

CANADIAN PACIFIC RAILWAY.

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ANNUAL REPORT FOR THE YEAR

-1890-

AND

REPORT OF PROCEEDINGS

AT THE

TENTH ANNUAL MEETING

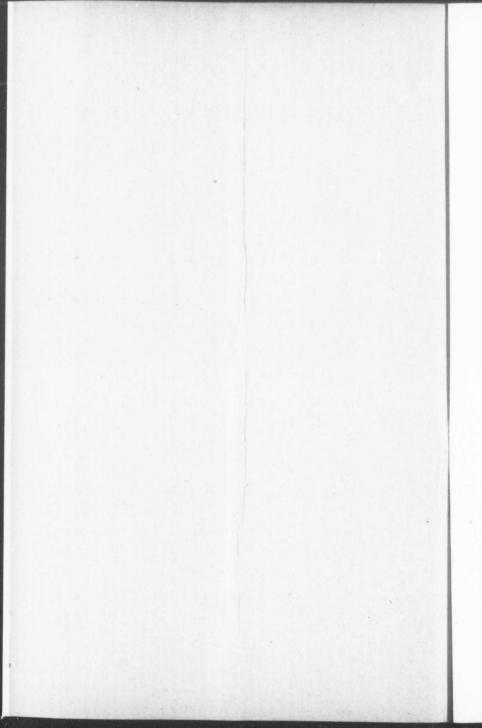
OF SHAREHOLDERS,

HELD AT THE GENERAL OFFICES OF THE COMPANY,

MONTREAL,

ON

WEDNESDAY, 13th MAY, 1891.



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GAZETTE PRINTING COMPANY.

BOARD OF DIRECTORS.

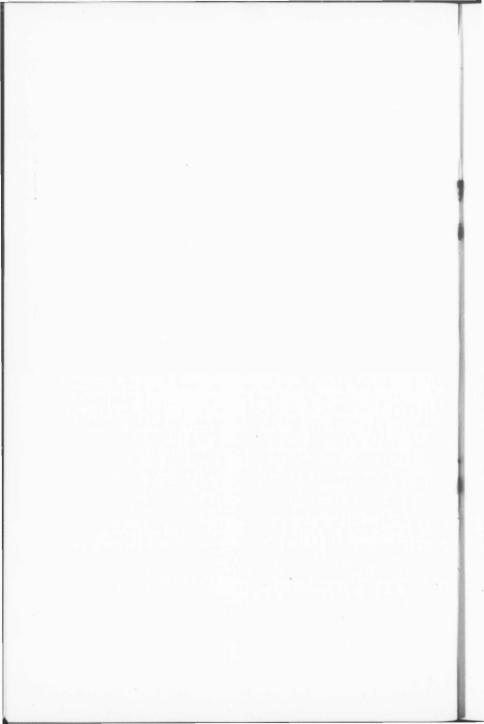
SIR GEORGE STEPHEN, BART.,	-	-				MONTREAL.
SIR DONALD A. SMITH, K.C.M.G.,	М.	Ρ.,				- do.
MR. WM. C. VAN HORNE,						
MR. RICHARD B. ANGUS,		-				- do.
" EDMUND B. OSLER, -				-		TORONTO.
Hon. J. J. C. ABBOTT, Q.C., Senator,		*				MONTREAL.
MR. SANDFORD FLEMING, C.E., C.	. M.	G.,	-		-	OTTAWA.
" GEORGE R. HARRIS, of Messrs.	Bl	ake I	Fros &	Co.,	-	Boston.
MR. RICHARD J. CROSS. of Messrs.	Mo	rton,	Bliss	& Co.		NEW YORK.
" WILMOT D. MATTHEWS, -			-			- Toronto.
HON. DONALD MACINNES, Senator,		-		-		HAMILTON.
" GEO. A. KIRKPATRICK, M. P.,						KINGSTON.
MR THOMAS SKINNER,	-		-			
GEN. SAMUEL THOMAS,	-			-	-	NEW YORK.
MR. JOHN W. MACKAY,						
OPPIG	D T	0.0				

OFFICERS.

MR. WM. C. VAN HORNE, President, MONTREAL.
" T. G. SHAUGHNESSY, Assistant President, do.
" CHAS. DRINKWATER, Secretary, do.
" GEO. M. CLARK, Chief Solicitor, do.
" GEORGE OLDS, General Traffic Manager, do.
" I. G. OGDEN, Comptroller, do.
" HY. BEATTY, Manager Lake Steamship Lines TORONTO.
" W. SUTHERLAND TAYLOR, Treasurer, MONTREAL.
" D. McNICOLL, General Passenger Agent, do.
" W. WHYTE, Gen. Supt. Western Division, WINNIPEG.
" C. W. SPENCER, Gen. Supt. Eastern Division, MONTREAL.
" H. ABBOTT, Gen. Supt. Pacific Division, VANCOUVER.
" THOS. TAIT, Gen. Supt. Ontario & Quebec Division, . TORONTO.
" H. P. TIMMERMAN, Gen. Supt. Atlantic Division, - ST, JOHN, N.B.
" C. R. HOSMER, Manager of Telegraphs, MONTREAL.
" L. A. HAMILTON, Land Commissioner, WINNIPEG.
" HARRY MOODY, { Deputy Secretary and Registrar of Transfers, 1 Queen Victoria St., LONDON, E.C.
" ARCHER BAKER, { European Traffic Agent, 67 & 68 King William Street, - do.
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EXECUTIVE COMMITTEE.

MR. WM. C. VAN HORNE, SIR GEORGE STEPHEN, BART. SIR DONALD A. SMITH, K.C.M.G., M.P., MR. RICHARD B. ANGUS. GENERAL OFFICES, - MONTREAL.



Canadian Pacific Bailway Company.

TENTH ANNUAL MEE,TING.

Report of Proceedings at the Tenth Annual Meeting, and at a Special General Meeting of the Shareholders, held on Wednesday, the 13th Day of May, 1891.

The meeting assembled, in conformity with the notice convening the same, at noon, at the General Offices of the Company in Montreal. The President, Mr. Wm. C. Van Horne, took the chair, and the Secretary of the Company acted as Secretary of the meeting.

The Shareholders present in person, and by proxy, were ascertained to represent 344,771 shares of the stock of the Company. The notice calling the meeting was read by the Secretary as follows :—

CANADIAN PACIFIC RAILWAY COMPANY.

NOTICE TO SHAREHOLDERS.

The Tenth Annual Meeting of the Shareholders of this Company for the election of Directors and the transaction of business generally will be held on WEDNESDAY, the 13th day of May next, at the principal office of the Company at Montreal, at 12 o'clock noon.

The meeting will be made special for the purpose of considering and taking such steps as may be deemed expedient, in order to give effect to any legislation by the Parliament of Canada, authorizing the issue of Consolidated Debenture Siock in respect of the Company's Souris Branch Railway; the Columbia and Kootenay Railway; the Lake Temiseanin Colonization Railway; the Calgary and Edmonton Railway, and a Railway from Saskatoon to the waters of the North Saskatchewan River, and of outstanding obligations in connection with the Manitoba South-Western Colonization Railway Company, or any of the said matters.

The Transfer Books of the Company will close in Montreal and New York on Tuesday, May 5th, and in London on Tuesday, April 21st, and will be re-opened on Thursday, May 14th next.

By order of the Board,

CHARLES DRINKWATER, Secretary.

Montreal, 6th April, 1891.

The President submitted the following Report on the affairs and operations of the Company for the year ended 31st December last, which was read by the Secretary.—

TENTH ANNUAL REPORT

OF THE

Directors of the Canadian Pacific Railway Company, submitted at the Annual Meeting of the Shareholders, held at Montreal, 13th May, 1891.

A balance sheet of the affairs of the Company at 31st December last, together with the usual statements relating to the business of the past year are submitted.

The gross earnings for the year were	\$16,552,528.98
The working expenses were	10,252,828.47
And the net earnings were	6,299,700.51
Deducting the fixed charges accruing during the year.	4,246,618.00
The surplus was From this two supplementary dividends of one per cent. each, were made, and paid August 17th, 1890	2,053,082.51
and February 17th, 1891	1,300,000.00
Leaving a surplus carried forward	753,082.51
Surplus of previous years.	1,903,350.32
Total surplus carried forward	\$2,656,432.83

The working expenses for the year amounted to 61.94 per cent. of the gross earnings, and the net earnings to

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38.06 per cent. as compared with 60.04 and 39.96 per cent. respectively in 1889.

The earnings and working expenses of the New Brunswick Railway are included from September 1st. The earnings and working expenses of the South Eastern Railway, which is worked by the Company for the account of the Trustees, are not included.

