphia Suburban Corp.....	10,000	865,000
Safeway, Inc.....	15,000	415,000
Siebel Systems Inc.....	130,000	470,000
Target Corp.....	25,000	460,000
AMBAC Financial Group, Inc.....	40,000	400,000
Black Hills Corp.....	10,800	410,000
Caliper Technologies.....	225,000	--
Canadian National Railway Co. 5.25% Conv. Pfd. QUIDS due 2029.....	170,000/(1)/	--
Citigroup Inc.....	285,000	--
Exxon Mobil Corp.....	186,836	130,000
General Electric Co.....	117,500	1,182,500
Greenpoint Financial Corp.....	300,000	--
Hershey Foods Corp.....	185,000	70,000
ITT Industries.....	100,000	--
Merck & Co., Inc.....	250,000	--
Nextel Communications Inc. 5.25% Conv. Notes due 2010.....	\$10,000,000	--
Nextel Communications Inc.....	600,000	--
SBC Communications Inc.....	80,000	620,000
3M Co.....	52,900	155,000
Tiffany & Co.....	330,000	--

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 /(1) /Received 1.2995 shares of Canadian National Railway Co. common stock for each convertible preferred share of Canadian National Railway Co. 5.25% Conv. Pfd. QUIDS due 2029.

/(2) /Received 1 right for each of Ericsson (L.M.) Telephone Co. ADR held.

/(3) /Received .17 share of Monsanto Co. for each share of Pharmacia Corp. held.

11

HISTORICAL FINANCIAL STATISTICS

December 31	Value of Net Assets	Shares Outstanding*	Net Asset Value per Share*	Dividends from Net Investment Income per Share*	Distributions from Net Realized Gains per Share*
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
2001.....	1,368,366,316	85,233,262	16.05	.26	1.39
September 30, 2002 (unaudited)	984,611,772	82,787,962	11.89	.18	.06

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

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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

12

### SHAREHOLDER INFORMATION AND SERVICES

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#### 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.

#### BuyDIRECT/SM/\*

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.

The costs to participants in administrative service fees and brokerage commissions for each type of transaction are listed below.

Initial Enrollment	\$7.50
A one-time fee for new accounts who are not currently registered holders.	

Optional Cash Investments



## Edgar Filing: ADAMS EXPRESS CO - Form N-30D

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  
To transfer shares to another participant or to a new  
participant

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.

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The Company	The Transfer Agent
The Adams Express Company	The Bank of New York
Lawrence L. Hooper, Jr.,	Shareholder Relations
Vice President, Secretary	Dept.-8W
and General Counsel	P.O. Box 11258
Seven St. Paul	Church Street Station
Street, Suite 1140	New York, NY 10286
Baltimore, MD 21202	(877) 260-8188
(800) 638-2479	Website:
Website:	<a href="http://stock.bankofny.com">http://stock.bankofny.com</a>
<a href="http://www.adamsexpress.com">www.adamsexpress.com</a>	E-mail:
E-mail:	Shareowner-svcs@
<a href="mailto:contact@adamsexpress.com">contact@adamsexpress.com</a>	bankofny.com

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

\*\*The year-end dividend and capital gain distribution will usually be made in newly issued shares of common stock. There would be no fees or commissions in connection with this dividend and capital gain distribution when made in newly issued shares.

13

### THE ADAMS EXPRESS COMPANY

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Board of Directors

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

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	Chairman and Chief Executive Officer
Joseph M. Truta	President
Richard F. Koloski	Executive Vice President
Lawrence L. Hooper, Jr.	Vice President, Secretary and General Counsel
Maureen A. Jones	Vice President and Chief Financial Officer
Christine M. Sloan	Assistant Treasurer
Geraldine H. Pare	Assistant Secretary

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Stock Data  
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Price (9/30/02)	\$10.28
Net Asset Value (9/30/02)	\$11.89
Discount:	13.5%

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

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Distributions in 2002  
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From Investment Income	\$0.18
From Net Realized Gains	0.06
	-----
Total	\$0.24
	=====

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2002 Dividend Payment Dates  
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March 1, 2002  
June 1, 2002  
September 1, 2002  
December 27, 2002\*

\*Anticipated

[GRAPHIC]

[LOGO] ADAMS  
EXPRESS  
COMPANY (R)

THIRD QUARTER REPORT

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September 30, 2002