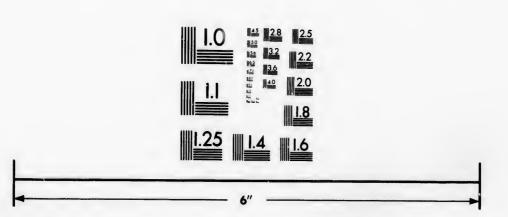


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Grand Trunk Bailway of Canada.

MEMORANDUM

BY THE LATE

SELECT COMMITTEE

OF

SHARE AND BONDHOLDERS,

(APPOINTED 2nd JANUARY, 1861)

ON THE "ARRANGEMENTS ACT" JUST PASSED BY THE CANADIAN PARLIAMENT, AND ON MR. WATKIN'S REPORT OF HIS PROCEEDINGS IN CANADA.

(ISSUED PREPARATORY TO THE MEETING OF THE SHARE AND BOND HOLDERS TO BE HELD ON THE 8TH AUGUST, 1862, TO CONSIDER THE EXPEDIENCY OF ADOPTING THE "GRAND TRUNK ARRANGEMENTS ACT, 1862.")

LONDON:

WATERLOW AND SONS, LONDON WALL, BIRCHIN LANE, AND PARLIAMENT STREET,

1862.

[Copy of Circular.]

THE GRAND TRUNK RAILWAY COMPANY OF CANADA.—SPECIAL GENERAL MEETING.

Offices, 21, Old Broad Street, London, E.C., 25th June, 1862.

Sir,—I am desired to inform you that in pursuance of the 39th Section of "The Grand Trunk Arrangements Act, 1862," a Special General Meeting of the Bond and Share Holders of this Company will be held ou FRIDAY, the 8th day of August now next, at the London Tavern, Bishopsgate Street, London, England, at Twelve o'clock, noon, precisely-

First.—For the purpose of considering the said "The Grand Trunk Arrangements Act, 1862," passed at the last Session of the Parliament of the Province of Canada.

Second .- For the purpose of accepting the said Act in the manner and as provided in the said 39th Section of the same Act.

At this Meeting, Bond Holders as well as Share Holders may vote by proxy. Bond Holders on sending in their bonds to the Secretary, either in London or Montreal, will have the same registered and returned, and may receive a form of proxy to be used at the Meeting.

> (By Order of the Directors.) I am, Sir, your most Obedient Servant, JOHN M. GRANT, Secretary.

The Members of the Select Committee of Bond and Share Holders, appointed on 2nd January, 1861, were-

ROBERT W. CRAWFORD, M.P. for the City of London, Chairman.

WILLIAM NEWMARCH, F.R.S., Deputy Chairman.

SAMUEL J. ARNOLD, Liverpool.

WILLIAM EVANS, London. WILLIAM HARTRIDGE, London.

WILLIAM SMITH, London.

HENRY WHEELER, London.

MEMORANDUM.

I.-Introduction.

The Share and Bondholders will remember that at the two last Meetings held in London, viz., on 19th July and 24th December, (1861,) full powers were given to the Directors to carry out, chiefly by means of Mr. Watkin's special mission to Canada, the scheme of reorganisation recommended in the Second Report of the Select Committee of Bond and Shareholders appointed on the 2nd January, 1861.

That Select Committee therefore ceased to be concerned in the affairs of the Company after July in last year.

Within the last few days there has been circulated to the Bond and Shareholders the second report of Mr. Watkin, dated 8th July, 1862, accompanied by a copy of the "Grand Trunk Arrangements Act, 1862," passed in June last by the Parliament of Canada. In this second report Mr. Watkin states very fully the results of the investigation which have been prosecuted by him in Canada during the past twelve months; and he also describes the nature of the legislative measure which at length the Board have obtained from the Provincial Legislature.

So far as the members of the late Special Committee are individually concerned they would have been

quite content to receive and consider these documents in the same manner as any other portion of the public interested in the undertaking.

Remembering, however, that Mr. Watkin's mission, and still more that the Canadian Act, are direct consequences of the recommendations of the late Select Committee, it has appeared to the Directors to be a proper course to request the members of the Committee specially to compare the results which have been actually attained, with the Scheme and Recommendations in which they originated; and in pursuance of this course the following official letter was addressed to the Chairman of the late Committee:—

"Grand Trunk Railway Co. of Canada, "21, Old Broad Street, "London, July 8th, 1862.