The fixed charges for the year were :--

£7,191,500 \$7,000,000 £99,600 £200,000	1st Mortgage Bonds 5 p.c Province of Quebec North Shore Ry. 1st Mortgage 5 p.c Canada Central 2nd Mortgage 6 p.c Canada Central 1st Mortgage, Sinking Fund.	\$1,749,931.66 350,000.00 24,236.00 58,400.00 51,100.00
£200,000	St. Lawrence & Ottawa 1st Mortgage 4 p.c.	38,933.34
\$2,544,000	Man. S. W. Col. Ry. 1st Mortgage 5 p.c	127,200.00
	Toronto, Grey and Bruce Rental	140,000.00
	. Ontario and Quebec 5 p.c. Debenture stock	835,166.67
£575,190	Ontario and Quebec, Detroit Extension, 5	
	p.c Debenture stock, seven months from	01.015.00
22 000 000	June 1st	81,645.00
\$2,000,000 £1,330,000	Ontario and Quebec, ordinary stock, 6 p.c. Atl. & N. W. Ry. 1st Mort-	120,000.00
21,000,000	gage 5 p.c £66,500	
	Less am't from Dominion	
	Government	
	000.010.14-	102 000 04
	£28,013 14s.	
£1,090,312 10s. 5 £45,000	4 p.c. Consolidated Debenture stock 1 year 4 p.c. Consolidated Debenture stock six	212,247.50
	months from July 1st Rental of Line Mattawamkeag to Vance-	4,380.00
	boro Rental of Line Vanceboro' to McAdam Jct.	23,800.00
	to July 1st	1,500.00
	Rental of part South Eastern Ry., Farn-	1,000,000
	ham to Brigham Jet	1.400.00
£750,000	Algoma Branch 1st Mortgage 5 p.c	182,500.00
	Rental New Brunswick Railway four	
	months from September 1st	107,844.49
		\$4.246.618.00

\$1,210,010.00

RECEIPTS. Cash on hand January 1st, 1890..... \$4,571,335.49 Surplus Revenue (as per statement)......\$2,053,082.51 Land Department. Proceeds of Land Sales..... § 300,154.23 Less expenditure in connection with sales, premiums on bonds, &c..... 141,153.51 \$159,000.72 Deduct amount remaining in Deferred Payments..... 125,458.87 33,541.85 Consolidated Debenture Stock, Four p. c., Amount issued £1,580,000..... 7,660,606.00 -9,747,230.36\$14,318,565 85 Deduct Station balances, accounts receivable, &c......\$5,887,051.83 Less amount at December 31st, 1889..... 5,162,740.10 724,311.73 \$13,594,254.12

Add difference	$2,\!176,\!492.24$
	\$15,770,746.36
EXPENDITURES.	E.
Interest on funded debt and rentals of leased lines due Jan. 1st, 1890, and ac-	
crued to that date	\$1,675,094.52
Construction branch lines (Schedule "A") Additions and improvements main line	1,009,844.08
and branches (Schedule "B")	1,552,737.31

follows :-

Construction and improvem lines (Schedule "C")			\$1,148,768.60
Equipment Telegraphs, extensions and add China and Japan steamships (e	litions		1,425,990.99 96,212.87
during year in building three Supplementary dividend made	e vessels)		2,375,679.41
and paid Feb. 17th, 1890 Supplementary dividend made	June, 1890,	\$650,000.00	
and paid August 17th, 1890		650,000.00	1,300,000.00
ADVANCES.			
Land Department.			
Interest advanced against land Less surplus proceeds from tow Total proceeds of sales Deduct expenditures for clear- ing, improvements, &c	n sites,	\$698,910.20	
	\$264,102.93		
Deduct amount invested in hotels and other buildings			
for rent or sale	64,497.53		
	\$199,605.40		
Deduct amount remaining in deferred payments	14,842.78	184,762.62	514,147.58
Lake Steamship and Car-Ferry Bo Amount advanced on construct Increase in stores and material i	ion of		234,802.59 257,739.83
			11,591,017.78
Add Treasury assets December Less amount for accrued fixed			
		\$	15,770,746.36

The fol	lowing is	s a compa	rative	staten	ient	of the	e earn-
ings and	working	expenses	for the	e past	four	years	

1887.		1888.		1889.		1890.	
235,035	09						
176,826	39	187,694	13	239,103	14	268,096	76
574,653	31	$682,\!052$	99	847,190	93	786,767	40
\$ 3,504,118	16	\$ 3,870,774	92	\$ 6,127,836	16	\$ 6,299,700	51
	\$3,453,818 6,924,130 241,949 235,035 176,826 574,653 \$11,606,412 8,102,294	\$3,453,818 49 6,924,130 47 241,949 05 235,035 09 176,826 39 574,653 31 \$11,606,412 80 8,102,294 64	$\begin{array}{c ccccccccccccccccccccccccccccccccccc$				

The earnings and working expenses of the New Brunswick Railway are included in the above figures for the last four months of 1889 and 1890, for comparison.

The earnings per passenger per mile were 1.74 cents, and per ton of freight per mile 0.84 cents, as against 1.78 and 0.915 respectively in 1889.

As was anticipated in the last annual report the earnings for the first half of the past year from grain traffic, and from general local traffic, passenger as well as freight, suffered in consequence of the light crops of 1889, nearly all of which were marketed before the close of that year.

The traffic interchanged with the Duluth, South Shore and Atlantic, and the Minneapolis, St. Paul and Sault Ste. Marie Railways was likewise affected by the crop failures in the Northwestern States. The crops of the past year were large in Manitoba and Assiniboia, and fairly good elsewhere; but the harvest in the northwestern provinces was long delayed by wet weather, and little grain was marketed until the middle of October; it was only in the last ten weeks of the year, therefore, that the new crop began to tell in the earnings of the railway.

During the greater part of the year, as was the case in the last half of 1889, freights of a leaner description than are usually sought had to be taken in order to keep up the earnings, and this unfavourably affected the ratio of working expenses to profits.

The large amount of money realized by the farmers in the Northwest from their crops, and the considerable amount of grain yet in their hands and in store along the line, promise a good traffic until another crop is harvested; and only an average crop is required to ensure handsome results for the present year, which has opened most auspiciously, the earnings of the first four months having increased \$1,278,930, and the profits for the same time (estimating April) having increased about \$550,000, over the corresponding four months of the year covered by this report.

Your lines have continued to enjoy immunity from snow blockades or other interruptions of traffic.

The property of the Company has been well maintained, and extensive improvements have been made on all of its lines.

A statement in detail of the expenditures during the year for additions, improvements and equipment is appended to this report. During the year large improvements were made in alignment and gradients between Carleton Place and Chalk River, and the maximum gradient between Montreal and Chalk River (246 miles) is now reduced to 40 feet to the mile ascending westward, and 35 feet to the mile ascending eastward—the latter being in the direction of the heavier traffic; and on this important section of the line the capacity of the ordinary locomotives has been increased fully 150 tons each. It is intended to continue this reduction of gradients as far as Callander (covering the section of the main line acquired from the Canada Central Railway Company), as rapidly as the work can be conveniently done, this section having to bear the large traffic of the Sault Ste. Marie branch in addition to that of the main line.

One hundred and seventy-one miles of the main line and sixty-eight miles of the Ontario Division were relaid with steel rails weighing 72 lbs. per yard in place of the 56 and 60 lbs. rails originally used, and the lighter rails have been utilized in branch lines and sidings. Five hundred and seventeen miles of the Company's lines are now laid with these heavy rails.

Among the many improvements may be mentioned the replacement of 218 timber bridges of various kinds by permanent masonry, or iron work, or solid embankments.

The provision of sidings for mines, manufacturing establishments and other industries on the Company's lines is alone a large item in the improvement account.

To provide for the rapidly increasing traffic, large additions to the rolling stock must be made during the current year. The Company's equipment is already taxed beyond its capacity. It is the policy of your directors to continue the improvements in the order of their importance, and as rapidly as the work can be done with advantage. The money already expended in this way has brought such large returns both in economy of working and increased traffic, that nothing should be permitted to delay the further improvements which are contemplated, and which will produce equally satisfactory and profitable results.

The extension of the Ontario and Quebec system from London, Ontario, to Windsor and Detroit, was opened for traffic in June, and the results have been very satisfactory, notwithstanding a scarcity of rolling stock.

During the past year the Souris branch was extended from Souris to Hartney, 16.4 miles, and the grading was completed to Melita, 26.1 miles beyond. A section of 27 miles of a lateral branch of the Souris line was completed from Glenboro westward 21.3 miles, and graded 5.7 miles beyond. Within a few weeks the first 100 miles of the Souris branch system will be completed, and it is the intention of your Directors, as authorized at the last annual meeting, to push the main line of the Souris branch forward to the coal fields in Southeastern Assiniboia, an additional distance of about 70 miles: it is also their intention to make a connection between the present terminus of the Southwestern branch at Deloraine and the Souris branch at Melita, 23 miles; this connection being necessary for convenience in working the railway and for the distribution of coals from the Souris fields throughout Southern Manitoba. The extension of the Souris branch is urgently required for the relief of the many settlers in Southwestern Manitoba and Southeastern Assinaboia, who are out of reach of markets for their produce. It is also required for the protection of the Company's interests in that quarter and for the development of an important section of its Land Grant. A grant of 6,400 acres per mile of railway has been secured from the Dominion Government in aid of these extensions, and the Province of Manitoba has granted further aid in money.

