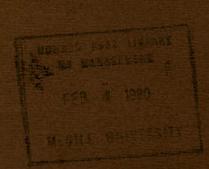
The Bank of Nova Scotia 1979 Annual Report

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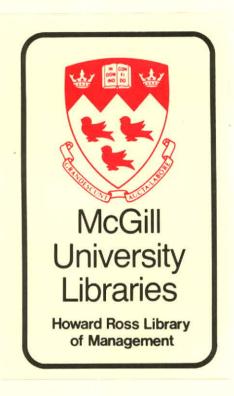
The Bank of Nova Scotia

The Bank of Nova Scotia, known as Scotiabank to many of its customers around the world, is a Canadian chartered bank doing business on a global basis. Founded in 1832, Scotiabank is Canada's second oldest chartered bank.

In Canada, Scotiabank provides a full range of personal, commercial and corporate banking services through its extensive branch network in all 10 provinces and the two territories. The Canadian branches totalled 994 at the 1979 fiscal year-end.

The Bank also provides a wide range of banking and related financial services to customers around the world, either directly or through subsidiary and associated banks, trust companies and other financial firms. Depending on their location, these Scotiabank offices and associated companies provide a variety of retail and wholesale banking functions, including trade financing, foreign exchange transactions, and management of or participation in loan syndications. Scotiabank also maintains a large number of correspondent banking relations. At the 1979 fiscal year-end, the Bank had 101 offices in 45 countries outside Canada.

Scotiabank had total assets of \$34.9 billion at the year-end, up from \$27.7 billion a year earlier (all dollar figures in this report are in Canadian currency, unless otherwise indicated). The Bank has almost 21,000 shareholders, of whom approximately 95% are Canadian, and at the year-end had more than 22,000 full-time employees, excluding employees of associated companies.



The Bank of Nova Scotia

			%
Financial and Statistical Highlights (In \$ millions)	1979	1978	Change
Total assets	\$34,868.9	\$27,686.7	25.9
Deposits	\$31,875.4	\$25,332.6	25.8
Loans	\$19,658.8	\$15,648.5	25.6
Accumulated appropriations for losses	\$224.2	\$191.8	16.9
Capital funds	\$1,226.0	\$976.0	25.6
Balance of revenue	\$241.7	\$239.5	0.9
Provision for income taxes	\$60.8	\$85.6	(29.0)
Balance of revenue after income taxes	\$180.9	\$153.9	17.6
Balance of profits	\$106.9	\$90.9	17.6
Balance of revenue per share*	\$5.51	\$5.81	(5.2)
Balance of revenue after income taxes per share*	\$4.12	\$3.73	10.5
Balance of profits per share*	\$2.44	\$2.20	10.9
Dividends paid per share	\$1.24	\$.96	29.2
Average number of shares outstanding	43,868,894	41,250,000	6.3
Shareholders	20,944	18,937	10.6
Personnel	22,416	21,560	4.0
Offices	1,095	1,078	1.6

^{*}Based on average number of shares outstanding.

Scotiabank around the world

The stylized world map on the fold-out pages at left shows the extent of Scotiabank's network of branches and offices, and those of its subsidiary and affiliated companies, stretching across Canada and in 45 other countries.

Legend

Executive Offices

- Head Office
- Regional Offices
- Other locations



A perspective on 1979

A report to the Shareholders by the Chairman and the President

Fiscal 1979 was another successful year of performance and growth for The Bank of Nova Scotia.

The Bank increased its total assets by more than one quarter, our strongest growth since 1974, to \$34.9 billion. Earnings also increased, to the largest total in the Bank's history; after-tax Balance of Revenue rose by more than 17% to \$180.9 million and, on a per-share basis, increased to \$4.12 from \$3.73, on a higher number of shares outstanding. Moreover, the Bank was able to increase the total of dividends paid to Shareholders by 39% to \$55.1 million, a rate of \$1.24 per share, while substantially adding to its capital base. Total capital funds at the fiscal year-end stood at more than \$1.2 billion.

It is particularly satisfying to report these results in light of the challenging economic and financial conditions which prevailed during 1979. Persisting inflation, and a rapid rise in interest rates to historically high levels, marked the economies of most countries in which the Bank operates. At the same time, there were the growing strains caused by the new global oil developments, by the volatility of financial markets, and by the political strife that has marred the internal and external relations of many nations.

