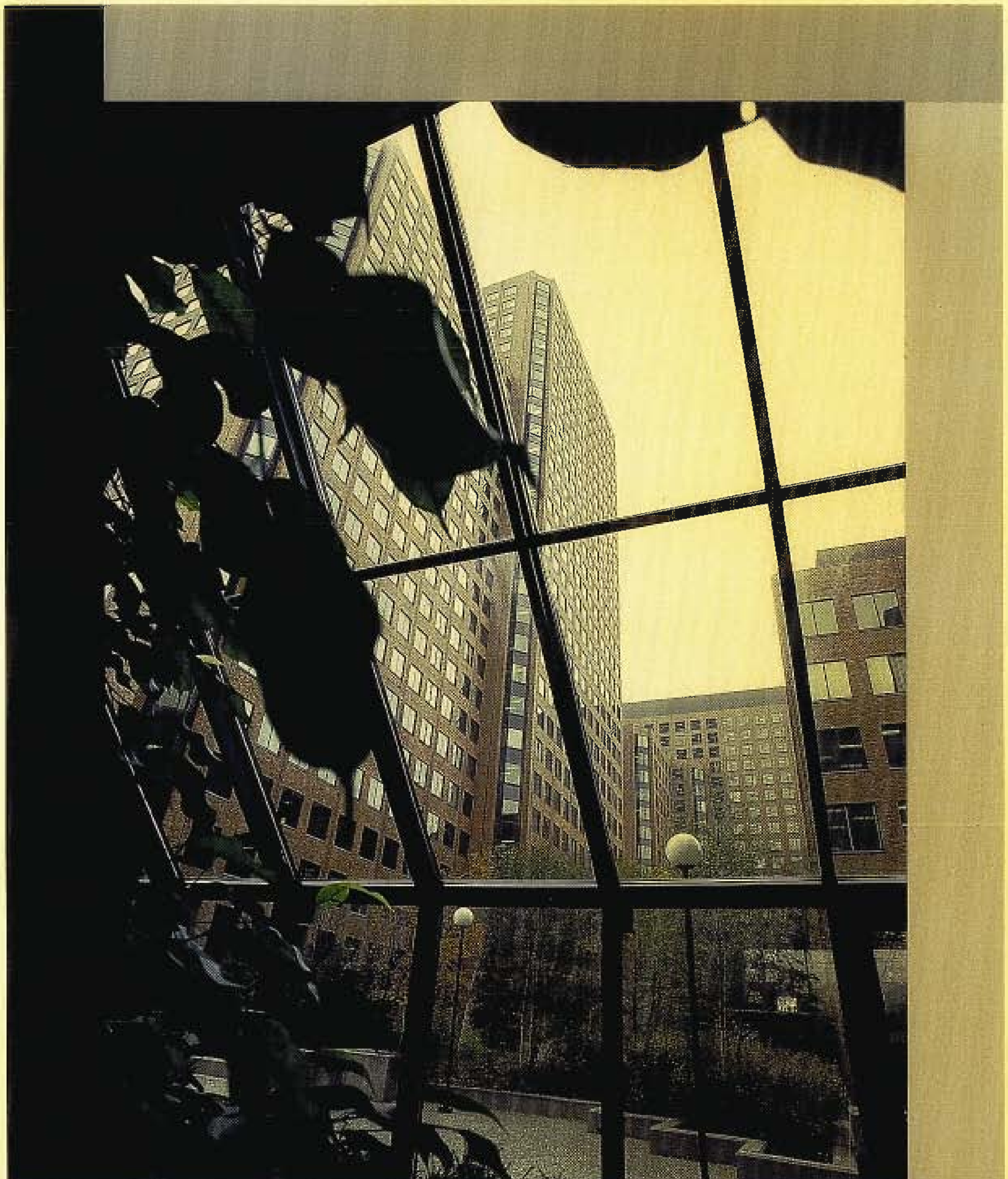

CAMPEAU
CORPORATION

Annual Report 1983

Annual Meeting

The Annual Meeting of Shareholders will be held at 11 o'clock in the forenoon on Thursday, the 26th of April, 1984 in the Kent Room, The Sheraton Centre, 123 Queen Street West, in the City of Toronto, Ontario.

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Version Française du Rapport Annuel

On peut se procurer la version française du présent rapport en écrivant au Secrétaire.

CAMPEAU
CORPORATION

Consolidated Financial Statements

for the year ended
December 31, 1983

Consolidated Balance Sheet

(in thousands) December 31, 1983	Notes	1983	1982
Assets			
Properties	3	$ 630,443	531,560
Properties under development	4	64,455	101,710
Land held for development	5	194,257	149,862
Amounts receivable	6	59,953	51,498
Other assets and deferred charges		16,320	9,419
		965,428	844,049
Discontinued business assets	13	830,220	854,881
		$1,795,648	1,698,930
Liabilities			
Secured debt	7	$1,463,171	1,451,080
Accounts payable and accrued liabilities		62,785	67,831
		1,525,956	1,518,911
Deferred income taxes		96,908	84,772
Shareholders' equity			
Capital stock	8	81,613	21,613
Retained earnings		89,683	72,660
Equity adjustment from foreign currency translation		1,488	974
		172,784	95,247
		$1,795,648	$1,698,930

On behalf of the Board:
D. King, Director
W. J. Carroll, Director

Auditors' Report to the Shareholders

We have examined the consolidated balance sheet of Campeau Corporation as of December 31, 1983 and the consolidated statements of earnings, retained earnings, cash flow from operations and changes in financial position for the year then ended. Our examination was made in accordance with generally accepted auditing standards, and accordingly included such tests and other procedures as we considered necessary in the circumstances.