The Qu'Appelle, Long Lake and Saskatchewan Railway, which was referred to in the last annual report as having been completed to a point 150 miles northwesterly from Regina, was extended during the year to Prince Albert on the North Saskatchewan River, an additional distance of 100 miles. This line is held by your Company under a lease for six years without rental, and your Company has an option to purchase it at the end of that time.

The Calgary and Edmonton Railway, which will be held by your Company on the same terms, was completed during the year from Calgary northward 93 miles, and will be extended to Edmonton a further distance of 97 miles, during the present season. It is also to be extended southward from Calgary to Fort McLeod 110 miles, and about fifty miles of this section are expected to be completed before the end of this year.

There are already large settlements in the Prince Albert, Edmonton and McLeod districts, and the branch lines reaching them will at once develope a considerable traffic, and make immediately available for settlement extensive areas of your lands.

The Columbia and Kootenay Railway (leased to your Company in perpetuity) connecting the navigable waters of the Columbia and Kootenay Lakes, and making accessible the Kootenay mining district, is now practically completed. An important traffic awaits its opening A grant of 200,000 acres of valuable mineral, timber and agricultural lands was made by the Provincial Government in aid of this line. These lands are being selected in the most promising districts, and it is believed that enough will eventually be realized from them to cover the entire cost of the railway.

The work on the Mission Branch was not pushed forward until late in the past year because of delay in the completion of the American line approaching from the south with which it was intended to connect. The connection has now been made, and continuous railway communication is established between British Columbia and the Gulf of California by which all the important cities of the Pacific Coast may be reached.

One other branch line remains to be made during the present year—the Temiscamingue Railway, extending from Mattawa on the Ottawa river, northward to Lakes Temiscamingue and Kippawa (51 miles) and reaching the most important timber country in Eastern Canada. This line is already in operation in short sections, and a very large lumber traffic awaits its completion. Both the Dominion Government and the Government of Quebec have granted liberal aid in money towards its construction, and its control by your Company is deemed of such importance by your Directors that they will ask your authority for its acquisition and completion.

A satisfactory agreement was reached with the Dominion Government in September last concerning the exchange of traffic at St. John, New Brunswick, with the Intercolonial Railway—the Government line—and since that time there has been a marked improvement in the traffic of the Company's line between Montreal and the Maritime Provinces.

On the first of July last the New Brunswick Railway, over which connection is made with the city of St. John and with the Intercolonial Railway, was leased by your Company in perpetuity, on terms that will make it a source of profit: it has been worked as part of the Canadian Pacific system since September 1st. This railway, in addition to affording necessary connections, reaches the most important districts in New Brunswick, commands the entire traffic of the valley of the St. John river, and reaches Fredericton, the capital of the Province, and the seaports of St. Stephen and St. Andrews, as well as St. John. This line has all along been looked upon as necessary to the Canadian Pacific system, and with that view it has for several years been held for your Company with the understanding that it would be taken over as soon as practicable.

The measures adopted at the adjourned meeting of the shareholders on the 12th June, have confirmed and made secure and permanent your control of the traffic of the Minneapolis, St. Paul and Sault Ste. Marie, and Duluth South Shore and Atlantic Railways, and on terms so favourable that no loss or expense to your Company is to be feared. These lines are already self sustaining, and their commanding position and special advantages, both as regards through and local traffic, must soon make them highly profitable in themselves, and as feeders to your railway their importance can hardly be over-estimated. The matters in arbitration between the Government and the Company respecting the section of the railway made by the Government in British Columbia have not yet reached a decision. The arbitrators are now on the ground and it is hoped that a conclusion will soon be reached.

The building of the Company's China and Japan steamships was delayed by numerous strikes in the shipyards, but at the date of this report one of the ships has completed its first trip from Hong Kong to Vancouver, the second is on its way from England to Hong Kong, and the third will soon be ready for service. The results of the first trip of the "Empress of India" have been most gratifying in every respect.

LANDS.

In October last a final settlement was reached with the Government concerning the Company's lands. All questions relating to the original grant, and to the grants subsequently made to the various branch lines have been fully and satisfactorily disposed of, and the Company is now in a position to select in favourable localities the remainder of its lands.

Immigration and land sales were seriously affected during the past year by the crop failure of 1889, in the North West; but the present year has opened with a decided improvement in both.

The sales of Canadian Pacific lands last year were 73,-941 acres for \$276,586, at an average price of \$3.76 per acre, as against 142,661 acres for \$494,402 in 1889, at an average price of \$3.46½ per acre. The sales of Manitoba South Western Railway lands for 1890 were 7,544 acres for \$36,078, at an average price of \$4.78 per acre; as against 52,499 acres for \$236,792, at an average price of \$4.51 per acre.

Of the lands previously recovered by the Company by cancellation of sales 7,608 acres were resold during the year at a profit of \$11,465.

The position of the Canadian Pacific Land Grant at December 31st. was as follows :---

Original Grant	Acres. 25,000,000
Surrendered to Government under agreement of March 30th, 1886	6,793,014
The Company has earned on account of its Souris	18,206,986
Branch Land grants	640,000
	18,846,986
Sales to Dec. 31st, 1890 3,606,011 Less cancelled in 1890 4,988	
1.255 cancened in 1600	3,601,023
Quantity of land unsold	15,245,963

The position of the Manitoba South Western land grant at the end of the year was as follows :--

Original Grant Grant for Carman extension	Acres. 1,309,424 40,000
Sales to Dec. 31st, 1890 107,418 Less cancelled to Dec. 31st, 1890 990	1,349,424
	106,428
Quantity of land unsold	1,242,996

CONCLUSION.

The Directors believe that the surplus earnings for the present year and hereafter will be at least sufficient to pay regular dividends at the rate of five per cent. per annum on the ordinary shares of the company, without regard to the guaranteed dividend which expires in August, 1893; but they recommend a continuance of the policy of supplementing the three per cent. guaranteed dividend with two per cent. from surplus earnings, making a total annual payment of five per cent., and allowing the remainder to accumulate as a reserve.

In conclusion, the Directors feel justified in pointing with some degree of pride to the fact that the first day of the present month was the time fixed by the original contract between the Government and the Company for the completion of the main line of the railway. That date not only found the main line already more than five years in operation, but found the Company with 5500 miles of railway in full and profitable working, and with tributary lines embracing 1600 miles more; with its lines reaching almost every important place in the Dominion of Canada, and with connections established to New York, Boston, Chicago, St. Paul, Minneapolis and Duluth; and, as if to mark this date more strongly, the first of the Company's fleet of Pacific steamships had just arrived at Vancouver from China and Japan with a full passenger list and a full cargo.

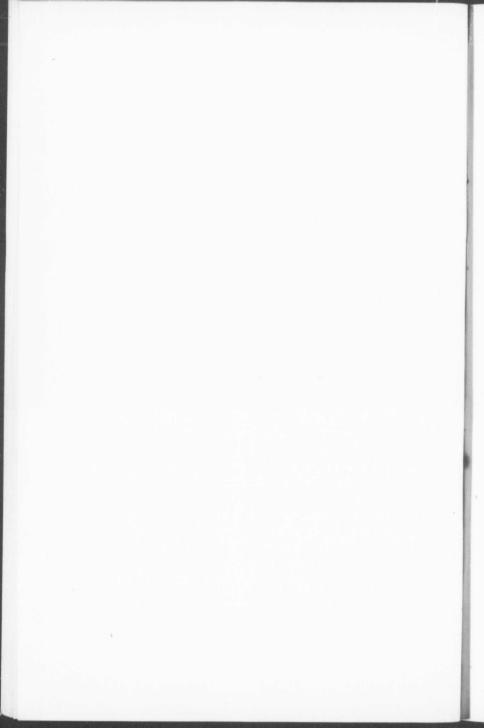
For the Directors,

WM. C. VAN HORNE, President.

APPENDIX.

BALANCE SHEET, STATISTICS,

ETC.



Cash in 1 reasur	y	4,141,001
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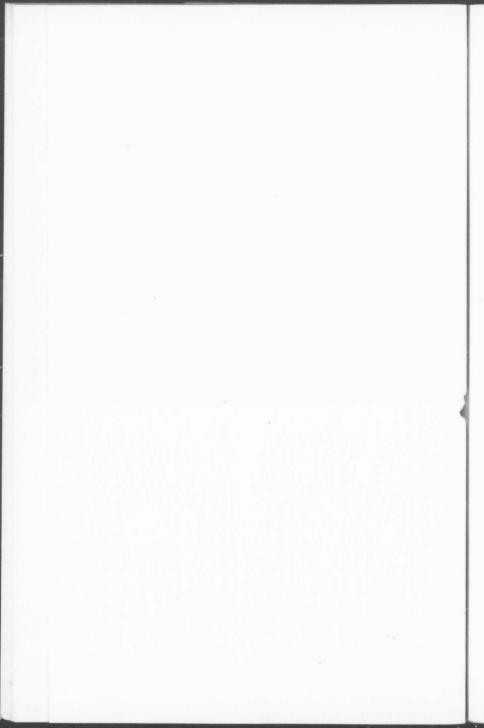
41

6,020,112 16	rebate, and 10 p. c. on Land Grant Bonds taken in pay- ment.	2,217,283 10	19,434,402
	TOWN SITES.		10,101,102
	Amount received from sale of Town Sites not covered by Land Grant Mortgage	\$ 2,056,291 29	
	Less : Expenditure improve- ments, grading, clearing, &c.	365,496 69	
	Cost of Hotel and other build-	1,690,794 60	
	ings at Vancouver, and BanffSprings Hotel	574,816 91	
		1,115,977 69	
	Surplus receipts of 1889 and 1890 applied against ad- vances on Land Bond In-		
	terest	429,427 35	
	SURPLUS EARNINGS.		686,550
	Net earnings for years 1888, 1 after payment of all fixed	charges and	
	supplementary dividends		2,656,432 8
\$198,122,727 63			\$198,122,727

I. G. OGDEN, Comptroller.

CONDENSED BALANCE SHEET-December 31st, 1890.

