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ADAMS EXPRESS CO
Form 13F-HR
February 14, 2013

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 31, 2012

Check here if Amendment []; Amendment Number:

This amendment (Check only one.): [] is a restatement.
[] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: The Adams Express Company
Address: 7 St. Paul Street, Suite 1140
Baltimore, MD 21202

Form 13F File Number:28-597

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Christine M. Sloan
Title Assistant Treasurer
Phone (410) 752-5900

Signature, Place, and Date of Signing:

/s/ Christine M. Sloan Baltimore, MD February 14, 2013

[Signature] [City, State] [Date]

Report Type (Check only one.):

- [X] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report).
- [] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- [] 13F COMBINATION REPORT. (Check here if a portion of the

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holdings for this reporting manager are reported in this report
and a portion are reported by other reporting manager(s).)

Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0

Form 13F Information Table Entry Total: 115

Form 13F Information Table Value Total: \$1,153,761
(in thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

NONE

COLUMN 1 NAME OF ISSUER	COLUMN 2 TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (x \$1000)	COLUMN 5 SHRS OR SH/ PRN AMT	PUT/ CALL	COLUMN 6 INVESTMENT DISCRETION
ACE LTD.	SHS	H0023R105	13,167	165,000	SH	SOLE
AFFILIATED MANAGERS GROUP, INC.	COM	008252108	5,206	40,000	SH	SOLE
AMERICAN CAMPUS COMMUNITIES INC.	COM	024835100	4,152	90,000	SH	SOLE
ANADARKO PETROLEUM CORP.	COM	032511107	3,715	50,000	SH	SOLE
APPLE INC.	COM	037833100	49,572	93,000	SH	SOLE
AT&T CORP.	COM	00206R102	18,541	550,000	SH	SOLE
AUTOMATIC DATA PROCESSING, INC.	COM	053015103	11,402	200,000	SH	SOLE
AVON PRODUCTS, INC.	COM	054303102	5,164	359,600	SH	SOLE
AXIS CAPITAL HOLDINGS, LTD.	SHS	G0692U109	7,621	220,000	SH	SOLE
BANK OF AMERICA CORP.	COM	060505104	10,788	930,000	SH	SOLE
BANK OF NEW YORK MELLON CORP.	COM	064058100	10,377	403,775	SH	SOLE
BED BATH & BEYOND INC.	COM	075896100	7,268	130,000	SH	SOLE
BOEING CO.	COM	097023105	11,304	150,000	SH	SOLE
BORGWARNER INC.	COM	099724106	7,878	110,000	SH	SOLE
BRISTOL-MYERS SQUIBB CO.	COM	110122108	5,184	159,061	SH	SOLE
BROADCOM CORP.	CL A	111320107	3,321	100,000	SH	SOLE
BUNGE LTD.	COM	G16962105	7,269	100,000	SH	SOLE
CALPINE CORP.	COM	131347106	5,439	300,000	SH	SOLE
CAPITAL ONE FINANCIAL CORP.	COM	14040H105	13,034	225,000	SH	SOLE
CATAMARAN CORP.	COM	148887102	8,480	180,000	SH	SOLE
CATERPILLAR INC.	COM	149123101	10,750	120,000	SH	SOLE
CELGENE CORP.	COM	151020104	9,446	120,000	SH	SOLE
CENTURYLINK INC.	COM	156700106	14,083	360,000	SH	SOLE