Balanced diversification

Given these and other challenges, it is all the more pleasing to note the progress of the Bank during 1979 — and to reflect upon the growth and change that has taken place during the 1970s. As Scotiabankers around the world prepare to meet the challenges of the 1980s, we believe it is important to provide a perspective

on what has been accomplished during the decade now ending.

What is perhaps most striking is the success that has been achieved by the Bank in pursuing a deliberate strategy of "balanced diversification." It is a maxim of business generally and banking in particular not to put all one's eggs in a single basket. In our view, this does not suggest that a bank should not be aggressive in pursuing opportunities. But it does mean there is considerable merit in broadening the base of the Bank to extend into a variety of markets.

Indeed, the development of The Bank of Nova Scotia as a global financial institution has followed a pattern of diversification that goes back to our earliest history. From its original base in Nova Scotia, the Bank reached outward to the other Maritime provinces and then westward across Canada. At the same time, it was developing its international connections along the United States' eastern seaboard, across to Europe, and south to the Caribbean.

But it is in more recent years that the Bank's balanced diversification — into markets around the world, and into an ever-increasing variety of services to customers — has become such a pronounced feature.

The results achieved in fiscal 1979 are a case in point, because they demonstrate the countervailing actions that were taken in the face of a continuing squeeze on the Bank's interest profit margins. During a year when the Bank's domestic margins were under pressure, the international operations recorded impressive gains in earnings and thus offset the much slower growth in Canadian earnings. Further,

Shown opposite is the banking hall of the Bank's Halifax Main Branch on Hollis Street. The building, which was officially opened in August 1931, also houses the Bank's Regional Office for Nova Scotia.

because the Bank is now well balanced between domestic and international business, supported by a wide variety of services, it was able to record major gains in business volumes and asset growth that offset the effect on earnings of the squeeze on margins.

Reflections on a decade

In our Annual Report of 1969, with a new decade about to begin, the Bank's then Chairman, F. William Nicks, noted that, "As always, such milestones are marked with new hopes that we shall do better in solving the world's problems than we have done before. And, as always, our best hopes will never be fully realized nor our best ambitions wholly achieved."

These basic facts are just as evident today on the threshold of the 1980s, and to cite just one example, the 1969 Annual Report pointed out that "the greatest unsolved problem of the decade has been inflation." It is sobering

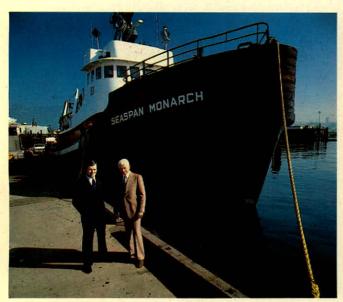
to reflect how persistent that problem has been all through the 1970s, and how it continues to trouble the world even now.

We all must take heart, however, from the positive changes that have occurred over the past 10 years, and must build upon our achievements. We have seen, for instance, a considerable willingness on the part of many nations to work co-operatively on several fronts, from the further liberalization of international trading rules and policies, to the practical working out of more flexible exchange rate arrangements. The world of the 1980s, it seems, will demand from all of us the greatest degree of co-operation that we can muster, and will require considerable prudence and determination for us to reach our objectives.

A decade of change for the Bank Clearly, The Bank of Nova Scotia entering the 1980s is in many ways a different institution than it was just 10 years ago. Indeed, it is satisfying to reflect on how well the Bank has met the challenges of the past decade, and how it has been positioned for the years ahead.

Many of the changes of the past decade can be measured, and they show a remarkable pattern of growth. Over the period since 1969, for instance, the Bank's total assets have increased by more than five times — a compound annual growth rate of 19.4%. Balance of Revenue after tax has increased at an even faster rate, at 19.9%. And the dividends paid to Shareholders rose from \$10.8 million in 1969 to \$55.1 million in 1979, a compound annual growth rate of 17.7%.