XOST OF ROAD. Main Line		CAPITAL STOCK MORTGAGE BONDS. 1st Mortgage bonds,		\$ 65,000,000
perpetual lease 17,815,738 93 Branch Lines 8,859,118 39		5 per cent £7.191,500 Canada Central 1st	\$34,998,633 33	
юте	\$153,874,797 11	Mortgage, amount		
Lines built by Government		of issue, £500,000 \$2,433,333 Sinking Fund de-		
not included — Estimated		posited with Govt. 1,500,000		
cost \$35,000,000 15,245,963 acres of land un-		Balance at maturity	850,000 00	
sold, which, at average of		Canada Central 2nd Mortgage,		
last two year's sales (\$3.57		6 per cent Due Province of Quebec on	973,333 33	
per acre), would realize 		Q.M.O. & O. Ry., 5 p.c	3,500,000 00	
QUIPMENT		Due Province of Quebec on		
Rolling Stock \$ 12,211,784 48		North Shore Ry, 5 p.c Algoma Branch, 1st Mort-	3,509,000 00	
Lake Steamers 478,952 99		gage, 5 p.c	3,650,000 00	
Shops and Machinery (Mont-		North Shore Railway, 1st		
real, Hochelaga, Perth and Carleton Place) 1,183,325-38		Mortgage	484.719 67	47,956,686
1,100,020 00	13,874,062 85	FOUR PERCENT. CONSOLIDA	TED DEBEN-	47,000,000 1
CONSTRUCTION PLANT AND TOOLS	151,991 87	TURE STOCK		12,040,606 (
REAL ESTATE (at and near Montreal)	285,490 63	LAND GRANT BONDS, First		
ADVANCES.		Mortgage. Am'nt of issue, \$25,000,000_00		
South Eastern Railway	1,604,780 53	Less-Amount		
TATION BALANCES, ACCOUNTS RECEIV-		redeemed &		
ABLE, Miscellaneous Securities and Ad-	5 00 F 00 F	cancelled 20,561,500-00	\$ 4,438,500,00	
Vances	5,887,051 83	Amount held in trust by Do-		
VILANTIC & NORTH-WEST RAILWAY 5 PER CENT. GUARANTEED STOCK (ac-		minion Government, not bearing interest	1.000.000.000	
quired by issue of four per cent. Consolidated		starting this first sectors .	1,000,000 00	
Debenture Stock)	3,240,000 00	Land Bonds, 31 p.c., interest	\$ 3,438,500 00	
ADVANCES ON LAKE AND FERRY		guaranteed by Dominion		
STEAMERS	527,817 92	Government	15,000,000 00	18,438,500
HINA AND JAPAN STEAMSHIPS	2,375,679 41	CURRENT LIABILITIES (inclu		10,400,000
IATERIAL AND SUPPLIES ON HAND,	1,961,032 69	and Pay Rolls)		4,070,504
DOMINION GOVT. GUARANTEE FUND.		INTEREST ON FUNDED RENTAL OF LEASED LIN	DEBT AND (E8.	
Amount on deposit to guarantee 3 per cent.		Coupons not presented, in-		
per annum on Capital Stock until August 17th, 1893	5,461,391 79	cluding amounts due Jan-		
ADVANCES ON LAND.	operation (a	uary 1st, 1891 Accrued to date not due	\$ 1,511,019 41 329,364 17	
Interest on Land Grant Bonds \$1,397,926 70				1,840,383
Less-Surplus receipts from		SUPPLEMENTARY DIVIDE February 17th, 1801		
Towe Sites 429,427 35	005 100 05	February 17th, 1891 CASH SUBSIDY FROM DOMI-	*** ***** ****	650,000 (
BALANCE DUE ON LAND SOLD-(Deferred	968,499-35	NION GOVERNMENT	25,000,000 00	
Payments)	1,699,134 48	BONUSES FROM MUNICI-		
BALANCE DUE ON TOWN SITE SALES-		PALITIES	348,661 29	25,348,661
(Deferred Payments)	190,885 01	LAND GRANT.		sojarojoor ,
FREASURY ASSETS.		3,601,023 acres sold, amount-		
Temporary Advance to Col-		ing to, 6,793,014 acres taken by Dom.	\$11,462,164 67	
umbia & Kootenay Ry., pending sale of bonds \$ 512,239 71		Govt. in reduction of Land		
pending sale of bonds \$ 512,239 71 Temporary loans on security,		Grant	10,189,521 00	
bearing interest 1,380,015 04			21,651,685 67	
Cash in Treasury 4,127,857 41	6,020.112 16	Less : Expenses, cultivation rebate, and 10 p. c. on Land		
	0,0=0,11= 10	Grant Bonds taken in pay-		
		went	2,217,283 10	10 101 100
		TOWN SITES.		19,434,402 (
		Amount received from sale of		
		Town Sites not covered by	0.000	
		Land Grant Mortgage Less : Expenditure improve-	\$ 2,000,291 29	
		ments, grading, clearing, &c.	365,496 69	
			1,690,794 60	
		Cost of Hotel and other build-		
		ings at Vancouver, and Banff Springs Hotel	574,816 91	
		Surplus receipts of 1889 and	$1,\!115,\!977$ 69	
		1890 applied against ad-		
		vances on Land Bond In-		
		terest	429,427 35	686,550
		SURPLUS EARNINGS.		0.00,000 5
		Net earnings for years 1888,	1889 and 1890.	
		after payment of all fixed supplementary dividends	charges and	2,656,432 8



STATEMENT OF EARNINGS FOR THE YEAR 1890.

From	Passengers	\$ 4,774,713	76
64	Freight	10,106,644	02
46	Mails		61
46	Express	260,268	43
46	Parlour and Sleeping Cars	268,096	76
. 6	Telegraph and Miscellaneous	786,767	40

\$16,552,528 98

STATEMENT OF WORKING EXPENSES FOR THE YEAR 1890.

Conducting Transportation	\$2,576,725	72
Maintenance of Way and Structures	2,069,658	78
Motive Power	3,655,244	22
Maintenance of Cars	539,316	27
Parlour and Sleeping Car Expenses	64,096	14
Expenses of Lake Steamers	108,335	92
General Expenses	950,754	06
Commercial Telegraph	288,697	36

\$10,252,828 47

STATEMENT OF EQUIPMENT AT DECEMBER 31ST, 1890.

Locomotives	484
First and second class Passenger cars, Baggage cars, and	
Colonist sleeping cars	461
First class sleeping and dining cars	61
Parlour cars, Official and Paymasters' cars	25
Freight and cattle cars, (all kinds)	13,071
Conductors' vans	230
Boarding, Tool and Auxiliary Cars	308
Lake Steamers, "Alberta," "Athabasca," "Manitoba".	

DESCRIPTION OF FREIGHT CARRIED DURING THE YEARS.

DESCRIPTION.		1888.	1889.	1890.
Flour Grain Live Stock Finewood Manufactured Articles All other Articles	Bushels. Head. Feet Cords. Tons.	$\begin{array}{c} 1,667,584\\ 15,965,682\\ 251,297\\ 351,466,992\\ 107,654\\ 600,521\\ 586,396\end{array}$	$\begin{array}{r} 2,024,007\\13,803,224\\276,514\\473,462,550\\100,288\\762,138\\632,518\end{array}$	2,216,914 20,167,888 288,853 564,560,194 109,478 927,787 726,014

FREIGHT TRAFFIC.

	1888.	1889.	1890.
Number of Tons carried Number of Tons carried one mile.	2,496,557 784,972,511	2,638.690 967,508 450	3,378,564 1,208,014,731
Earnings per Ton per mile	1.02 cents.	0.915 cents.	0.84 cents.

PASSENGER TRAFFIC.

	1888.	1889.	1890.
Number of Passengers carried Number of Passengers carried one	2,280,049	2,638,690	2,792,805
mile	212,766,865	253,905,182	274,940,328
Earnings per Pass. per mile	1.79 cents.	1.78 cents.	1.74 cents.