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CF INDUSTRIES HOLDINGS, INC.	COM	125269100	7,828	38,531	SH	SOLE
CHEVRON CORP.	COM	166764100	16,870	156,000	SH	SOLE
CISCO SYSTEMS, INC.	COM	17275R102	13,755	700,000	SH	SOLE
CLIFFS NATURAL RESOURCES INC.	COM	18683K101	2,506	65,000	SH	SOLE
COACH INC.	COM	189754104	5,551	100,000	SH	SOLE
COCA-COLA CO.	COM	191216100	10,875	300,000	SH	SOLE
COGNIZANT TECHNOLOGY SOLUTIONS	CL A	192446102	11,848	160,000	SH	SOLE
COLUMBIA SPORTSWEAR CO.	COM	198516106	10,672	200,000	SH	SOLE
CONSOL ENERGY INC.	COM	20854P109	2,366	73,700	SH	SOLE
COVIDIEN PLC	SHS	G2554F113	6,929	120,000	SH	SOLE
CVS/CAREMARK CORP.	COM	126650100	14,263	295,000	SH	SOLE
DIAGEO PLC ADR	SPON ADR NEW	25243Q205	5,829	50,000	SH	SOLE
DIGITAL REALTY TRUST INC.	COM	253868103	4,752	70,000	SH	SOLE
DOW CHEMICAL CO.	COM	260543103	11,635	360,000	SH	SOLE
EATON CORP.	SHS	G29183103	11,111	205,000	SH	SOLE
EBAY INC.	COM	278642103	7,653	150,000	SH	SOLE
EMERSON ELECTRIC CO.	COM	291011104	5,826	110,000	SH	SOLE
EXPRESS SCRIPTS HOLDING CO.	COM	30219G108	11,610	215,000	SH	SOLE
EXXON MOBIL CORP.	COM	30231G102	9,088	105,000	SH	SOLE
F5 NETWORKS INC.	COM	315616102	2,914	30,000	SH	SOLE
FEDEX CORP.	COM	31428X106	6,879	75,000	SH	SOLE
FIFTH THIRD BANCORP	COM	316773100	9,570	630,000	SH	SOLE
FREEPORT-MCMORAN COPPER & GOLD	COM	35671D857	5,667	165,700	SH	SOLE
GENERAL ELECTRIC CO.	COM	369604103	15,323	730,000	SH	SOLE
GENERAL MILLS INC.	COM	370334104	9,294	230,000	SH	SOLE
GILEAD SCIENCES INC.	COM	375558103	12,486	170,000	SH	SOLE
GOOGLE INC.	COM	38259P508	18,444	26,000	SH	SOLE
HALLIBURTON CO.	COM	406216101	5,203	150,000	SH	SOLE
HANCOCK HOLDING CO.	COM	410120109	5,078	160,000	SH	SOLE
HCP, INC.	COM	40414L109	5,647	125,000	SH	SOLE
HEWLETT-PACKARD CO.	COM	428236103	3,562	250,000	SH	SOLE
HOLOGIC, INC.	COM	436440101	8,413	420,000	SH	SOLE
HONEYWELL INT'L INC.	COM	438516106	16,185	255,000	SH	SOLE
IDACORP, INC.	COM	451107106	5,419	125,000	SH	SOLE
INTEL CORP.	COM	458140100	11,759	570,000	SH	SOLE
INTERNATIONAL BUSINESS MACHINES	COM	459200101	20,113	105,000	SH	SOLE
INTUITIVE SURGICAL, INC.	COM NEW	46120E602	3,678	7,500	SH	SOLE
JOHNSON & JOHNSON	COM	478160104	11,917	170,000	SH	SOLE
JPMORGAN CHASE & CO.	COM	46625H100	26,382	600,000	SH	SOLE
KANSAS CITY SOUTHERN	COM NEW	485170302	6,261	75,000	SH	SOLE
KINDER MORGAN INC.	COM	49456B101	6,006	170,000	SH	SOLE
LOWE'S COMPANIES, INC.	COM	548661107	21,312	600,000	SH	SOLE
LYONDELLBASELL INDUSTRIES N.V.	SHS-A	N53745100	2,284	40,000	SH	SOLE
MARRIOTT INTERNATIONAL INC.	COM	571903202	11,181	300,000	SH	SOLE
MASCO CORP.	COM	574599106	12,078	725,000	SH	SOLE
MASTERCARD, INC.	COM	57636Q104	7,369	15,000	SH	SOLE
MCDONALD'S CORP.	COM	580135101	15,878	180,000	SH	SOLE
MCKESSON CORP.	COM	58155Q103	11,247	116,000	SH	SOLE
MEDNAX, INC.	COM	58502B106	5,566	70,000	SH	SOLE
MEDTRONIC, INC.	COM	585055106	5,333	130,000	SH	SOLE
METLIFE INC.	COM	59156R108	14,329	435,000	SH	SOLE
MICROSOFT CORP.	COM	594918104	18,711	700,000	SH	SOLE
NATIONAL OILWELL VARCO, INC.	COM	637071101	6,835	100,000	SH	SOLE
NETAPP, INC.	COM	64110D104	1,174	35,000	SH	SOLE
NEWELL RUBBERMAID INC.	COM	651229106	8,908	400,000	SH	SOLE
NISOURCE INC.	COM	65473P105	5,227	210,000	SH	SOLE
NOBLE CORP.	SHS	H5833N103	4,178	120,000	SH	SOLE
NORFOLK SOUTHERN CORP.	COM	655844108	2,164	35,000	SH	SOLE
NORTHEAST UTILITIES	COM	664397106	3,752	96,000	SH	SOLE
ORACLE CORP.	COM	68389X105	16,660	500,000	SH	SOLE
PEABODY ENERGY CORP.	COM	704549104	1,026	38,560	SH	SOLE
PEPSICO, INC.	COM	713448108	17,108	250,000	SH	SOLE