"SIR,—I am desired by the London Directors of this Company to enclose to you, as the Chairman of the late Select Committee of Share and Bondholders, copy of the Grand Trunk Arrangements Act, and of Mr. Watkin's Report, and to ask you and the other members of the Committee to consider the same, and to address to the Bond and Share-holders such recommendations in reference thereto as seem to you to be best in the interests of all concerned.

"I am instructed to state that the Directors have "reason to hope that three-fourths in amount of the "creditors in England and Canada will be ready to "accept the mode of settlement prescribed by the " Act, although that settlement is less advantageous

" to them than they had expected; and that they will

"lose no time in communicating with the other persons affected.

"I am further desired to add that it is the opinion of the Directors that the passing of this Act is a

"very considerable gain to the Bond and Shareholders

" at large, and that its approval is a matter of great

" and pressing moment.

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"I have the honour to be, Sir,
"Your obedient Servant,
"JOHN M. GRANT,
Secretary.

"R. W. Crawford, Esq., M.P.,
"Chairman of the late Select Committee of Grand
"Trunk Railway Share and Bondholders."

The Undersigned are invited in this letter "to address to the Share and Bondholders such recommendations with reference" to Mr. Watkin's Report and to the Arrangements Act as may seem to the late Committee to be "best for the interests of all concerned."

The Undersigned have advisedly delayed until the lapse of some days after the circulation of Mr. Watkin's Report and the copy of the Act—so that all parties may be fairly in possession of the facts—the issue of the Memorandum, which it seems to them may be of service at this decisive juncture in the affairs of the Company.

II. Scheme of Re-organization and Relief proposed in July, 1861.

(I) The Scheme of re-organization and relief set forth in the Second report of the Select Committee, dated 9th July, 1861, was based upon five leading provisions, viz.:—

- 1. To provide in England a sum of £500,000, to be called an Equipment mortgage, and to be applied entirely in the repair, improvement, and equipment of the line in the most effective and practical manner: the interest (say £30,000) on such equipment mortgage to be a charge before the leases and preference bonds.
- 2. To regard the Postal and Military subsidy as the means by which relief was to be sought from the burden of judgment and other debts.
- 3. To provide for a period of general concession and reduction of annual claims by every interest concerned for a period of five years, so as to permit the property to recover itself effectually.
- 4. To provide for the removal of the legal domicile of the Company to England, for giving votes to bondholders, and thereby for a plan of reformed management.
- 5. To procure a consolidation in the simplest form of the legal technicalities affecting the line, including a careful statement of priorities,

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and a statutory definition of "working expenses."

The Undersigned have had great satisfaction in finding that the last four of these requirements, as a whole, have practically been accomplished; and as regards the first of them—the equipment mortgage—they are especially glad to find that Mr. Watkin is able to report that it will not be required until the largely-increased traffic of the line makes it profitable to raise it, and consequently that the earnings will be relieved of the absolutely first charge upon them (after working expenses) of say £30,000 for equipment mortgage interest.

III.—Postal Subsidy and Surrender of Collateral Securities held by Creditors.

(2) The amount to be paid in future by the Canadian Government for the Postal subsidy was referred some months ago by consent of the Governor-General in Council to an arbitration, in which confidence is entertained, and the award of the referees is very shortly expected.

The Legislative Assembly or Lower House of the Canadian Parliament would not consent to capitalize the Postal subsidy by an issue of Province Bonds, but the Arrangements Act (sec. 2) empowers the Company to issue Bonds, the principal and interest of which shall be a first charge on the postal and military payments; and these Bonds will be accepted at par by the judgment creditors in part payment of their claims.

It was a leading part of the scheme of July, 1861, that in consideration of a dividend of 10s. in the £ in cash or province bonds, and the remainder in ordinary bonds (called Fourth Preference stock in the Arrangements Act) the Judgment Creditors should deliver back to the Company the bonds and other securities, amounting at par to say £641,600, at present held by the creditors as collateral security; and it was particularly pointed out that the re-delivery of these collateral securities would provide a satisfactory margin, out of which, if necessary, and by a special vote of the Company, any future expenditure might be met.

The refusal of the Province to capitalize the postal subsidy renders it impossible for the Company to offer a 10s. dividend in cash or province securities,—and to this extent the result of the legislation is to be deeply deplored.