24

	Mileage.	Earnings.	Earnings per Traffic Train Mile.
Passenger Freight	5,476,254 7,547,058	\$5,599,895.49 9,907,358.38	\$1.02 1.31
Total	13,023,312	\$15,507,253.87	\$1.19

TRAFFIC TRAIN MILEAGE YEAR 1890.

The above earnings for traffic trains include earnings from Mails, Express and Sleeping Cars, but do not include Lake Steamers, Telegraph, Elevators, Rents, &c., the net profits from which amounted to \$648,241.83.

EXPENSES PER TRAFFIC TRAIN MILE FOR YEAR 1890.

Expenses.	Expenses per Traffic Train Mile.
Maintenance of way\$2,069,658.78	.16
Motive power	.28
Maintenance of cars 539,316.27	.04
Traffic and general expenses 3,591,575.92	.28
\$9,855,795.19	\$.76

25

SCHEDULE "A."

CONSTRUCTION BRANCH LINES.

Mission Branch	\$223,306.24
Souris Branch	777,044.17
Buffalo Lake Branch (surveys)	2,621.89
Lake Dauphin Branch (surveys)	5,236.05
Battleford Branch (surveys)	
-	\$1,009,844.08

SCHEDULE "B."

DETAILS OF EXPENDITURE ON ADDITIONS AND

IMPROVEMENTS DURING 1890.

MAIN LINE.

QUEBEC TO CALLANDER. 503 Miles. Additional stables at Montreal Cattle Yards 2,310.1 Improving water supply	88 19 33 78 02 90
	- \$ 323,935.54
CALLANDER TO PORT ARTHUR. 649 Miles.	
Additional stations and buildings \$ 5,291. Additional fencing 14,920. Additional fencing 2,720. Widening cuttings, embankments, ballasting, filling trestles 156,596. Expenses and settlements of disputed claims, original construction 100,307	16 18 12
claims, original construction 100,307 Miscellaneous	
	- \$ 281,667.78

PORT ARTHUR TO DONALD. 1,454 Miles.	
Improving water supply	
Additional buildings, stations and yards.	48,494.00
Additional fencing	8,446.41
Permanent bridges	130,024.00
Widening embankments, filling trestles.	26,983.26
Substitution heavy rails and fastenings,	
less cost of rails, etc., removed	262,700.81
Additional sidings	6,911.39
Elevators at Fort William	20,302.88
Right of way and perfection of title	10,714.21
Divisional yard, shops, &c , at Fort Wil-	
liam	54,381.02
Extension of coal dock at Fort William	19,158.01
Additional cattle yards	662.64
Miscellaneous	115.41

\$ 597,158.87

		* .	
DONALD TO PACIFIC COAST. 461 Miles.			
Snow sheds	$\begin{array}{c} 159.25\\ ,101.03\\ ,218.79\\ ,7540.81\\ ,995.43\\ ,3196.42\\ ,494.32\\ ,404.32\\ ,404.32\\ ,403.14\\ ,7552.97\\ 3,276.28\\ 2,902.25\\ 9,524.20\\ 2,455.39\\ 2,455.39\\ 3,738.81\\ \end{array}$		304,562.20
Total on Main Line		\$1,	507,324.39
BRANCH LINES.			
Sudbury Copper Mines Branches (exten-			
sions and improvements \$ Southwestern branch Selkirk branch Stonewall branch	3,138.06 2,093.09 952.28 360.37 38,869.12	60	45,412.92
		\$1.	552,737.31

27

SCHEDULE "C."

DETAILS OF EXPENDITURES ON LEASED LINES.

ONTARIO & QUEBEC RAILWAY SYSTEM.

Widening cuttings, embankments, add tional culverts and ballasting Additional fencing Improving water supply Improvements at Toronto Junction Improvements at Smith's Falls Substitution heavy rails and fastening less cost of rails, etc., removed Right of way and perfection of title. Subways at Toronto, Parkdale and Galt Permanent bridges Additional stations and buildings Additional stations and buildings Additional semaphores and signals Wharf and improvements at Owen Sound Rolling stock	$\begin{array}{rrrrrrrrrrrrrrrrrrrrrrrrrrrrrrrrrrrr$
	. 33,349.99 583,139.26
Detroit Extension—Line Lon- don to Windsor (completing construction)	6

ATLANTIC AND NORTH-WEST RAILWAY.

(In completion of construction.)

Right of way	38,291.06
Grading, filling trestles and ballasting	113,494.33
Bridges and culverts	32,434.18
Engine sheds and shops	10,902.66
Kalls, ties and fastenings	23,005.46
Stations, buildings and vards	33,099.76
water stations	658.05
Sidings	791.52
rencing and road crossings	10,106.81
Cattle yards	308.00
Station and yard at Montreal	21,571.26

\$284,663.09

854,997.12

MANITOBA S.W. COLONIZATION RAILWA	11.	
-----------------------------------	-----	--

Right of way	S	383.61	
Stations and miscellaneous buildings		3,067.82	
Miscellaneous		168.81	
Additional Fencing		2.636.77	
Widening cuts and ballasting		2,369.99	
Extension to Carman		481.38	
			0100

9,108.39

\$1,148,768.60

MILEAGE OF ALL THE COMPANY'S LINES.

		IN	

Miles. 2906.5

Montreal to Vancouver...... OTHER LINES OWNED.

Eastern Division.

Quebec Section-Que	bec to St. Martin's Junction	159.8
Piles Branch-Pile	s Junction to Grand Piles	27.5
Joliette " —Joli	ette Junction to St. Felix	16.8
	thier Junction to Berthier	2.0
Aylmer " -Hu	ll to Aylmer	7.5
St. Jerôme "-St.	Lin Junction to St. Jerôme	11.0
	Thérèse to St. Lin	15.0
	Thérèse to St. Eustache	8.0
	leton Junction to Brockville	45.5
	bury to Sault Ste. Marie	182.5
	-Buckingham station to Village.	4.2
	hes—Sudbury	5.0
Lake Temiscamingue	e Ry., (under construction)	51.0

Western Division.

Emerso	n Bra	nch-Emersor	n to Winnipeg Junction	84.8
Selkirk		-Winnipe	eg to West Selkirk	22.5
Stonew		-Air Line	e Junction to Stonewall	18.1
Gretna		-Rosenfe	ld to Gretna	13.7
	na Me	untain Branc	ch-Winnipeg Junction to	
				100.6
	ba Soi	th-Western-	Manitou to Deloraine	101.0
44		i ii	Winnipeg to Glenboro	104.2
**		۰ ۰٬ <u> </u>	Elm Creek to Carman	12.6
Souris			Hartney completed	
4.6	44	-Under con	nstruction from Hartney	
			est	40.5
44	66	-Glenboro' S	Section, Glenboro' to Meth-	
			apleted	21.3
66	*5	-Methven to	Nesbitt, under construction	5.7

Pacific Division.

New Westminster Branch		 	9.2
Vancouver to Coal Harbour		 	1.2
Mission Branch (under construction)	 	11.0

LEASED LINES.

Ontario & Quebec Reilway.

Mile End Junction to south end Lachine Bridge	9.1
Montreal (Windsor St.) to Toronto Junction	339.0
Toronto Junction to Strachan Avenue	
Toronto Junction to St. Thomas	116.1
Toronto Junction to Owen Sound	116.6
Don Junction to Union Station (Don Branch, under	
construction)	
Woodstock to London	26.6

535.8

21.4

537.5

London to Windsor	
Guelph Junction Railway.	
Guelph Junction to Guelph 15.0	
Atlantic & North-West Railway.	
Lachine Bridge (south end) to Mattawamkeag 327.0 ("Short Line" to Maritime Provinces.)	
St. Lawrence & Ottawa Railway.	
Ottawa to Prescott 51.8 Chaudière Junction to Sussex street, Ottawa 4.7 New Brunswick Railway 416.7 Columbia & Kootenay Railway (under construction) 28.5	
Total leased lines	1702.5
In addition to the foregoing the Company has under lease the joint use of the Maine Central Railway between Matta- wamkeag and Vanceboro	56.0
The Company also works for account of the owners the following lines :— *South Eastern Railway and Branches	281.0
*Qu'Appelle Long Lake and Saskatchewan Railway (Regina to Prince Albert.)	246.8
*Fredericton Branch (N. B. Ry.) Calgary & Edmonton Railway (under construction, to be worked by C.P.R) :— Calgary to Edmonton	22.1
(Of this line 93 miles have been constructed but are not yet in operation.)	300.0
Total mileage worked and under construction	6609.6
SUMMARY.	Miles.
Mileage included in C.P.R. traitic returns Mileage of other lines worked Mileage under construction, including Calgary & Edmonton and Columbia & Kootenay Rys.	5564.2 549.9 495.5
Columbia & Koolenay Rys	
	6609.6
	the Alexan

*The receipts and expenses of these lines are not included in the accounts of the Canadian Pacific, nor is the company subject to any rent charge in respect of them.

And the Report having been considered, it was moved by the President, Mr. Wm. C. Van Horne, seconded by Sir Donald A. Smith and unanimously

Resolved,

That the report on the affairs of the Company for the year ended December 31st, 1890, now submitted, be adopted, and that the same be published and forwarded to the Shareholders and others interested in the Company.