Many other changes cannot be measured so precisely, but they are striking nevertheless. One of the most basic is how much more aggressive and competitive the Bank has become in seeking out new business opportunities and meeting the changing needs of its customers. Indeed, this has become a more general



Shown above is Trevor L. Gibbs, Manager of the Bank's Main Branch in Vancouver (at left), with Rod A. Lindsay, Chairman of Seaspan International Ltd. of North Vancouver. At right is Christine Shum, a receptionist in Scotiabank's Hong Kong office.



characteristic of the Canadian chartered banks since the last revision of the Bank Act. The new legislation, in 1967, removed a number of serious restrictions on the banks' activities. One result has been a dramatic increase in the number and complexity of the services which The Bank of Nova Scotia offers directly or through subsidiary and associated companies. To cite just a few examples, the services offered today which were not available 10 years ago include on-line savings accounts, factoring, the VISA charge card facility, leasing, the Scotiaclub package of banking services, and special financial programs tailored for the particular needs of such groups as farmers and small businesses.

While such diversity helps to reduce the Bank's reliance on traditional services, another key feature of the 1970s was the rapid and widespread growth into markets outside Canada, so that the Bank's loan portfolio now

includes borrowers from well over 100 countries. As mentioned earlier, this helps to cushion the Bank from periodic slowdowns in Canadian business, but it also provides increased scope for growth, and enables the Bank to better serve customers' needs for multinational banking facilities.

As the Bank's rapid and broadly based growth took place during the 1970s, other dramatic changes took place within the organization itself, involving the basic character of the staff. While the changes may not seem significant from year to year, given the large size of the Bank, they are noteworthy when seen from the perspective of a full decade. Today, the staff of the Bank is a far more cosmopolitan group than it was a decade ago, as the Bank has employed citizens of the many countries where it now operates and, in many cases, has transferred staff among locations around the world. As a group, women are much more prominent in the Bank today than they were

10 years ago. They play an ever increasing role in management and supervisory positions, and the Bank continues to offer programs to develop their potential.

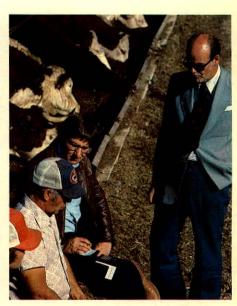
Likewise the supervisory and management staff have changed over the decade, and today they are generally younger and have higher levels of formal education than was the case in the past. No doubt this change partly reflects broader trends in society. But in addition, it is one result of the Bank's rapid growth, which has provided considerable opportunity for high-potential employees. Moreover, the Bank has been putting greater emphasis on its own programs to develop the skills of its staff. One particularly important event during the 1970s in this regard was the planning and opening of an in-residence management development centre known as Spencer Hall, in London, Ontario, where management staff from around the world attend courses.



Women are playing an increasing role in the management of the Bank. Shown above in her office at the Sturgeon Park Plaza branch near Winnipeg is Bev Donnelly, Manager, with her branch's Senior Operations Officer, Merv Penonzek. The centre photograph



shows Scotiabank Centre in Kingston, the headquarters of The Bank of Nova Scotia Jamaica Limited. Shown on the 2,000-acre cattle ranch of Harold Bell and his son Jack, in the foothills of Alberta, is Vern Warkentin (seated, at right), the Bank's Calgary-based



agrologist, and I.W. Swanson, Manager of our Olds, Alta. branch. Mr. Bell's farming operations have received financial assistance from the Bank for 19 years.

We could not conclude this discussion without commenting on the pace of change. Like so many institutions in society, the Bank has found that one of the few constants in the 1970s has been change and that the speed of change appears to have increased steadily. One development which has helped us to cope with this rapid pace of change, and growth, is the introduction of sophisticated automated systems. These systems have helped our staff to handle rapidly rising volumes of business, and to better serve the needs of our customers. At the same time, the introduction of automation has meant a major adjustment for the Bank's staff around the world and we believe it is a tribute to their abilities, and flexibility, that they have adjusted so well.

The immediate challenges

Clearly, the year ahead will not be an easy one. Statesmen will need every skill at their disposal, and considerable goodwill, to reduce the tensions in troubled areas of the world. The strains arising from higher world oil prices, and from continuing supply uncertainties, have still to be surmounted. And the United States, in particular, will be seeking to keep recessionary adjustments within bounds without letting up in its longer-run struggle to reduce inflation.

For Canada, there is little chance of completely escaping the strains and the slowing tendencies in the wider world economy. With inflationary problems of its own, and with large deficits in both its external payments position and the federal budget, Canada in fact has limited room for domestic policy manoeuvre. Thus, real Canadian growth is likely to be quite modest in 1980, and unemployment probably will rise somewhat. However, two strengths in particular give us hope that the nation will perform much better in 1980 than many expect. One lies in the stronger competitive position that Canada has achieved over the past year or two. The other is our relative advantage in regard to energy potentials. To make the most of our opportunities, Canadians will need to maintain a continuing restraint in government spending at all levels, while giving greater encouragement to the private sector to expand capacity and improve productivity.