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The Undersigned have conferred with the judgment creditors on this vital part of the arrangement, and they are bound to admit the liberal spirit in which those gentlemen have met the applications made to them.

The Undersigned have not attempted to disguise the fact that the mode of payment alone available for the judgment debts is markedly inferior in character to the mode of payment contemplated in eir

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the scheme of last year. On the other hand, the Undersigned feel strongly that it is incumbent on all parties to render the present re-adjustment of the affairs of the Company practically complete in all its branches; and as the result of the negotiations which have been set on foot the Undersigned are happy to announce that the great object will be accomplished of freeing the Company from the pressure of judgment debts, and also of recovering for the benefit of the bond and shareholders at large, a considerable proportion of the collateral securities referred to above.

IV.—Reduction of Lease Rents, &c.

(3) The proposal of the Second Report as regards general concession by all claimants on the Line was, that the Detroit and Sarnia lease rent should be reduced from £36,000 to about £20,000 per annum; that for a period of five years, 1862-66, the Atlantic and St. Lawrence lease rent should be reduced about £12,000, or from 6 per cent. to 5 per cent.; and that the first and second Preference and Ordinary Bonds should also submit for the same period to reductions of annual interest. The Select Committee proposed five years, because they were desirous of imposing as small a burden as possible on the suffering interests. In place of the five years proposed, clauses have been adopted extending the term to ten years, to the 31st day of December, 1872. It seems to have

been considered that five years was too short a period to permit a full recovery of the property, and that in order to avoid future legislation and disputes it is wiser to provide legally for a ten years' term, but not of course debarring the parties concerned from the benefits of an earlier recovery if it can be accomplished.

The Undersigned do not consider that under all the circumstances it will be for the interest of the Bond and Shareholders to refuse their concurrence in the extended term.

As concerns the *Detroit and Sarnia Lease*, the Undersigned have great pleasure in stating that the lessors have consented to accept for the remainder of the lease, £22,500 per annum instead of £36,000 per annum, permitting, therefore, on this single transaction, a saving of £13,500 per annum.

In the case of the Atlantic and St. Lawrence Lease, the Undersigned have every reason to believe that such arrangements will be made among the Atlantic and St. Lawrence Bond and Shareholders as will permit a reduction of the Grand Trunk payment to them from say £73,600 to say £62,000, (to which, however, must be added the interest on the capitalized arrears), or a saving of about £12,000 per annum. A Committee of Atlantic and St. Lawrence Bond and Shareholders, consisting of Sir Joseph Paxton, Mr. Cutbill, and Mr. Hale, have issued a report dated 9th July, instant, in favour of accepting the terms proposed by the Grand Trunk, and they have collected and sent to Portland proxies intended to promote that acceptance.

It has been already pointed out that the, say, £30,000 per annum for interest on the Equipment Mortgage mentioned last year, will not now be required.

In an appendix (A. page 17, seq.) a detail is given in order of priority, of the payments to be made out of Net Earnings according to the facts as now ascertained, and according to the calculations of the second report of July, 1861; and the result is a diminution of charge of say £24,000 in favour of the present actual state of the case.

There is also given in appendix (B. page 18, seq.,) a tabular return of the exact position, as regards principal and interest, of £100 of each kind of Grand Trunk security under the provisions of the Arrangements Act. This statement will enable holders to see at once the practical operations of the proposed measure.

V.-Reformed Management.

(4) The scheme of reformed management proposed last year can now be fully carried out by the Arrangements Act. The legal domicile and the supreme management of the Company may be centred in England; votes are given to Bondholders; and the Line is placed entirely on the footing of a commercial enterprise, to be carried on in all its parts with a single view to the profit of the owners. Working expenses as well as traffic can be published at short intervals; and from first to last the thorough and entire control of the property is placed in the hands of the persons

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in this country who hold the bonds and shares of the railway.

The Undersigned have from the first been strongly of opinion that it is to this transfer of the seat of management and control, and to the due exercise of their authority by the Share and Bondholders, that perhaps in the largest degree we must look for the future prosperity of the undertaking.

The Arrangements Act also consolidates the legal technicalities affecting the line, clearly sets forth the order of priority in which net earnings shall be distributed; and carefully defines working expenses. As regards the powers contained in the 35th section of the Act, on the subject of satisfying certain claims in Canada, the Undersigned have ascertained that measures have been taken properly to define and restrict the operation of the powers so given.