The President laid on the table the lease for 990 years of the New Brunswick Railway Company's system, (embracing 417 miles) which had been executed under authority given at the adjourned annual meeting of last year, as stated in the report, and he explained at length the provisions of Clause 4 which specifies the amounts of rent to be paid, reaching in the aggregate about \$325,000 per annum, which clause is in the following words :-

CLAUSE IV.

The Lessee will pay yearly and every year :

(a).—" The operating expenses of the New Brunswick "System, which shall include, amongst other things, the "cost of maintaining each portion thereof in good order "and condition, also ordinary repairs and renewals, all ex-"penditures arising out of any business or contract obliga-"tion, negligence or misfeasance, or however otherwise in "any way connected with the use and operation thereof, "including damages to persons or property, all taxes of "every description, federal, provincial or municipal, upon "the said demised properties, or the business or franchises "thereof, and also any other expenditure, which is herein "declared to be operating expenses :

(b).—"To the Lessor, on the tenth day of March next

" after the date of these presents and thereafter half yearly " on the tenth day of the months of March and September " in each and every year including and ending with the " month of September next after the period of the said " term, an amount, equal to so much of eighty-eight four " hundred and twentieths of twenty-three one hundredths " of the aggregate gross earnings of the Lessor during the " half year, ending on the thirtieth day of June or the " thirty-first day of December (as the case may be), next " preceding such day of payment, over the system of "railways, described in the third clause of the said " Indenture of lease, dated the twenty-first day of May. "A. D., 1883, as shall exceed, if it do exceed two "thousand seven hundred and fifty pounds sterling, "the amount of this excess (if any) to be paid to the " Lessor, at such place in London, England, as it may from " time to time, in writing direct ; but it is to be paid only " so long as the St. John and Maine Railway Company or "its assigns shall continue to be entitled to receive the " same by way of rent under the terms of the said lease, "and if the obligation of the Lessor to pay the same " be at any time hereafter satisfied or acquired on behalf " of the Lessor by means of the issue by the Lessor of con-" solidated debenture stock to such an amount as may be " necessary for that purpose, then the Lessee will there-" after pay directly to the respective holders of consoli-" dated debenture stock the interest as it shall fall due half " yearly on so much of such consolidated debenture stock. " as shall have been so issued for that purpose ;

(c). "To the Lessor, as and when and where they res-"pectively fall due, all such sums, as may be necessary "from time to time to meet the interest at the rate of three "and a half per centum per annum on eighty-two thou-

33

" sand pounds sterling of perpetual guaranteed debenture " stock, issued by the New Brunswick and Canada " Railway Company;

(d). "To the Lessor annually the sum of three "hundred and nineteen thousand three hundred and "ninety dollars in half-yearly payments of one hundred "and fifty-nine thousand six hundred and ninety-five "dollars each on the first day of the months of January "and July in every year; after deducting from each "such half-yearly instalment whatever sum the Lessee "shall have paid or shall have become liable to pay on "account of any part of the six months, next preceding the "day, on which such half yearly instalment shall mature, "in respect of consolidated debenture stock, to be issued "by the Lessor, as provided for in the next succeeding "paragraph;

(e). "To every holder of any consolidated debenture "stock, which may be hereafter at any time issued by the "Lessor upon the written request of the Lessee and under "the provisions of the Act of the Parliament of Canada, 53 Victoria chapter 71, or of any subsequent or amending "Act or Acts, as and when and where they respectively fall "due, all such sums as may be necessary from time to time "to meet the interset thereon according to the rate at and "the terms, on which it shall have been issued, and will "execute on each certificate, which shall be issued in "respect of any such stock, or in such other manner as may be requisite, a valid and sufficient undertaking and "guaranty to that effect ;

(f). "If at the request of the Lessee consolidated deben-"ture stock shall be at any time or times issued by the "Lessor in respect of floating obligations under paragraph " (d) of Clause III. of the said Act, exceeding in the aggre-" gate four hundred thousand dollars, then the Lessee will " pay as rent, in addition to the amounts covered by the " two next preceding paragraphs, taken together, a further " sum, equal to four per centum per annum on the excess " whatever it may be from time to time beyond the said " sum of four hundred thousand dollars, such additional " rent to be paid to the several holders of debenture stock " in the same manner as is heretofore provided for in " respect of other portions of such consolidated debenture " stock."

The President further stated that the lease gave the Pacific Company the option to purchase the 1,650,000 acres of timber lands belonging to the New Brunswick Company at a price equivalent to 56[‡] cents per acre.

Whereupon it was moved by Mr. Sandford Fleming, seconded by Hon. Donald MacInnes and unanimously

Resolved,

That the Shareholders do hereby adopt and confirm the executed lease of the New Brunswick Railway system now submitted.

The President reported that under the authority of the resolution passed at the last annual meeting, an agreement had been executed between this Company and the Calgary and Edmonton Railway Company by which this Company would on its own account operate that Company's Railway for a period of six years without rental, with the option of purchasing it at the end of that period on satisfaction of the outstanding bonds of the Calgary and Edmonton Company, and ten per cent. premium thereon, the amount of such bonds being limited by the terms of the agreement to a sum which shall not exceed \$18,000 per mile of the Railway ; and the agreement was laid on the table :---

Whereupon it was moved by Mr. Richard B. Angus, seconded by Mr. F. M. David and unanimously

Resolved,

That the Shareholders do hereby adopt and confirm the executed agreement now submitted and dated the 24th June, 1890, between this Company and the Calgary and Edmonton Railway Company.

The President reported that in pursuance of the authority given at the adjourned Annual Meeting of last year the Company had executed a lease in the form approved at that meeting, by which it had become possessed of the Columbia and Kootenay Railway and Navigation Company for 999 years from 1st July, 1890, paying by way of rental the interest at the rate of four per cent. per annum on the bonds of that Company, such bonds not to exceed £5,000 sterling per mile of such Railway, the length being about 28 miles :—

And the lease having been laid on the table it was moved by Mr. Duncan MacIntyre, seconded by Mr. J. Alex. Strathy and unanimously

Resolved,

That the Shareholders do hereby adopt and confirm the executed lease of the Columbia and Kootenay Railway now submitted.

The following By-laws passed by the Directors since the last meeting of the shareholders were read as follows :

By-Law No. 61.

The Canadian Pacific Railway Company hereby enacts as follows, that is to say :--

Whenever and as often as the duly authorized conductor for the time being of any train requests any passenger to show or deliver up his or her ticket, such passenger shall comply with the request, or in default thereof shall be liable to pay and shall on demand pay the regular fare from the place whence such passenger took the train to the end of his or her journey; and if on any such demand a passenger fail to pay such fare then the conductor of the train, either alone, or with the assistance of other servants of the Company, may put such passenger out of the train (either with or without his or her baggage) at any usual stopping place, or near any dwelling-house as the conductor elects, the train being first stopped and no unnecessary force being used.

Dated this eleventh day of August, 1890.

By-Law No. 62.

Amending By-Law No. 59.

The Canadian Pacific Railway Company doth hereby enact as follows :---

Section 205 of By-law 59 is hereby repealed and the following enacted in lieu thereof, that is to say:—

205. In addition to these rules, the Time Tables of the different Divisions will contain special instructions as the same may be necessary. Special instructions not in conflict with these rules which may be given by proper authority, and issued in connection with the then current Time Table, will be observed and remain in force only during the life of the latter. All other special instructions given by proper authority shall be observed and remain in force until cancelled. No alterations shall be made by any officer or employee, unless with the approval of the General Superintendent.

The regulation in said By-law 59 relating to tramps is hereby amended by inserting after the word "Superintendent" in the last line but two, the following words, that is to say: "except in cases where it may be "absolutely necessary for their proper care and attention."

Dated this ninth day of February, 1891.

Whereupon it was moved by Mr. H. Gordon Strathy, seconded by Mr. Hartland S. Macdougall, and unanimously

Resolved,

That By-laws Nos. 61 and 62 now submitted be and the same are hereby approved.

On motion of Mr. R. B. Angus, seconded by Mr. J. Henry Joseph, it was unanimously

Resolved,

That this meeting approves and confirms the action of the Directors in applying to Parliament for legislation authorizing the issue of additional Consolidated Debenture Stock for the purposes mentioned in the notice calling the Special Meeting of Shareholders for this day, and authorizes them to proceed to obtain the said legislation.

It was further moved by Mr. Wm. C. Van Horne, seconded by Mr. E. B. Osler, and unanimously

Resolved,

That the several acts and proceedings of the Board of Directors and of its Executive Committee since the last Annual Meeting as recorded in their respective Minute Books, which are now laid on the table, be and the same are hereby approved, ratified and confirmed.

The meeting then proceeded to the election of Directors for the ensuing year; and on motion of Mr. Donald Macmaster, seconded by Mr. Jesse Joseph, Mr. Hartland S. Macdougall and Mr. J. Alex. Strathy were appointed Scrutineers.