In our opinion, these consolidated financial statements present fairly the financial position of the Corporation as of December 31, 1983 and the results of its operations and the changes in its financial position for the year then ended in accordance with generally accepted accounting principles applied on a basis consistent with that of the preceding year.

Peat, Marwick, Mitchell & Co.
Chartered Accountants

Ottawa, Canada — February 17, 1984

Consolidated Statement of Earnings

(in thousands) Year ended December 31, 1983	Notes	1983	1982
Continuing Operations			
Revenue	9	$183,339	148,192
Expenses:			
Cost of sales and operating expenses		81,407	57,980
Financing	10	51,957	49,191
General and administrative		10,906	11,954
Depreciation and amortization		8,619	6,896
		152,889	126,021
		30,450	22,171
Gain on sale of properties		5,691	3,896
		36,141	26,067
Income taxes–deferred	11	15,440	15,057
Net earnings from continuing operations		20,701	11,010
Net earnings from discontinued operations	13	565	1,170
Net earnings		$21,266	12,180
Per subordinate voting share			
Net earnings from continuing operations		$1.16	.65
Net earnings		$1.20	.72

Consolidated Statement of Retained Earnings

(in thousands) Year ended December 31, 1983	1983	1982
Balance at beginning of year	$72,660	62,975
Net earnings	21,266	12,180
	93,926	75,155
Dividends:		
Second Preference	6	6
Series A Preference	520	520
Subordinate voting	1,770	1,616
Premium on conversion of convertible notes payable to Class A Common Shares	—	353
Costs incurred on issue of capital stock, net of income taxes (Note 8)	1,947	—
	4,243	2,495
Balance at end of year	$89,683	72,660

Consolidated Statement of Cash Flow from Operations

(in thousands) Year ended December 31, 1983	1983	1982
Net earnings from continuing operations	$ 20,701	11,010
Items not requiring a current outlay of cash:		
Deferred income taxes	15,440	15,057
Depreciation and amortization	8,619	6,896
Amortization of financing cost	916	380
Cash flow from continuing operations	45,676	33,343
Cash flow (deficiency) from discontinued operations (Note 13)	482	(449)
Cash flow from operations	$ 46,158	32,894
Per subordinate voting share		
Cash flow from continuing operations	$2.60	2.03
Cash flow from operations	$2.64	2.00

Consolidated Statement of Changes in Financial Position

(in thousands) Year ended December 31, 1983	1983	1982
Source of cash		
Cash flow from operations	$ 46,158	32,894
Increase in secured debt	12,091	273,129
Costs recovered from sale of properties	17,183	10,276
Issue of capital stock	60,000	1,249
Decrease in discontinued business assets	23,238	(134,161)
	$158,670	183,387
Use of cash		
Increased investment in properties and properties under development	$ 87,430	141,654
Increase in amounts receivable	8,455	(163)
Increase in land	44,395	31,225
Decrease in accounts payable	5,046	6,723
Other—net	7,303	464
Capital stock redeemed	—	989
Dividends and premium on note conversion	2,296	2,495
Costs incurred on issue of capital stock	3,745	—
	$158,670	183,387

1. Significant accounting policies

(a) General
The Corporation is a member of the Canadian Institute of Public Real Estate Companies. The Corporation's accounting policies and its standards of financial disclosure are in accordance with the recommendations of that Institute in all material respects.

(b) Principles of consolidation
The consolidated financial statements include the accounts of the Corporation and all of its subsidiaries together with the Corporation's proportionate share of the assets, liabilities, revenues and expenses of all incorporated and unincorporated joint ventures.

(c) Foreign Exchange
All assets and liabilities denominated in foreign currencies have been translated into Canadian dollars at the rate of exchange in effect at the balance sheet date except for hedged debt which is translated at the rates established by related futures contracts.

Gains or losses resulting from the translation of the assets and liabilities of self sustaining foreign operations are included as a separate component of shareholders' equity. Gains or losses resulting from the translation of all other assets and liabilities denominated in foreign currencies are included in the Consolidated Statement of Earnings except for the portion of unrealized gains or losses on debt relating to domestic operations which is deferred and amortized over the remaining term of the debt.

Revenue and expense accounts are translated at the weighted average rates prevailing during the year and gains or losses resulting from these translations are included in the Consolidated Statement of Earnings.

(d) Properties
Properties are shown in the balance sheet at cost less accumulated depreciation.