Mr. Watkin has stated at length in his report the progress already made in the plans of wholesome Cooperation among the Canadian railways. The Undersigned are fully persuaded that the real interests of all the Canadian railways are not unreasoning rivalry but judicious co-operation, and they desire to see the policy of harmonious action largely extended.

But among the most gratifying portions of Mr. Watkin's report are the statements given in by him of the prospective saving of say £40,000 per annum in the expenses of the Locomotive and Car Departments; of the large savings in other branches of the service; and of the thorough revision of the system of account and record prevailing over the line.

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co; int VI.—Considerations affecting the Course to be now adopted.

(5) Collecting together the facts and considerations which influence the decision to be arrived at under present circumstances, it appears to the Undersigned that in favour of accepting and adopting the "Arrangements Act" which will be brought before the meeting of the 8th August proximo, there are the following advantages to be gained, dividing them into two groups, viz.:—

I.

- 1. The Equipment mortgage of £500,000 is dispensed with, or at all events postponed.
- 2. The Lease rents are largely reduced.
- 3. The Postal subsidy is placed on a sound and reasonable basis.
- 4. A way is opened for the settlement of the judgment and other Debts, and for the liberation for the general benefit of the collateral securities held by the judgment creditors
- 5. The Administration of the line is in process of effectual reformation, the accounts are systematised, and the working expenses largely reduced.

II.

- 7. The supreme management and control of the Company is brought to *England*, and placed in the hands of the bond and shareholders.
- 8. Legal technicalities are consolidated, and legal rights and priorities are carefully defined.

9. The property in future is to be managed wholly as a Commercial enterprise.

10. Powers for facilitating harmonious action with other Canadian lines have been obtained, and a discussion of the policy of such action favourably commenced.

Mr. Watkin says in his report that the Net Earnings of the Line in the several twelvemenths ended

30th June,	1857,	were	£30,912
,,	1858,	,,	42,036
,,	1859,	3,5	41,546
,,	1860,	,,	98,491
,,	1861,	,,	103,470
,,	1862,	11	165,000

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—the £165,000 in the year just closed being a net result, after charging to revenue large sums for repair of the permanent way, and is also a net result arrived at before the introduction of the large economy of say £40,000 or £50,000 in working expenses which Mr. Watkin announces.

The sum required to pay the lease rents on the reduced scale, and the interest of 5 per cent. per annum on the first and second preference bonds, is

Lease R	ents and	Mortgages,	say	•••	£98,500
First Pr	eference;	interest			100,000
Second	"	,,		,,	56,000

Until the Civil war in America is at an end, it is impossible to make reliable calculations as to the future. Each Bond and Shareholder must therefore judge for himself with what degree of speed the future earnings

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of the line are likely to enable it to overtake the successive claims upon those earnings; always remembering, however, that there are four indispensable conditions apart from which it may be safely said that the Grand Trunk Railway can never emerge from its difficulties: these conditions are—(1) relief from the harass and pressure of the existing debts—(2) supreme control in and from England—(3) thorough commercial management in Canada—and (4) such a period of concession by all claimants as will give the line rest for a reasonable period, and a fair opportunity of establishing its hold over the traffic.

The Undersigned are distinctly of opinion that the best and speediest means by which these objects can be accomplished will be by the adoption, on the 8th August proximo, of the "Arrangements Act," to be then submitted.

VII.—Conclusion.

(6) It appears to the Undersigned that if this Act be adopted, it may be regarded as a final measure in the legislative history of the Grand Trunk Company. The period of concession provided by the Act is abundantly ample to permit the property to find its fair and intrinsic level. All out-standing legal questions will have been closed; the Railway will have become an English Company; and the rights and claims of all parties will have been defined.

And it is in this sense of a final measure that the Undersigned venture to urge the acceptance of the Arrangements Act upon the Bond and Shareholders.

It would be both unjust and ungrateful to close this Memorandum without some acknowledgment of the great services which have been rendered to the Grand Trunk Railway by Mr. Watkin during the past twelve months. At a moment of great difficulty, he consented to go to Canada for the purpose of carrying out the measures of Reorganization and Relief set forth in the second report of July, 1861. In accomplishing this object, he has several times crossed and re-crossed the Atlantic; and he has personally investigated the condition of the entire property from one end of the Line to the other. It is for the Bond and Shareholders adequately to thank Mr. Watkin; the Undersigned can only convey to him their personal acknowledgments for the successful manner in which he has given effect to a scheme of policy with which their names happen to be connected.