Our Bank looks forward to the new decade. The period immediately ahead will have its full share of difficulties, including a slowing of business, a persisting of inflation, and an uncertain interest rate environment. This will require the utmost of our personnel's banking skills and management abilities. But we fully intend to continue investing in our future and that of our customers, our staff and our Shareholders - by seeking out growth opportunities in Canada and elsewhere in the world.

Bank Act revision

It is disappointing to record that the process of revising the Bank Act, on which we commented extensively a year ago, was not concluded during 1979. And with a federal election in February 1980, the timing for revising the Act continues uncertain.

We remain concerned by several aspects of the amending legislation, which was last tabled as Bill C-14, largely because we do not feel it goes far enough in equalizing competition among financial intermediaries, and permitting the banks to better serve their customers — and thus the public interest. But in general we believe that the new Parliament should move quickly to pass legislation similar to Bill C-14, without extensive additional hearings, in order to end the

uncertainty and permit the banks to get on with their job.

A worldwide team

We have commented extensively on the abilities of the Bank's staff, and how our personnel have adapted successfully to the challenges of the 1970s and the year just ended. But it is worthwhile to note that the more than 22,000 Scotiabankers - and their colleagues in associated companies - comprise a worldwide team whose service to customers is, in the final analysis, the basis of The Bank of Nova Scotia's success. We are confident this team is prepared to meet the challenges of the coming new decade.

C.E. Ritchie, Chairman and Chief Executive Officer

J.A.G. Bell,
President and Chief Operating
Officer

Note: At a meeting of the Board on December 12, 1979, the Directors re-elected C.E. Ritchie as the Bank's Chairman and Chief Executive Officer, and elected J.A.G. Bell as President and Chief Operating Officer. Mr. Ritchie previously had been Chairman, President and Chief Executive Officer, and Mr. Bell had been Executive Vice-President and Chief General Manager.

The Bank of Nova Scotia's 25-storey executive office building (opposite) stands at the corner of King and Bay Streets in the heart of Toronto's financial district.



Domestic operations

The Bank of Nova Scotia's domestic operations account for a substantial portion of the Bank's total assets, and more than half its earnings. In fiscal 1979, they provided approximately 55% of the Bank's after-tax Balance of Revenue, on the basis of our internal allocations, compared with about 61% in 1978.

Scotiabank continues to place a major emphasis on expanding its Canadian branch network and providing better accessibility to our customers.

During fiscal 1979, the Bank opened 21 Canadian branches and closed three, for a net increase of 18, resulting in a total of 994 Canadian branches at the year-end. Under current plans, the Bank's total of Canadian branches will exceed the 1,000-mark relatively early in the 1980 fiscal year. (See directory of Canadian

offices and branches which begins on Page 54.)

Business environment

The most notable feature of the Canadian business and economic environment in fiscal 1979, as it affected banking, was the rapid rise in interest rates to historically high levels. In large measure, this was the result of policy decisions by the nation's central bank, the Bank of Canada, in reaction to both domestic and international factors. By increasing the level of interest rates, the central bank was attempting not only to curb domestic inflationary pressures, but also to assure a sufficient inflow of capital to balance the country's external accounts while maintaining reasonable stability in the exchange rate.

As a result, the Bank of Canada's "Bank Rate" was increased six times during fiscal 1979, rising to 14% at the fiscal year-end from 10.25% a year earlier. In response to these moves by Canada's central bank, and the upward pressures on money market rates that were evident during the year, Scotiabank raised its prime rate in several stages to the level of 15% just after our October 31 year-end, from 11% a year earlier. (Despite these increases, average Canadian dollar interest profit margins were under considerable pressure because of the inevitable slowness in the adjustment of average rates earned on the Bank's portfolio of fixed-rate assets, and rapid increases in the average rates paid on deposits.)

Both inflation and unemployment continued to be of concern during 1979, with the Consumer Price Index rising by 9.3% over the 12 months to October 1979. The unemployment rate in fact dipped appreciably but still averaged about 7½% during calendar 1979. Corporate sector







earnings increased strongly during 1979, however, and brought a marked renewal in capital expenditures on expansion and modernization. Business borrowing also was relatively strong during 1979, despite the higher levels of earnings, as companies financed both their expansion programs and their necessarily higher levels of working capital.