Depreciation on buildings is provided on the sinking fund method in annual amounts increasing at the rate of 5% compounded annually, which is designed to fully amortize the costs of the buildings over their estimated useful lives.

The estimated useful lives of buildings are mainly as follows:

Office buildings	40 to 60 years
Hotels	60 years
Shopping centres	30 to 50 years
Commercial/Industrial buildings	30 to 40 years

Furniture and equipment are depreciated on the diminishing balance and straight-line methods at various rates.

Tenant improvements are amortized over the term of the leases.

(e) Properties under development
Properties under development are shown in the balance sheet at cost and include predevelopment expenditures related to projects the Corporation expects to proceed with.

(f) Land held for development
Land held for development is carried at cost.

(g) Financing
Financing costs and interest on specific debt secured by properties under development and real estate inventories are capitalized to such assets. Interest applicable to that portion of the total costs of such assets not financed by specific debt is also capitalized.

Financing costs and interest on debt secured by all other assets, including those intended for disposal (Note 13), and on all general corporate borrowings less the amount capitalized to properties under development and real estate inventories, are pooled. These pooled financing costs are allocated to land held for development, discontinued real estate assets, continuing operations and discontinued operations based on the net capital employed.

(h) Costing
The Corporation capitalizes all direct costs, financing and certain indirect costs of properties under development and land held for development. Indirect costs include property taxes and administrative expenses considered applicable to such assets. Revenues relating specifically to such assets are treated as a reduction of costs.

Generally, the Corporation allocates its cost of land sales in proportion to anticipated revenue.

(i) Income taxes

Income taxes are recorded on the tax allocation basis. Deferred income taxes result primarily from:

(i) the difference between depreciation recorded for accounting purposes and capital cost allowance claimed for income tax purposes; and

(ii) the deferral of certain development and carrying costs for accounting purposes, deducted for income tax purposes.

Foreign withholding taxes that would be applicable to dividend payments from certain foreign subsidiary companies are not provided for as the unremitted earnings of these subsidiaries will be re-invested.

(j) Revenue recognition

The Corporation recognizes revenue as follows:

Rental

Revenue from a rental property is recognized once a property is deemed to be completed. Completion occurs once a break-even point in cash flow earnings is attained, subject to a reasonable maximum period of time. Prior to achieving this level of cash flow the Corporation classifies a property as 'property under development' and treats the revenue therefrom as a deduction from the development cost.

Real estate sales

Revenue from a real estate sale is recognized once all material conditions have been fulfilled and the Corporation has received a down payment that is appropriate in the circumstances having regard to the financial resources of the purchaser.

(k) Discontinued operations

On January 14, 1983 the Corporation announced its intention to withdraw from the housing and residential land development areas as well as from certain commercial land development in selected geographic areas and other operations which do not meet the Corporation's present investment criteria. The assets intended for disposition together with the related liabilities, revenues and expenses have been segregated in the financial statements for the years ended December 31, 1983 and 1982 from those of the continuing operations.

At December 31, 1982 the assets intended for disposition were segregated into two pools, Real Estate and Other. Commencing January 1, 1983 the disposal of the assets in the Real Estate pool are being accounted for using the cost recovery method. This method treats all proceeds as a recovery of costs with no recognition of profit until the costs are fully recovered and, thereafter, recognizes all proceeds as gains. Therefore gains from some assets are offset against losses from others. Gains or losses on the disposition of assets in the Other pool are determined on the basis of their estimated net realizable values at December 31, 1982. Such gains or losses are reported in the Consolidated Statement of Earnings in the period of disposition, together with results of operations from assets in the Other pool as net earnings or loss from discontinued operations. The excess of the estimated net realizable values over the aggregate book value of these assets at December 31, 1982 will not be reflected in earnings until substantially all of the assets in the Other pool have been sold.

2. Joint ventures

The consolidated financial statements include the Corporation's proportionate interest in its incorporated and unincorporated joint ventures as follows:

(in thousands)	1983	1982
Assets	$134,540	145,711
Liabilities	118,281	128,465
Revenues	17,694	13,226
Net earnings	768	1,425

The Corporation has guaranteed certain of the obligations of its joint ventures and is contingently liable for the obligations of its associates in certain joint venture developments. The amount of such liability in excess of the liability recorded above on December 31, 1983 was $89,732,000 (1982 – $56,939,000). The assets of the joint ventures are available and are sufficient for the purpose of satisfying such obligations.

The Corporation has provided additional financing to certain joint ventures in the amount of $5,909,000 (1982 – $4,965,000) which is included in Amounts receivable on the Balance Sheet. Generally, this additional financing entitles the Corporation to a preferred return on its investment.