The official functions of the Undersigned were closed a year ago, but they venture to think that the Bond and Shareholders will not regard as unwarranted or unbecoming the Statement now submitted, with the single object of placing before them the real nature of the measures necessary to reduce into practice the Scheme of reform and recovery proposed after prolonged enquiry by the late Select Committee.

ROBERT W. CRAWFORD.
WILLIAM NEWMARCH.
SAMUEL J. ARNOLD.
WILLIAM EVANS.
WILLIAM HARTRIDGE.
WILLIAM SMITH.
HENRY WHEELER.

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Statement, in Order of Priority, of the Annual Charges on the Earnings of the Line.

(1) According to the scheme put forward by the Select Committee in July, 1861, and (2) according to the present facts, as stated in Mr. Watkin's Report of July, 1862, with a Statement of the Annual Charges as they stood prior to any proposed modification.

As prior	2	3	4	5
to any modifica tion,		Scheme 1561.	GF JULY, 180	
£				
	I. PREFERENTIAL CHARGES. (1) £500,000 Equipment Mortgage, proposed to be valed by	£	£	£
	to be raised at 6 per cent. per annum now ascertained to be unnecessary			
6,300	(1a) Island Bond Debentures (mortgage)	. 30,000		
2,465	(1b) British American Land Company's and Montreal Seminary Bonds (mortgage)	1	3,400	
3,000	(1c) Rent and Interest on Lands purchased	1,232	2,054	
73,657	(2) Rent of Atlantic and St. Lawrence leased line, reduced to 5 per cent, with season	3,000	3,000	
36,000	(2a) Rent of Detroit and Sarnia bound time	65,545	65,545	
	reduced to 5 per cent	20,000	22,500	
121,422	II. PREFERENCE AND ORDINARY BONDS.	122,4 7	98,499	23,978
35,000	 (3) Preference (1st and 2nd) Bonds converted into "First and Second Preference Stock" respectively and carrying votes (4) Ordinary 7 per cent. Bonds, £500,000 due in October, 1862, converted into "Third Preference Stock" and carrying votes 		155,575	
	(5) Ordinary Bonds, including 7 per cent Bonds due in October, 1867 and 1872, converted into "Fourth Preference Stock" and carrying votes, including also in this sum the amounts of "Fourth Preference Stock" to be taken by the independent of the converted of the	35,689	20,000	
24,490		33,741	409,763	23,978
	III. SHARE CAPITAL. 6) Share capital paid up £2,781,600, converted into "Consolidated Stock," and entitled to 3 per cent. per annum. 1862-72, thereafter to 5 per cent. per annum, and with right of contingent increase IV. PROVINCIAL ADVANCES.		1	-,010
Λ	mount of £3,111,500 advanced by the Province	İ		

Statement showing the position of £100 of each class of Grand Trunk Bonds now existing, from and after 1st January, 1863, under the proposals of the Select Committee of 1861 (2nd Report, sects. 10 to 14) as modified or extended by the "Grand Trunk Arrangements Act," 1862:—

	Class of Bonds.	Presen Princi- pal.	ars to be t January 11 of Sec et Commi	Rate of Interest to which the several Classes are entitled for years		Assumed Principal 1st Jan. 1867.	Rate of interest	
			Arrea up to 1st Clause 1 of Select	1863-61	1865-66		1867-72	after 1872.
1	FIRST PREFERENCE, arrears from 1st July, '60.	£ 100	£	p.e.p.an 5	p.c.p.an 5 3	£ } 115	p.e.p.an 5	p.e.p.an
2	SECOND PREFERENCE. arrears from 1st April, '60.	100	16 10	5	5	} 116 10	5	6
8	THIRD PREFERENCE STOCK. OR SEVEN PER CENT. BONDS REDEEMABLE 1862. arrears from 1st April, '60.	100	19 5	4	4	} 119 5	4	5
	FOURTH PREFERENCE STOCK OR ORDINARY 6 PER CENT. BONDS. arrents from 1st Jan., '60.	}100		3	3	} 118	3	5
*	SEVEN PER CENT. BONDS, 1867 and '72.	} 100	18	3	3	7		
	nrrears from 1st April, '60.		19 5	-	3	119 5	3	5

Memorandum.—Classes 3 and 4 are to be entitled up to the close of the year 1872 to an additional One per cent. after the Consolidated Stockholders have received Three per cent.; and after 1872, the same increase after the same Stock Holders have received Five per cent. per annum.