Personal banking

A major strength of Scotiabank in Canada is its range of services offered to personal banking customers. These include the basic services of deposit-taking, consumer and mortgage lending, credit card services, safekeeping, and handling of financial transactions. Scotiabank has been expanding and improving these services in recent years, and made further changes during 1979.

In February 1979, for example, the Bank introduced a range of interest rates to its Scotia Plan consumer lending program across Canada. This permitted the Bank to offer more flexibility in meeting customers' needs, and thus be more competitive in a rapidly changing interest rate environment. Personal lending, including both its Scotia Plan and demand loan components, recorded satisfactory increases during fiscal 1979.

On the deposit-taking side of personal banking, the Bank increased the interest rates paid on its savings accounts and term deposits a number of times during the year, as the general level of Canadian rates rose. In September 1979, it also introduced a new savings vehicle, the Scotia Daily Interest Savings account. Interest is calculated on the daily closing balance in this type of account, and paid semi-annually.

'Simplified' language

For personal banking customers, Scotiabank in 1979 became the first Canadian bank to redesign and revise a wide variety of its forms using simpler, "everyday" language. This program was begun in British Columbia with five basic consumer lending documents, but is being introduced into all our branches across Canada as soon as the documents can be prepared. The Bank also simplified its unique One-Step Application for Personal Banking Services, and is now using the revised form across the country in both English and French. This move has been well received by customers and staff, as well as by government officials, consumer groups and others.

Mortgage financing

Scotiabank is a major supplier of funds to homebuyers and house builders across Canada. During 1979, competition in the mortgage market was very vigorous, and demand softened noticeably during the latter part of the year in the face of rapidly rising interest rates. Despite this, our outstanding residential mortgage loans increased by 26.1%, to more than \$2 billion at Oct. 31. The Bank's mortgage loan affiliates also

The famous corner of Portage and Main in Winnipeg is the site of Scotiabank's new five-storey Winnipeg Main Branch and Regional Office for Manitoba and Northwestern Ontario (opposite page). Shown speaking at the official opening ceremony on September 13, 1979 is Mayor William Norrie; and participating in the ribbon-cutting are (from left) Premier Sterling Lyon of Manitoba; R.L. Mason, a Vice-President and General Manager of Scotiabank; Mayor Norrie; and C.E. Ritchie, Chairman of the Bank.

Shown at right is Janne Kirker, a Scotia Plan Loan Officer in Vancouver, discussing one of the Bank's consumer loan documents. Scotiabank in 1979 became the first Canadian bank to introduce such documents in simplified, "everyday" language. While the revised documents were introduced in British Columbia, the Bank has been adapting them for use across Canada.



experienced growth during 1979. The Scotia Covenants Group increased its residential and commercial mortgage holdings by 19.7%, to \$452 million, in the 12 months to October 31. The mortgage portfolio of BNS Mortgage Corporation, which consists of residential mortgages, grew at a more modest rate of 8.4%, to \$213 million. During the course of the year, the Bank also implemented a Mortgage Life Insurance Plan and increased the number of mortgage options available to its customers.

Banking for business needs

The Bank also continued to broaden its wide range of services to meet the financial needs of businesses, ranging from small and medium-sized independent businesses, to large national and international corporations.

One major development in this regard was the planning of the Bank's new Scotia Business Plan program, which was introduced in

November 1979 (see Page 20).

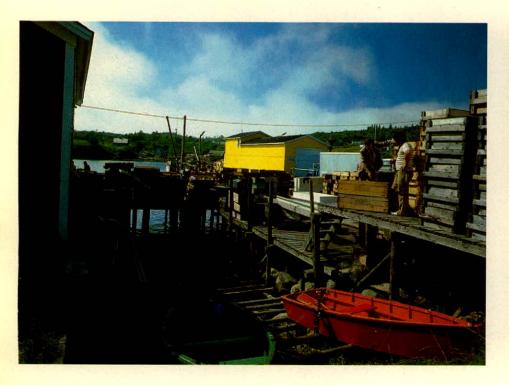
There was good response from businesses in 1979 to our various specialized services. These include Scotiapay Plus, an improved method of processing and administering payrolls; Scotiabank PDO (Pay Direct Ouickly), which makes payments directly into a recipient's account at any financial institution; a cheque reconciliation service for companies issuing large volumes of cheques; our Accelerated Receivables Service; and the Integrated Cash Plan. Our affiliated company Scotia Leasing Limited also recorded increases in its business during the year.