3. Properties

(in thousands)	1983	1982
Land	$ 60,073	57,499
Buildings and improvements	594,018	494,514
Furniture and equipment	10,683	10,235
	664,774	562,248
Accumulated depreciation	34,331	30,688
	$630,443	531,560

4. Properties under development

(in thousands)	1983	1982
Balance at beginning of year	$101,710	133,635
Additions during year:		
Acquisitions	4,012	–
Transferred from land	5,422	–
Development and construction costs	61,216	98,983
Capitalized costs		
–financing	14,305	14,019
–other	1,316	2,566
–revenue	(1,237)	(3,169)
	85,034	112,399
	186,744	246,034
Deductions during year:		
Transferred to properties	115,439	139,739
Cost of sales	6,850	4,585
	122,289	144,324
Balance at end of year	$ 64,455	101,710

5. Land held for development

(in thousands)	1983	1982
Balance at beginning of year	$149,862	118,637
Additions during year:		
Acquisitions	12,888	568
Development costs	25,411	17,694
Capitalized costs:		
–financing	19,322	19,236
–other	2,925	262
	60,546	37,760
	210,408	156,397
Deductions during year:		
Cost of sales	10,729	5,857
Transferred to properties and properties under development	5,422	678
	16,151	6,535
Balance at end of year	$194,257	149,862

6. Amounts receivable

(in thousands)	1983	1982
Notes, mortgages and agreements for sale, interest bearing	$ 25,640	20,442
Trade accounts, rents and other receivables	23,306	18,966
Due from joint ventures	5,909	4,965
Receivable from officers	5,098	7,125
	$ 59,953	51,498
Due within one year	$ 35,152	24,720

Amounts receivable from officers include house mortgage loans and secured advances under the Stock Purchase Plan.

7. Secured debt

The Corporation has obtained financing for its operations from various financial institutions by pledging individual assets as security for such debt. Short-term bank loans and certain long-term bank loans are secured by a Bank General Security Package which includes a general assignment of certain amounts receivable and a fixed charge on various properties and land owned by the Corporation. The following table summarizes the types of financing provided to the Corporation and indicates, where appropriate, the primary security provided for each type of loan.

(in thousands)	Average interest rates at December 31, 1983	Long-term debt	Short-term debt	Total 1983	Total 1982
Properties:					
Mortgages, loans and bonds	11.26%	$ 607,629	2,760	**610,389**	434,791
Sale/leaseback financing	13.32	38,968	—	**38,968**	38,000
Bank loans–floating rate	11.55	9,621	23,100	**32,721**	68,306
Properties under development:					
Mortgage loans	13.49	27,996	—	**27,996**	21,331
Bank loans–floating rate	13.13	—	2,598	**2,598**	5,347
Land held for development:					
Mortgage loans	11.03	106,808	3,541	**110,349**	125,836
Bank loans–floating rate	11.57	354,799	8,020	**362,819**	296,752
Affiliated company	10.63	7,276	—	**7,276**	7,248
Real estate inventories:					
Mortgage loans	14.20	1,615	364	**1,979**	4,687
Bank loans–floating rate	11.46	—	126,208	**126,208**	145,518
General corporate indebtedness:					
Bank income debentures	—	—	—	—	67,875
Mortgages, loans and notes	11.41	17,574	563	**18,137**	12,255
Bank loans–floating rate	11.06	3,421	119,147	**122,568**	221,815
Sale/leaseback financing	11.01	1,163	—	**1,163**	1,319
	11.43%	$1,176,870	286,301	**1,463,171**	1,451,080

Long-term debt balances at December 31, 1983 are due as follows:

(in thousands)	Instalment payments	Balance due at maturity	Total
1984	$21,390	178,032	199,422
1985	20,425	214,661	235,086
1986	21,250	64,848	86,098
1987	16,636	55,184	71,820
1988	8,560	166,640	175,200
subsequent to 1988			409,244
			$1,176,870

Allocation of secured debt:
The allocation of secured debt between continuing and discontinued operations has been determined by following the same policy used to allocate the financing costs of the Corporation (See Note 1(g)).

(in thousands)	1983	1982
Debt related to continuing operations	$ 735,385	699,443
Debt related to discontinued operations	727,786	751,637
	$1,463,171	1,451,080

8. Capital Stock

The authorized and issued capital stock of the Corporation at December 31, 1983 is as follows:

	Authorized	Issued and Outstanding	(in thousands) 1983	1982
Second Preference Shares	4,000,000	4,000,000	$ 200	200
Preference Shares				
–Series A	1,600,000	1,480,000	7,400	7,400
–Unclassified	18,400,000	—	—	—
Subordinate Voting Shares	40,000,000	19,201,703	74,013	14,013
			$81,613	21,613

Second Preference Shares
The 3% non-cumulative, redeemable, second preference shares have an amount paid up thereon of $0.05 each and entitle the holder to ten (10) votes per share.

Preference Shares
There are 20,000,000 non-voting Preference Shares authorized without par value, issuable in series, of which 1,600,000 are designated Series A Preference Shares and the balance of 18,400,000 are unclassified and unissued. These Series A Preference Shares carry a fixed cumulative dividend of 7% and are redeemable at any time at the option of the Corporation or, after December 1, 1987, at the option of the holder.

Subordinate Voting Shares
The Subordinate Voting Shares entitle the holder to one (1) vote per share.