The ballot having been taken, the President read the report of the Scrutineers, which declared that the undermentioned gentlemen had been elected by the unanimous vote of the meeting, viz.:

SIR GEORGE STEPHEN, Bar	rt.,	-			-	. 1	MONTREAL.
SIR DONALD A SMITH, K.C.							
MR. WM. C. VAN HORNE,	-			*			do
MR. RICHARD B. ANGUS,	-	-	-		-	-	do
" EDMUND B. OSLER,		-		-	+	×.	TORONTO.
" SANDFORD FLEMING,	C.E.,	C.M	G.,			÷ .	OTTAWA.
Hon. J. J. C. ABBOTT, Senato	r,	-	-	-	-		MONTREAL,
" GEO, A. KIRKPATRIC	К, М	.P.,	-				KINGSTON.
GEN. SAMUEL THOMAS,	-	-				-	NEW YORK.
MR. GEORGE R. HARRIS (0	f Me	ssrs.	Blake	Bros	s. &	Co.),	Boston.
". RICHARD J. CROSS (of]	Mess	rs. M	orton,	Blis	s &	Co.),	NEW YORK.
" WILMOT D. MATTHEW	VS,	-		-		-	TORONTO.
HON. DONALD MACINNES, S	Senat	or,					HAMILTON.
MR. THOMAS SKINNER,	-	-	-	-			LONDON.
" JOHN W. MACKAY,	-	-		-			NEW YORK.

The President made a further reference to the Calgary and Edmonton Railway Company and stated that a favorable opportunity had occurred whereby through the even exchange of Canadian Pacific four per cent. consolidated Debenture Stock for the six per cent. Bonds of the Calgary and Edmonton Company, the Railway of that Company might become the property of the Canadian Pacific Company free of interest charge for something more than ten years, the Canadian Pacific Company getting also the benefit of the annual subsidy of \$80,000 granted by the Government to the Calgary and Edmonton Company for the remainder of the stipulated period of 20 years, and becoming possessed of a portion of the Calgary and Edmonton land grant; and he stated that negotiations were still pending on this subject. He reported also that in view of the expediency of acquiring the road of the Lake Temiscamingue Colonization Railway Company as mentioned in the report, negotiations had been entered into with that object, that Company having applied to Parliament and being likely to obtain power to sell or lease its railway to this Company, but that the negotiations were not sufficiently advanced to enable him to state fully the agreement which was likely to be reached in relation to both of these questions :--

Whereupon he moved, and the Hcn. J. J. C. Abbott seconded the following resolution :—

Whereas the negotiations in respect of the purchase of the Calgary and Edmonton Railway at an earlier period than that named in the existing agreement, and in respect of the purchase or lease of the Temiscamingue Colonization Railway had not yet resulted in a definite agreement in either case, it is

Resolved,

That in order to give further time for the completion

of such negotiations, this meeting do stand adjourned till Thursday, the 2nd day of July next, at 12 o'clock noon.

And the resolution was unanimously adopted.

The meeting was thereupon made special for the consideration of the special business mentioned in the notice convening the same.

The President explained that the matters mentioned in the notice for this meeting were the subjects of pending legislation, and, that in consequence of the session of Parliament commencing so much later than usual, this legislation was not sufficiently advanced to enable such matters to be satisfactorily dealt with at present, and he recommended that their discussion be deferred.

Whereupon it was moved by the Hon. J. J. C. Abbott, seconded by Mr Geo. R. Harris, and unanimously

Resolved.

That this Special Meeting do stand adjourned until Thursday, the 2nd day of July next, then to meet on conclusion of the business of the adjourned Annual General Meeting.

WM. C. VAN HORNE, President.

Ć. DRINKWATER,

Secretary.

Note.—At a meeting of the Board held immediately after the adjournment of the Shareholders' meeting, Mr. Wm. C. Van Horne was re-elected President of the Company, and the following were appointed the Executive Committee :—

Sir George Stephen, Bart., Hon. Sir Donald A. Smith, K.C.M.G., M.P., Mr. Wm. C. Van Horne (*ex officio*), Mr. Richard B. Angus. MINUTES of the Adjourned Annual General Meeting of the Shareholders of the Canadian Pacific Railway Company, held on Thursday, the 12th day of June, 1890, at one o'clock p.m., pursuant to resolution passed at the Adjourned Annual Meeting, held on the 2nd June, 1890, at which no business was transacted.

The President, Mr. Wm. C. Van Horne, having taken the chair, the resolutions of adjournment passed at the meetings held on the 14th May last and 2nd June instant were read by the Secretary.

Proxies in favour of the President and Mr. R. B. Angus, or either of them, which had been given for the Annual and Special General Meetings of the Shareholders held on the 14th day of May last, and for any adjournment thereof, were laid on the table.

The Minutes of the proceedings of the Board of Directors at their meeting held this day, in relation to the negotiations between the Minneapolis, St. Paul and Sault Ste. Marie Railway Company (hereinafter called the Sault Company), and the Duluth. South Shore and Atlantic Railway Company (hereinafter called the South Shore Company) were read and approved; whereupon the President submitted a draft of a proposed Agreement (approved by the Board of Directors at their said meeting held this day) between this Company and the Sault Company, providing for a permanent traffic arrangement between the two Companies, and the guaranty by this Company of the interest upon the bonds of the Sault Company at the rate of 4 per cent. per annum, consisting of \$14,290,000 of Divisional Bonds, and all of its Consolidated Five Per Cent. Bonds, of which there are now outstanding \$6,710,000; and the same

having been fully considered, it was, on motion of Sir George Stephen, seconded by Mr. Wilmot D. Matthews, unanimously

Resolved,

That the terms of the said draft be approved, and that the said proposed Agreement, with such changes and modifications from the said draft, if any, as may be approved by the Executive Committee of the Board of Directors, be executed on behalf of this Company under its corporate seal by the President and Secretary.

The Secretary then read to the meeting a copy of an Agreement, dated May 27th, 1890, made between the Sault Company and the holders of Five per Cent. Consolidated First Mortgage Bonds of the said Company, providing for the reduction of the rate of interest upon all Consolidated Bonds of the said Company from 5 per cent. per annum to 4 per cent. per annum, and the surrender by the holders of \$5,210,000 outstanding Consolidated Bonds of 15 per cent. of the par value thereof, in exchange for the Income Certificates of the said Company, such reduction and exchange to be made on condition that the reduced interest on said bonds should be guaranteed by this Company; all as set out in the said Agreement.

Whereupon, on motion of Mr. R. J. Cross, seconded by Hon. Geo. A. Kirkpatrick, it was unanimously

Resolved,

1. That this Company, in consideration of the execution of the proposed Agreement (in the previous resolution mentioned) by this Company and the Sault Company, in such form and with such changes and modifications from the said draft, if any, as may be approved by the Executive Committee of the Board of Directors under the terms of the said Resolution, do guarantee the payment of interest at the rate of 4 per cent. per annum, upon the said Divisional Bonds of the Sault Company (if the holders thereof consent to the reduction of the rate to 4 per cent.), upon all the Consolidated Bonds of the said Company, the holders of which will surrender to the said Company for its uses 15 per cent. of their total holdings as aforesaid, upon all the Consolidated Bonds to be thus surrendered by the said holders thereof in exchange for an equivalent amount of Income Certificates of the said Company, and upon all further Consolidated Bonds now held or hereafter issued by the Sault Company ;* all in the form and manner hereinafter provided, that is to say:

2. The form of the guaranty to be printed upon the said Bonds shall be as follows :---

For value received, The Canadian Pacific Railway Company hereby guarantees the punctual payment of the interest on the within Bond at the rate of 4 per cent. per annum, at the times and in the manner therein stated.

In witness whereof the said Company has caused this guaranty to be duly subscribed by its Secretary or Deputy Secretary, pursuant to a resolution of its Board of Directors, duly passed on Juné 12th, 1890.

THE CANADIAN PACIFIC RAILWAY COMPANY.

By

Secretary.

3. That the said guaranty, in case of all Bonds held in America, shall be executed by the Secretary of the Company, and in the case of all Bonds held in Europe shall be executed by the Deputy Secretary of the Company in London, England, and that it have the same force, validity, and effect as if executed under the seal of the Company.

4. Mr. Harry Moody, of London, or such other person as may be designated by the Executive Committee of the Board of Directors, is hereby appointed such Deputy Secretary in London, for the purpose of executing there the said guaranty on behalf of this Company.

5. The said guaranty shall only be executed upon such Bonds as may have stamped or printed thereon the following statements :—

^{*} Note.—The agreement contains an express provision that there shall be no further issue of Bonds without the formal consent of the Pacific Company.

1. On the endorsement :

Interest reduced to 4 per cent.

2. On the face of the Bond :

By agreement with holder of this Bond, the rate of interest hereon is reduced to 4 per cent per annum from July 1st, 1890, payable semi-annually.

3. On each Coupon :

Amount payable hereon is reduced to twenty dollars.