C

WEERLY TRAFFIC, 1860, 1861, and 1862.

FIRST HALF-YEAR.

Upon 970 Miles, until 3rd March, 1861, when 120 Miles (Rivière du Loup Section) were added.

			1860)	1	186			1862	
We	eks ending.	Gros	s Traffic.	Per Mile per Week.	Gres	s Traffic.	Per Mile per Week.	Gros	Gross Traffic.	
Janua:	ry 7 14 21 28	. 10,753 10,291		10 0 11 1 10 12 11 3	12,244 12,303 11,414 9,676		12 12 12 13 11 15 9 19	18,225 17,453 14,820 16,494		18 15 18 0 15 5 17 0
			10,504	10 16		11,409	11 14		16,748	17 5
Februs	11 18 25	10,424	1	11 6 10 14 10 15 11 15	9,935 8,315 8,676 11,158		10 4 8 11 8 18 11 10	16,246 15,512 17,674 14,374		16 15 16 0 18 4 14 16
			10,832	11 2		9,521	9 15		15,951	16 8
March	3 10 17 24 31	13,189 14,571		11 19 13 12 15 0 15 2 16 7	13,082 14,320 14,960 16,632 18,608	*	12 0 13 2 13 14 15 5 17 1	10,512° 8,200 15,611 13,519 18,921		9 13 7 1 14 6. 12 8 17 7
			13,884	14 8		15,520	14 4		13.352	12 3
April	7 14 21 28	14,416 14,56) 14,433 13,716		14 17 15 0 14 17 14 2	16,125 18,103 16,112 15,219		14 15 16 12 14 15 14 0	17,469 17,778 13,733 13,505		16 0 16 6 12 12 12 7
			14,281	14 14		16,389	15 0		15,621	14 6
May ;;	5 12 19 26	12,396 11,426 11,527 11,680		12 15 11 15 11 17 12 0	13,743 12,992 12,751 13,333		12 12 11 19 11 14 12 4	14,491 15,036 14,165 14,510		13 5 13 15 13 0 13 6
			11,757	12 1		13,207	12 2		14,550	13 6
June	2 9 16 23 30	13,022 10,952 11,117 10,909 11,457		11 4	13,792 13,599 13,817 11,964 12,543		12 12 12 10 12 13 11 0 11 10	13,045 12,914 13,638 13,997 13,605		12 0 11 17 12 10 12 16 12 9
			11,491	11 16		13,143	12 1		13,439	12 18
eneral	Average		12,125	12 11		13,198	12 9	-		14 7

From the 3rd of March the calculations are upon 1,090 Miles, the Rivière du Loup section being included.
 The last four menths compare less favourably with 1861 in consequence of the American war.

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of interest years

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WEEKLY TRAFFIC 1860 AND 1861.

SECOND HALF-YEAR.

	18	60		186	31	1862	2
Weeks ending.	Gross Traffi	e. Per n		ss Traffic.	Per mile per week.	Gross Traffic.	Per mile per week
July 7	10,634 11,382 10,430 11,192	20 8 10 1 11 1 10 1: 11 1:	11,48 11,78 12,19 14,47	3	£ 8. 11 17 12 3 12 17 14 18		per week
,, 11	11,525 10,846 10,766 12,479	12 4 11 8 11 2 12 17	12,556 11,716 10,186 10,328		9 12 18 12 18 12 1 10 10 10 12		
October 6	3,671 5,050 3,755 6,252 6,636 15,07 3,545 6,459 16,574 478 114 16,711	11 10 15 10 15 10 16 16 16 16 17 3 17 3 17 3 17 0 17 16 12 17 4	11,924 10,339 10,977 13,251 16,353 17,689 10,996 19,851 10,303 20,743 19,772 18,801 13,515	11,195 12,567 18,549	12 5 10 12 11 6 13 12 16 17		
, 8	701 780 194	15 17 15 0 14 2 13 3 12 17	18,902 19,921 17,591 21,146 17,621		19 9 20 10 18 2 21 16 18 3		
neral Average	13,789	14 10	-		19 12		