On August 18, 1983, the Corporation issued 3,000,000 units, each of which consisted of one (1) Subordinate Voting Share and one-half of a Warrant, for gross proceeds of $60,000,000. The underwriters' fee and other expenses of the issue ($3,745,000) have been charged to Retained Earnings net of deferred income taxes ($1,798,000).

Subordinate Voting Share Warrants
Each whole Warrant entitles the holder to purchase one Subordinate Voting Share of the Corporation at $22.50 anytime prior to August 29, 1986. 1,500,000 Subordinate Voting Shares have been reserved for issuance upon the exercise of the Warrants.

The exercise of the Warrants would have had no material dilutive effect on the earnings and cash flow per Subordinate Voting Share for the year ended December 31, 1983.

9. Segmented information

In the opinion of management, the business of the Corporation is the acquisition and development of commercial real estate in Canada and the United States of America. This includes the development, operation and management of retail, office and industrial space.

Geographic segmented information for the years ended December 31 is as follows:

(in thousands)	Canada 1983	Canada 1982	United States 1983	United States 1982	Consolidated 1983	Consolidated 1982
Revenue						
Rental	$140,560	124,380	6,939	6,657	147,499	131,037
Real estate sales	9,609	3,408	26,231	13,747	35,840	17,155
	$150,169	127,788	33,170	20,404	183,339	148,192
Operating profit						
Rental	$ 78,938	71,435	5,009	4,933	83,947	76,368
Real estate sales	1,870	(1,599)	2,762	4,064	4,632	2,465
Total operating profit	$ 80,808	69,836	7,771	8,997	88,579	78,833
Gain on sale of properties					5,691	3,896
General corporate expenses					(6,172)	(7,471)
Financing					(51,957)	(49,191)
Income taxes–deferred					(15,440)	(15,057)
Net earnings from continuing operations					$ 20,701	11,010
Identifiable assets						
Rental	$636,987	533,291	69,729	59,186	706,716	592,477
Development	62,723	100,763	195,989	150,809	258,712	251,572
	$699,710	634,054	265,718	209,995	965,428	844,049

10. Financing

(in thousands)	1983	1982
Financing costs incurred	$165,515	178,392
Less capitalized:		
Continuing business assets		
Properties under development	(14,305)	(14,019)
Land held for development	(19,322)	(19,236)
Discontinued business assets	(72,489)	(77,471)
Financing charged against earnings	$ 59,399	67,666
Financing charged against:		
Continuing operations	$ 51,957	49,191
Discontinued operations	7,442	18,475
	$ 59,399	67,666

Interest charged against earnings, on indebtedness initially incurred for a term of more than one year, amounted to $45,511,000 (1982–$47,172,000).

11. Income taxes

The effective rate of income tax provided in the consolidated statement of earnings and net earnings from discontinued operations varies from the rates specified in the taxing statutes primarily because income debenture interest and certain gains on the disposition of capital assets have been excluded in the determination of net income for income tax purposes.

12. Commitments

The Corporation has entered into various lease commitments. Certain of these leases have escalation clauses requiring adjustments to rent at various dates based on the market value of the property or other factors. The aggregate minimum rentals payable under such leases amount to approximately $33,000,000 and those that are payable within the next five years are as follows:

1984	$2,370,203
1985	2,370,203
1986	2,198,175
1987	798,500
1988	352,683
	$8,089,764

13. Discontinued operations

The discontinued business assets have been segregated into two pools, Real Estate and Other. Other is comprised of lumber and forestry, building products, raceway operations and investments. The disposal of substantially all of the assets in both pools is expected to occur in an orderly manner over the next three years and management anticipates that there will be net gains in each pool from such disposals. However, due to the economic uncertainties and the duration of the disposal plan, it is impossible to make a precise determination of the eventual outcome. The Consolidated Financial Statements at December 31, 1983 do not include the anticipated net gains.

In estimating the gain or loss for each asset the underlisted items were taken into account:

- The book value;
- Carrying costs until date of disposition;
- Additional development or construction costs necessary to prepare the asset for sale;
- Employee termination and redundancy costs, commissions, selling and legal costs;
- Proceeds from sale of the asset including net earnings until date of sale; and
- Income taxes.

Financial information for the years ended December 31, 1983 and 1982

For the years ended December 31, 1983 and 1982 the Corporation's discontinued business assets, liabilities, net earnings, cash flow from operations and notes thereto are shown hereunder. For the year ended December 31, 1983 the results of the operations of the Real Estate pool are not reflected in the Consolidated Statement of Earnings due to the adoption of the cost recovery method of accounting for that pool. Under this method all proceeds are treated as a recovery of costs with no recognition of profit until all costs are fully recovered, and thereafter all proceeds are recognized as gains. However, the results of operations from the Other pool are reflected as a single line in the Consolidated Statement of Earnings. For the year ended December 31, 1982 the net earnings from discontinued operations includes the operating results of both pools.