Another sign of Scotiabank's commitment to better serving the needs of business is its increasing expertise in assisting particular industries. During 1979, both our commercial and corporate banking groups were strengthened, and further improvements are planned. Also, several major enhancements were made to

Scotiabank's agricultural services, which comprise a unique "one-stop" financial package. This includes a full range of agricultural loans, from operating credits to term loans up to 25 years, as well as finance and lease facilities for agricultural equipment and machinery.

Scotiabank also improved and automated its credit programs, including flooring and leasing, for automotive dealers.

International Centres in Canada
Another example of the Bank's
growing support for business and
corporate finance is its network of
International Centres in Canada.
This network was expanded in
1979 to include an office in
Calgary. Previously, there were
International Centres in
Vancouver, Montreal and Halifax,
in addition to the Bank's central
money market and foreign
exchange facilities in Toronto. The
International Centres are
specialized offices for trade





At left, C.S. Woods, Manager of the Bank's Hubbards, N.S. branch, talks with Lawson G.S. Miller of Seldon Miller Fisheries Ltd. The company, which exports fresh fish varieties, has been a customer of the Bank for more than 20 years. Above, in the research laboratories of Rougier Inc. of Montreal, are (from left) Mrs. Fernande Bessette, technician, Rougier; J.P. Normandin, Administrator, Credit, Quebec Region; Dr. Solange Rivard, Director, Research and Control Department, Rougier; Guy Angers, Chairman and President, Rougier; and Gabriel Nadon, Assistant Manager, Montreal Main Branch.

financing, money market and foreign exchange activities, and for providing fast, on-the-spot guidance and expertise on international business generally. In addition, the Bank has domestically oriented money market officers in a number of major commercial centres across Canada.

Systems support

The Bank continued to develop its electronic data processing capabilities during 1979, making major steps to improve efficiency and expand their scope to better serve customers. Moreover, the automation of many previously manual functions has helped control the ongoing costs of information processing, and improved the availability and usefulness of data for management information.

The Bank's operations are supported by a cross-Canada network of regional data centres linked to the corporate data centre

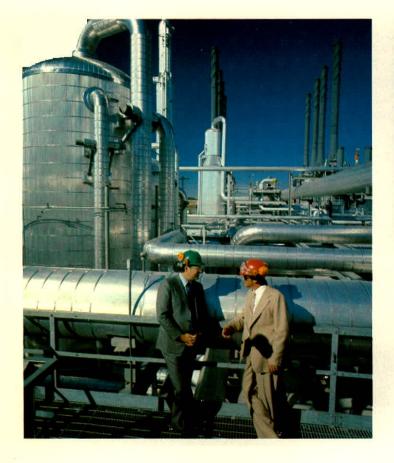
in the Toronto area. As of October 31, the Bank operated approximately 4,300 "on-line" computer terminals in its Canadian branches, and all but the most remote branches were on-line in some capacity. Of the Bank's 994 Canadian branches, 929 or 93% were on-line for savings accounts; 825 or 83% had on-line Demand Deposit Accounting; and 148 branches or 15% had on-line capabilities for loans. In addition, 901 branches (or 91%) had their Scotia Plan Loans processed on a batch computer system.

This network of data centres and branch terminals is regarded as among the most automated of any operated by a major Canadian bank, and Scotiabank is continuing its efforts to enlarge and improve its data processing capabilities. In 1980, construction will be taking place for a major new data centre north of Toronto, to provide for future growth and to back up the existing centre should

contingencies occur. The new centre is expected to begin operations in the spring of 1981.

Office developments

The Bank continued in 1979 to expand and upgrade its branches and regional offices. A new Main Branch and Regional Office building was opened on the famous corner of Portage and Main in Winnipeg; the Bank's Saskatchewan Regional Office was moved from Regina into a new five-storey building in Saskatoon; a new Main Branch and office building was completed in Windsor, Ontario; and a major, 10-storey building was opened in mid-town Toronto. Other important new Main Branches were opened in Timmins and Sudbury, Ont.