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PETROLEUM & RESOURCES CORP.	COM	716549100	52,307	2,186,774	SH	SOLE
PFIZER INC.	COM	717081103	17,305	690,000	SH	SOLE
PHILIP MORRIS INTERNATIONAL INC.	COM	718172109	13,382	160,000	SH	SOLE
PNC FINANCIAL SERVICES GROUP	COM	693475105	14,577	250,000	SH	SOLE
POTASH CORP OF SASKATCHEWAN INC.	COM	73755L107	5,294	130,100	SH	SOLE
PRAXAIR, INC.	COM	74005P104	7,388	67,500	SH	SOLE
PROCTER & GAMBLE CO.	COM	742718109	11,881	175,000	SH	SOLE
QUALCOMM INC.	COM	747525103	24,808	400,000	SH	SOLE
RYLAND GROUP INC.	COM	783764103	12,173	333,500	SH	SOLE
SAFEWAY INC.	COM NEW	786514208	6,151	340,000	SH	SOLE
SCHLUMBERGER LTD	COM	806857108	8,315	120,000	SH	SOLE
SEADRILL LTD.	COM	G7945E105	1,472	40,000	SH	SOLE
SENOYX, INC.	COM	81724Q107	2,158	1,284,400	SH	SOLE
SOUTH JERSEY INDUSTRIES, INC.	COM	838518108	5,033	100,000	SH	SOLE
SPECTRA ENERGY CORP.	COM	847560109	2,946	107,580	SH	SOLE
SPIRIT AEROSYSTEMS HOLDINGS, INC.	COM CL A	848574109	8,485	500,000	SH	SOLE
T. ROWE PRICE GROUP INC.	COM	74144T108	8,793	135,000	SH	SOLE
TARGET CORP.	COM	87612E106	7,100	120,000	SH	SOLE
TECK RESOURCES LTD.	CL B	878742204	2,763	76,000	SH	SOLE
TEREX CORP.	COM	880779103	8,011	285,000	SH	SOLE
TEVA PHARMACEUTICAL INDUSTRIES	COM	881624209	8,215	220,000	SH	SOLE
UNILEVER PLC ADR	SPON ADR NEW	904767704	12,584	325,000	SH	SOLE
UNITED TECHNOLOGIES CORP.	COM	913017109	10,456	127,500	SH	SOLE
UNITEDHEALTH GROUP INC.	COM	91324P102	15,594	287,500	SH	SOLE
VERIZON COMMUNICATIONS INC.	COM	92343V104	12,981	300,000	SH	SOLE
WALT DISNEY CO.	COM	254687106	17,924	360,000	SH	SOLE
WELLCARE HEALTH PLANS, INC.	COM	94946T106	682	14,000	SH	SOLE
WELLS FARGO & CO.	COM	949746101	19,141	560,000	SH	SOLE
WISCONSIN ENERGY CORP.	COM	976657106	5,528	150,000	SH	SOLE
ZIMMER HOLDINGS, INC.	COM	98956P102	7,666	115,000	SH	SOLE
			1,153,761			