Discontinued business assets

(in thousands)	1983	1982
Real Estate Asset Pool		
Properties, land and inventories		
Balance at beginning of year	**$686,137**	—
Additions during year:		
–Financing (Note 10)	**72,489**	—
–Development	**52,528**	—
–Operating and administrative	**(896)**	—
Deduct proceeds of dispositions	**(190,476)**	—
Balance at end of year	**619,782**	686,137
Amounts receivable	**108,678**	48,650
	728,460	734,787
Other Asset Pool	**101,760**	120,094
	$830,220	854,881

At December 31, 1983 the book value of assets subject to signed agreements for sale, which have not closed, amount to approximately $76,856,000 of the remaining book value ($619,782,000) of assets in the Real Estate pool. All such agreements are expected to close within the next few months.

Liabilities related to discontinued business assets

Accounts payable and accrued liabilities directly related to discontinued business assets amounted to $28,960,000 at December 31, 1983 (1982–$36,160,000). Secured debt allocated to discontinued operations amounted to $727,786,000 at December 31, 1983 (1982–$751,637,000) (See Note 7).

Net earnings from discontinued operations

(in thousands)	1983	1982
Revenue (Note C)	$ 81,030	156,718
Expenses:		
Cost of sales and operating expenses	67,524	131,945
Financing (Note 10)	7,442	18,475
General and administrative	5,729	6,899
Depreciation and amortization	1,276	2,536
	81,971	159,855
	(941)	(3,137)
Income taxes–deferred (Note 11)	1,506	4,307
Net earnings from discontinued operations	$ 565	1,170

Cash flow from discontinued operations

(in thousands)	1983	1982
Net earnings from discontinued operations	$ 565	1,170
Items not requiring a current outlay of cash:		
Deferred income taxes	(1,506)	(4,307)
Depreciation and amortization	1,276	2,536
Amortization of financing cost	147	152
Cash flow (deficiency) from discontinued operations	$ 482	(449)

Notes

A) Accounting policies

In addition to the basis of accounting described in Note 1(k) for discontinued operations, the accounting policies applicable to the Other pool of assets are as follows:

(i) Inventories
Inventories are valued at the lower of cost and estimated net realizable value.

(ii) Investments
Investments in companies where no significant influence exists are carried at cost and dividends are taken into income as received.

Investments in companies in which the Corporation exercises a significant influence are carried on the equity basis.

(iii) Depreciation
Depreciation on buildings is provided on the same basis as detailed in Note 1(d).

Raceways and related appurtenances are depreciated on the straight-line method. The estimated useful life for buildings, tracks, sewers, parking lots and fences is 40 years and for equipment, 10 years.

Other property, plant and equipment are depreciated on the diminishing balance method at the rates of 5% and 10% annually for occupied premises, 30% annually for construction equipment and rolling stock and 20% annually for other equipment.

B) Joint ventures

The Corporation's proportionate interest in its incorporated and unincorporated joint ventures is as follows:

(in thousands)	1983	1982
Assets	$ 67,341	72,903
Liabilities	46,421	55,926

The Corporation has guaranteed certain of the obligations of its joint ventures and is contingently liable for the obligations of its associates in certain joint venture developments. The amount of such liability in excess of the liability recorded above on December 31, 1983 was $34,327,000 (1982–$39,509,000). The assets of the joint ventures are available and are sufficient for the purpose of satisfying such obligations.

The Corporation has provided additional financing to certain joint ventures in the amount of $7,503,000 (1982–$5,014,000) which is included in discontinued business assets–Real Estate Amounts receivable. Generally this additional financing entitles the Corporation to a preferred return on its investment.

C) Segmented information

During the year the Corporation operated discontinued assets in Canada and the United States.

(in thousands)	Canada		United States		Total	
	1983	1982	**1983**	1982	**1983**	1982
Segmented revenue						
Real estate	$ —	35,920	—	82,334	—	118,254
*Other	79,450	38,464	1,580	—	81,030	38,464
	$ 79,450	74,384	1,580	82,334	81,030	156,718
Segmented operating profit						
Real estate	$ —	8,067	—	9,369	—	17,436
Other	6,134	1,193	1,580	—	7,714	1,193
	$ 6,134	9,260	1,580	9,369	7,714	18,629
General corporate expenses					(1,213)	(3,291)
Financing					(7,442)	(18,475)
Income taxes–deferred					1,506	4,307
Net earnings from discontinued operations					$ 565	1,170
Identifiable assets						
Real estate	$ 187,207	230,698	541,253	504,089	728,460	734,787
Other	101,305	116,064	455	4,030	101,760	120,094
	$ 288,512	346,762	541,708	508,119	830,220	854,881

*On January 1, 1983 the Corporation purchased Hippodrome Blue Bonnets Inc., a company which leases the Blue Bonnets Raceway in Montreal from the Corporation. As a result of this purchase, the 1983 results from operations include the revenues and operating costs of the Raceway whereas the results for 1982 include only the rental income.

D) Related party transactions

A partnership, owned 50% by the Corporation and 50% by a company in which the Chairman of the Board of Directors and Chief Executive Officer of the Corporation owns 50%, purchased management services from the Corporation. For the year ended December 31, 1983 the value of such services amounted to $337,000 (1982–$445,000).