Shown at the newly opened plant of Alberta Gas Ethylene Company Limited near Red Deer, Alta., is Gerry Hway, Manager of Scotiabank's Calgary Main Branch (left), with Bud Clark, Division Vice-President, Petrochemical. Shown in the trading "pit" of the Winnipeg Commodity Exchange are (from left) C.E. Swartz, President of Northern Sales Co. Ltd.; R.I. MacDonald, Manager of Scotiabank's Winnipeg Main Branch; and C.O. Swartz, Chairman of Northern Sales. The grain-trading company has been a Scotiabank customer for some 35 years.



International operations

The Bank of Nova Scotia's international operations contributed a major portion of the Bank's asset growth during fiscal 1979, and accounted for substantially all of the increase in earnings. On the basis of internal allocations of costs and revenues, international operations had a year-over-year increase of 36.5% in after-tax Balance of Revenue, to \$81.3 million. This accounted for some 45% of the Bank's total earnings. In fiscal 1978, on the basis of the same internal calculations, international business accounted for about 39% of the Bank's total after-tax Balance of Revenue.

In contrast to the pattern of recent years, the Bank in 1979 did not add significantly to its already extensive network of international offices, now located in 45 countries outside of Canada, nor did it establish in any additional countries. Rather, the Bank's emphasis was on developing business through its newly opened offices, on strengthening its relations with subsidiary and associated companies, and on refining and improving the broad range of services offered to international customers.

During the year, the Bank's international operations experienced vigorous competition among lenders for new banking business, which put extreme pressure on interest spreads for wholesale loans. But the Bank did improve the profitability of its international assets, principally by careful management of its funding. (At the year-end, 54% of the Bank's total earning assets were in foreign currencies, up slightly from a year earlier.)

The Bank's international operations provide a broad variety of banking and related financial

services, either directly or through a large number of associated and subsidiary banks, trust companies and other financial institutions. The services offered to customers vary according to local banking regulations and according to the type of office or associated company. But in sum, the Bank and its subsidiaries and associates have a global capability in international finance. This includes "retail" banking services provided to personal banking customers through branches in many locations; corporate banking; and "wholesale" banking functions, which involve transactions with governments, other banks and corporations, and often include groups of major banks.

During the year, the Bank made a number of organizational changes to further improve its international capabilities. It created the new North American International Regional Office and the Latin American Regional Office (see Pages 20 and 21), and established the Treasury Division as a separate unit with global responsibility for several functions. These include foreign exchange and international money market transactions, trading in precious metals, and management of correspondent relations.

During 1979, the Bank was chosen as one of two official distributors in Canada for the new Gold Maple Leaf, a coin which is produced by the Royal Canadian Mint and contains one troy ounce of gold. As part of its responsibilities, the new Treasury Division worked closely with the Bank's domestic offices to co-ordinate a major marketing effort for the Maple Leaf coin.

Also part of Treasury's responsibilities is the maintenance

The Bank of Nova Scotia provides financing to companies around the world. Shown opposite are, from left, Alfonso Yuchengco, Chairman of the Board of the Philippine Long Distance Telephone Company; Gary Gorton, Manager of Scotiabank's Manila Branch; and Enrique D. Perez, Executive Vice-President, General Counsel and Secretary of the telephone utility. The utility provides more than 80% of The Philippines' telephones.

of correspondent relations with a large number of other banks around the world. It recently has put renewed emphasis on servicing the needs of smaller banks, while continuing relationships with other global banks.

Operations of the Bank's 101 international offices are directed by five Regional Offices, three in Toronto and one each in London and Manila.

United States of America

Scotiabank has placed a high priority in recent years on expanding its operations in the United States, and now has offices in 10 major commercial centres from coast to coast.

Fiscal 1979 was the first full year of operation for the three U.S. offices of the Bank opened in 1978. These additions to the network of offices, together with generally strong loan demand from corporate customers, helped the Bank to record substantial increases in its volumes of business

in the U.S., and to increase its earnings there significantly.

The Bank's newest U.S. offices are two full-service branches, in Boston and in Portland, and an agency in Miami. The other U.S. offices are located in New York City, Cleveland, Atlanta, Chicago, Houston, Los Angeles and San Francisco. To extend its range of financial services, the Bank also has a wholly owned subsidiary based in New York City, The Bank of Nova Scotia Trust Company of New York, which provides fiduciary services.