The Secretary then read a draft of a proposed Agreement between this Company and the South Shore Company, providing for a permanent traffic arrangement between the two Companies, and the guaranty by this Company of the interest upon an issue of First Consolidated Four per Cent. One hundred year Gold Bonds to be made by the South Shore Company, the form of which Bond, together with the mortgage securing the same, was also submitted to the meeting. On motion, it was unanimously

Resolved,

That the terms of the said draft be approved, and that the said proposed Agreement, in such form and with such changes and modifications from the said draft, if any, as may be approved by the Executive Committee of the Board of Directors, be executed on behalf of this Company under its corporate seal by the President and Secretary.

On motion of the Hon. George A. Kirkpatrick, seconded by Mr. R. J. Cross, it was unanimously

Resolved,

1. That the guaranty of the payment of interest upon the said issue of First Consolidated Four per Cent. One hundred year Gold Bonds mentioned in the Agreement referred to in the next preceding resolution be engraved upon such Bonds and be executed under the seal of the Company by the President of the Company.

> For value received, The Canadian Pacific Railway Company hereby guarantees the punctual payment of the interest on the within Bond at the times and in the manner therein stated.

> In witness whereof the said Company has caused this guaranty to be duly executed, and its corporate seal to be hereunto affixed, this day of 1890.

> > THE CANADIAN PACIFIC RAILWAY COMPANY.

By....

President.

On motion of SirGeorge Stephen, seconded by Mr. R. J. Cross, it was unanimously

Resolved,

That the President and Secretary be and they are hereby authorized to execute on behalf of the Company, under its corporate seal, any other instruments which may, in the judgment of the Executive Committee of the Board of Directors, seem advisable for carrying out the meaning and intention of the said proposed Agreement with the South Shore Company, or for bringing the Railroads of the two Companies into more intimate and profitable relations with each other, by means of any other Agreement such as the Company is empowered to make by the Act of the Parliament of Canada passed at its last Session, and entitled "An Act to amend the Canadian Pacific Railway Act, 1889, and for other purposes."

The Resolution passed by the Board of Directors at the meeting held this day, having reference to the leasing of the New Brunswick Railway, having been read and considered, it was, on the motion of the Hon. J. J. C. Abbott, seconded by Mr. R. B. Angus, unanimously

Resolved,

That the substance and form of the draft of a lease from the New Brunswick Railway Company of its Railway system to this Company for 990 years from the 1st July, 1890, as approved by the Board of Directors of this Company at their meeting held this day, and now submitted to this meeting, be and they are hereby approved, and the Board of Directors is hereby authorized to cause an Indenture or Indentures, in conformity with such draft, to be executed on behalf of this Company, sealed with its corporate seal and signed by its President and Secretary, the said draft being dated this day and endorsed by the Secretary and filed amongst the archives of the Company, as stated in the resolution of the Directors herein referred to.

The President stated that, in pursuance of the resolution of the Shareholders at the second General Meeting on 14th May last, arrangements and been concluded for leasing the Columbia and Kootenay Railway, and were embodied in a draft lease which he now submitted to the meeting.

Whereupon it was moved by Sir George Stephen, seconded by Mr. Richard B. Angus, and unanimously

Resolved,

That the substance and form of the draft of a proposed lease of the Railway of the Columbia and Kootenay Railway and Navigation Company to this Company for 999 years now submitted to this meeting be and the same are hereby adopted, and the shareholders do sanction and approve of a lease in the terms of the said draft, and that the Board of Directors do cause an Indenture in accordance with such draft to be duly executed on behalf of the Company under its corporate seal, and the signatures of such of the officials as the Directors may by résolution determine, and that the said draft be filed amongst the archives of the Company, this date and the signature of the Secretary being first endorsed thereon.

The President said it had been thought advisable to strengthen the Bonds which the Columbia and Kootenay Company would issue in aid of the construction of its railway, by inserting in the mortgage of that Company securing them a covenant by this Company to the shareholders' trustees, guaranteeing payment of the interest on the Bonds, which interest this Company was to pay under the terms of the lease by way of rental; and he submitted a draft mortgage prepared on this basis.

Whereupon it was moved by Sir George Stephen, seconded by Mr. Richard B. Angus, and unanimously *Resolved.*

That the substance and form of the draft of a proposed mortgage by the Columbia and Kootenay Railway and Navigation Company to the Honourable George A. Kirkpatrick and Richard Bladworth Angus, Esquire, as Trustees, securing the Bonds about to be issued in aid of the construction of its railway, and containing an express covenant by this Company as a surety guaranteeing payment of the interest on such Bonds, be and the same are hereby approved and adopted in so far as they affect this Company; and the Board of Directors is hereby authorized to cause an Indenture, in accordance with such draft, to be executed on behalf of this Company, under its corporate seal and the signatures of such of its officials as the Directors may by resolution determine, and that the said draft be filed amongst the archives of the Company, this date and the signature of the Secretary being first endorsed thereon.

The following by-law, passed by the Directors at their meeting held this day, was read to the meeting as follows :—

BY-LAW NO. 60.

The Board of Directors may by resolution nominate and appoint any Director to sign and execute, during the absence of the President from the City of Montreal, and in his stead, any agreements, cheques, or other documents, such authority if given for a specified period to continue for that period, otherwise for the remainder of the period of the Office of the Board, and any agreement, cheque, or other instrument signed or executed by such Director, in pursuance of the terms of the appointment, shall be as valid as if signed by the President, such Director to add in each case after his signature the words "for the President." Dated, Montrea!, June 12th, 1890. Whereupon it was moved by the Hon. J. J. C. Abbott seconded by Mr. Angus, and unanimously

Resolved.

That the By-law No. 60, relating to the execution of official documents in the absence of the President be and the same is hereby approved and adopted.

A general By-law passed by the Directors at their meeting held this day, relating to the operation of the Railway, the movement of traffic thereon, the regulation of the conduct of the officers, servants, and employees of the Company, and other matters (the said By-law being numbered 59), was laid on the table, and it was moved by Mr. Wm. C. Van Horne, seconded by Sir George Stephen, and

Resolved,

That By-law 59, relating to the operation of the Railway and the conduct of the officers and employees of the Company, be and the same is hereby approved and adopted.

The President stated that several informal communications had taken place between different members of the Government on the one part, and himself and other officials of the Company on the other part, in connection with the settlement of questions which had arisen concerning the land subsidy promised to the Company under the original agreement of 1880, and, after explaining the nature of the different communications, he submitted to the meeting a letter on this subject which the Secretary had lately received from the Department of the Interior.

Whereupon it was moved by Mr. Richard B. Angus, seconded by Mr. Richard J. Cross, and unanimously *Resolved* as follows, that is to say:—

Whereas the Secretary has received a communication from the Secretary of the Department of the Interior, dated 29th May last, submitting propositions for the final adjustment between the Government and the Company of the method by which the land subsidy should be reduced from 25,000,000 acres to 18,206,980 acres under the Act 49 Vic., cap. 9, to the following effect, that is to say :—

1. That the eastern half of the reserve created by the Order in Council of 24th October, 1882, for the purposes of the said subsidy (which reserve covers the uneven numbered sections contained in the area comprised between the 52nd and 54th parallels of latitude and between the 104th and 116th degrees of longitude), excepting therefrom a belt twelve miles wide on each side of a right line from the south-west angle of Township 35 of the 4th range west of the 3rd meridian in the Dominion lands system of surveys to the north-west angle of Township 43 in the 16th range west of that meridian (at or near the town of Battleford), and a right line thence through the north-west angle of Township 50 in the 28th range west of that meridian to the 110th degree of longitude, be at once released from the effect of the said Order in Council of the 24th October, 1882, and that this area and also the additional area on the south of it, bounded on the north by the 52nd parallel of latitude, on the east by the 104th degree of longitude, on the west by 110th degree of longitude, on the south by the Saskatchewan river from the said 110th degree of longitude till it intersects the northern boundary of the 48 mile belt of the main line of the Canadian Pacific Railway, thence easterly along that boundary to the 104th degree of longitude, be at once released from all claim which the Canadian Pacific Railway Company may have to lands therein under the Canadian Pacific Railway Act, so that the Government may be enabled to dispose thereof and particularly to select and retain therefrom the 6,793,014 acres for which provision is made in the Act 49th Victoria, Chapter 9.

2. That the remainder of the reserve be finally released from the effect of the said Order in Council on the 1st day of January, 1891, except as to the lands in the oddnumbered sections which the Company may in the meantime specify in writing. 3. That so much of such lands as the Company shall so specify shall form part of the subsidy to which the Company is still entitled.

4. That the Company shall construct, complete, and operate a railway from some point on the Qu'Appelle, Long Lake & Saskatchewan Railway at or near Saskatoon, to a point on the navigable waters of the North Saskatchewan river, to be agreed upon between the Government and the Company, the same to be completed and ready for operation on or before the 1st day of April, 1892.

And, whereas it is expedient that the said method should be adjusted with as little delay as possible,

Therefore the Board of Directors is hereby authorized to execute on behalf of the Company such instrument or instruments as they may think fit, embodying an agreement with the Government on the basis of the said proposition, with such qualifications, if any, as they may deem advisable.

WM. C. VAN HORNE,

C. DRINKWATER.

President.

Secretary.