14. Comparative figures

Certain 1982 comparative figures have been reclassified to conform with the 1983 presentation.

Summary of Income Properties

Office and Mixed-Use Properties

	Net Rentable Area[1] (sq. ft.)				Campeau Interest	
	Office	Retail	Other[2]	Total	%	sq. ft.
Ontario						
Place de Ville, Ottawa	1,152,000	92,000	26,000	1,270,000	100	1,270,000
Journal Towers, Ottawa	545,000	8,000	95,000	648,000	100	648,000
Centennial Towers, Ottawa	375,000	12,000	34,000	421,000	100	421,000
Metro Centre, Ottawa	106,000	28,000	6,000	140,000	100	140,000
360 Coventry Road, Ottawa	81,000			81,000	100	81,000
Admiral House, Ottawa	57,000	7,000	10,000	74,000	100	74,000
Halldon Square, Ottawa	78,000	18,000		96,000	67	64,000
Bell Tower, Oshawa	62,000			62,000	100	62,000
1140 Morrison Drive, Ottawa	11,000		43,000	54,000	100	54,000
1150 Morrison Drive, Ottawa	37,000			37,000	100	37,000
126 York Street, Ottawa	22,000	18,000	32,000	72,000	50	36,000
1010-1024 Morrison Drive, Ottawa	35,000			35,000	100	35,000
Other Ontario Properties	141,000	84,000		225,000	50-100	208,000
Québec						
Les Terrasses de la Chaudière, Hull	1,860,000	41,000		1,901,000	100	1,901,000
Place Guy Favreau, Montréal	572,000			572,000	100	572,000
Palais du Commerce, Montréal	192,000			192,000	100	192,000
Édifice Les Prévoyants, Chicoutimi	45,000			45,000	75	34,000
Other Québec Properties		65,000	6,000	71,000	100	71,000
Western Canada						
Principal Plaza, Edmonton	340,000	80,000		420,000	50	210,000
Other Western Canada Properties	30,000	53,000		83,000	100	83,000
California						
5 Thomas Mellon Circle, San Francisco	101,000			101,000	50	51,000
Lakeside Office Building, Santa Clara	32,000			32,000	50	16,000
Oakmead Commercial Centre, Sunnyvale	12,000	11,000		23,000	50	12,000
Total Portfolio	5,886,000	517,000	252,000	6,655,000		6,272,000

1. Excludes parking and hotel areas.
2. Primarily storage areas.

Summary of Income Properties

Shopping Centres

	Number of Stores and Services	Area of Non-Owned Buildings (sq. ft.)	Total Rentable Area (sq. ft.)	Campeau Interest %	Campeau Interest sq. ft.
Ontario					
Oshawa Shopping Centre, Oshawa	174		970,000	100	970,000
New Sudbury Shopping Centre, Sudbury	89		465,000	100	465,000
London Eaton Square, London	60		399,000	100	399,000
Timmins Square, Timmins	61		363,000	100	363,000
Intercity Shopping Centre, Thunder Bay	86	144,000	417,000	100	273,000
Golden Mile Plaza, Toronto	71		258,000	100	258,000
Kingston Shopping Centre, Kingston	79	114,000	331,000	100	217,000
Hazeldean Mall, Kanata	49		191,000	100	191,000
Pinecrest Shopping Centre, Ottawa	42		199,000	50	100,000
Sunnybrook Plaza, Toronto	33		94,000	100	94,000
Kanata Town Centre, Kanata	26		91,000	100	91,000
Dorwin Plaza, Windsor	34		91,000	100	91,000
York Plaza, Toronto	26		59,000	100	59,000
Québec					
Le Carrefour Rimouski, Rimouski	75		344,000	100	344,000
Les Galeries Jonquière, Jonquière	56		244,000	100	244,000
Le Carrefour Alma, Alma	56		236,000	100	236,000
Place Longueuil, Longueuil	97		351,000	67	235,000
Place du Saguenay, Chicoutimi	76	88,000	291,000	75	152,000
Place Drummond, Drummondville	26		85,000	100	85,000
Western Canada					
Town and Country Centre, Victoria	27		233,000	100	233,000
Golden Mile Plaza, Regina	57		219,000	100	219,000
Total Portfolio	1,300	346,000	5,931,000		5,319,000

Summary of Income Properties

Business Parks

	Size of Site (acres)	Net Rentable Area (sq. ft.)	Campeau Interest %	Campeau Interest sq. ft.
Ontario				
Admiral Business Park, Ottawa	9.9	210,000	100	210,000
1125-1181 Parisien Street, Gloucester	6.4	110,000	100	110,000
1377-1411 Triole Street, Ottawa	4.7	109,000	100	109,000
3234-3270 Hawthorne Road, Ottawa	6.5	93,000	100	93,000
1257-1283 Algoma Road, Gloucester	4.8	89,000	100	89,000
2239-2287 Gladwin Crescent, Ottawa	4.7	77,000	100	77,000
2700-2710 Lancaster Road, Ottawa	3.4	69,000	100	69,000
Lismer Building, Kanata	7.6	63,000	100	63,000
6-20 Bexley Place, Nepean	3.3	54,000	100	54,000
1117 Newmarket Avenue, Ottawa	2.3	50,000	100	50,000
2660-2678 Lancaster Road, Ottawa	3.6	45,000	100	45,000
Bristol-Myers Building, Ottawa	2.2	44,000	100	44,000
2750 Lancaster Road, Ottawa	2.6	38,000	100	38,000
1580 Liverpool Court, Ottawa	3.8	36,000	100	36,000
1000 Morrison Drive, Nepean	2.1	30,000	100	30,000
Holiday Fitness Centre, Ottawa	2.3	29,000	100	29,000
Other Ontario Properties	39.5	417,000	50-100	409,000
California				
Poly-vue Plastics, Petaluma	10.0	132,000	100	132,000
Advanced Micro Devices, Santa Clara	14.5	218,000	50	109,000
Atari Building, San Jose	7.3	110,000	50	55,000
Atari Southeast, San Jose	5.7	78,000	50	39,000
Atari Northeast, San Jose	5.1	73,000	50	37,000
Signetics West, Santa Clara	5.4	70,000	50	35,000
Atari North, San Jose	5.0	69,000	50	35,000
Intel Building, Santa Clara	3.0	44,000	50	22,000
Eaton Building, Santa Clara	2.9	40,000	50	20,000
Applied Materials, Santa Clara	2.3	30,000	50	15,000
Fujitsu America, San Jose	2.6	30,000	50	15,000
Lockheed Building, Santa Clara	2.4	29,000	50	15,000
I.D.T. Building, Santa Clara	1.1	15,000	50	8,000
Other California Properties	5.7	32,000	50	16,000
Total Portfolio	182.7	2,533,000		2,108,000

Directors

○ **Robert Campeau**
Chairman of the Board and Chief Executive Officer, Campeau Corporation

○ **William J. Carroll**
Executive Vice-President, Finance, Campeau Corporation

□ **Robert Després, O.C.**
Chairman, Atomic Energy of Canada Limited, Québec

○ **David King**
President and Chief Operating Officer, Campeau Corporation

□ **Alan M. Mann, M.D.**
Psychiatrist-in-Chief, Montréal General Hospital, Montréal

○ **Ronald B. McCartney**
President, Campeau Corporation Florida

□ **François Mercier, C.R.**
Partner, Stikeman, Elliott, Tamaki, Mercier and Robb, Montréal

○ Member of the Executive Committee
□ Member of the Audit Committee

Officers — Campeau Corporation

Robert Campeau
Chairman of the Board and Chief Executive Officer

David King
President and Chief Operating Officer

William J. Carroll
Executive Vice-President, Finance

Clement Cadieux
Senior Vice-President, Special Projects

John van Haastrecht
Senior Vice-President, Development

Timothy J. Walker
Senior Vice-President, Treasurer

Douglas A. Beggs
Vice-President, Comptroller

Raymond M. Chevrier
Vice-President, Construction Administration

Donald J. Cresswell
Vice-President, Secretary and General Counsel

Clark W. Gillaspie
Vice-President, N.C.R. Region

Terrence D. Partington
Vice-President, Development, Western Canada

Roland Villemaire
Vice-President, Accounting

V. K. Whittaker
Vice-President, Residential Lands, Ottawa–Carleton Region

—U.S. Subsidiaries

Peter L. Clark
Vice-President, Development, California

Ronald B. McCartney
President, Campeau Corporation Florida

Lenard B. McQuarrie
Vice-President, Land Development, California

Offices and Principal Subsidiaries

Head Office
2932 Baseline Road
Ottawa, Ontario
K1N 8R9

Executive Office
5th Floor
320 Bay Street,
Toronto, Ontario
M5H 2P2

Branch Offices
Calgary
Edmonton
Montréal
Toronto
Dallas
Houston
Newport Beach
San Francisco
Santa Clara
Sarasota

Principal Subsidiaries
Campeau Corporation (U.S.) Inc.
Campeau Corporation California
Campeau Corporation Florida
Campeau Corporation Texas

Transfer Agent

Royal Trust Corporation of Canada
Montréal, Toronto

Registrar

Guaranty Trust Company of Canada
Montréal, Toronto

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Page 4: Left to right: R.Campeau, W. J. Carroll, D. King
6: Place Guy Favreau, Montréal, Québec
7: Centennial Towers, Ottawa, Ontario
8: Scotia Plaza, Toronto, Ontario
9: 333 Bush Street, San Francisco, California
10: Fountain Place, Dallas, Texas
11: Place Guy Favreau, Montréal, Québec
12: Intercity Shopping Centre, Thunder Bay, Ontario
13: London Eaton Square, London, Ontario
14: Circuit board inspection; Momentum Computer Systems, Inc., San Jose, California
15: Atari North, San Jose, California
33: 150 Executive Park Boulevard, San Francisco, California
34: Sign collage; Hazeldean Mall, Kanata, Ontario
35: Computer terminal assembly; Orcatech, Inc., Ottawa, Ontario