The Bank's emphasis on developing its U.S. operations reflects not only the importance of U.S. business and financial markets, but also the close relationships between the U.S. and Canadian economies. The Bank has put a high priority on providing a wide variety of banking and related services to a broad range of business clients. These include Canadian companies with business in the

U.S., and U.S.-based companies with operations in Canada, as well as a large group of other international clients.

The Bank's U.S. business is directed by the new North American International Regional Office. That office also works closely with the Canadian Regions to co-ordinate activities of the Bank's International Centres in Canada (see "Domestic operations," Pages 10-13). This liaison permits the Bank to offer comprehensive North American service.

Caribbean

During 1979, Scotiabank achieved substantial gains in business volumes and profitability in its Caribbean operations, despite a number of difficult challenges.

The Bank's Caribbean operations are among the largest and longest established of its international businesses. In August 1979, the Bank marked the 90th anniversary of its Kingston,





Shown in the lobby of F.W. Woolworth Co.'s world headquarters in New York is (at left) E.D. Hunter, Assistant General Manager and Senior Agent in our New York City Agency, with H.R. Hiser Jr., Vice-President and Treasurer of F.W. Woolworth. Another U.S. customer of the Bank is Alumax Inc. of San Mateo, California, an integrated aluminum company. Shown above are (from left) Donald D. Huffman Jr., Assistant Treasurer, and Charles R. Cowap, Treasurer, Alumax; and Chris Bruorton, Scotiabank Representative, San Francisco.

Jamaica branch, the first office established in the West Indies by a Canadian bank. Today, The Bank of Nova Scotia and subsidiaries and affiliates are represented in 16 Caribbean nations.

There were a number of challenges during 1979, ranging from political instability in some countries to particularly devastating hurricanes which affected a number of island nations. However, business conditions improved in several areas, and the Bank made changes to improve its positioning in the Caribbean.

One important organizational change was to centralize responsibility within the Caribbean Regional Office for co-ordination of operations with the Bank's subsidiary and affiliated companies in the area. These range from trust companies in The Bahamas and the Cayman Islands to affiliated banks such as Maduro & Curiel's Bank N.V. in the Netherlands Antilles and

Bermuda National Bank Limited. This organizational change gives the Bank's Caribbean Region faster access to expertise in Scotiabank's subsidiaries and affiliates, and permits the offering of greater flexibility to Bank customers.

In September 1979, the new Scotiabank de Puerto Rico began operations, having combined the majority of the Puerto Rican business of the Bank with that of Banco Mercantil de Puerto Rico. The Bank had acquired a majority of the shares of Banco Mercantil de Puerto Rico in 1975. Scotiabank de Puerto Rico, which began operations with assets of about U.S.\$400 million, provides a full range of banking services through its seven branches in the Commonwealth of Puerto Rico. The Bank of Nova Scotia continues to maintain its direct presence in Puerto Rico, where it first established operations in 1910, through a branch in Hato Rev.

Good performance was achieved

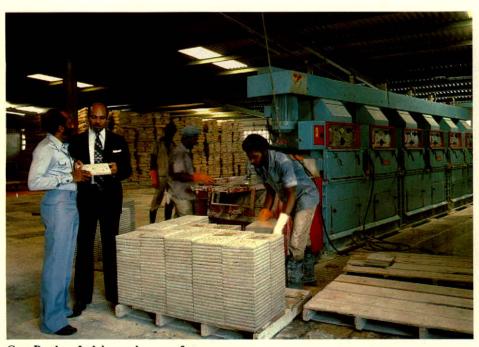
during 1979 by our affiliate The Bank of Nova Scotia Trinidad and Tobago Limited, in which local ownership now stands at 51.3%. Assets rose by 24.5% to TT\$638.6 million from TT\$512.9 million. Our subsidiary The Bank of Nova Scotia Jamaica Limited retained its predominant position in Jamaica, although assets rose only modestly to J\$471.8 million from J\$464.0 million.

Our affiliate Maduro & Curiel's Bank (49.5%-owned by the Bank) continued to grow profitably and to maintain its pre-eminent position in the Netherlands Antilles banking industry.

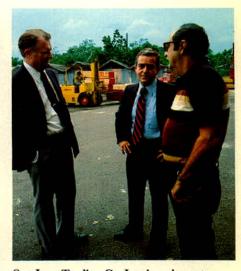
During the year, the Bank introduced the VISA/Master Charge merchant deposit program in much of the Caribbean region, and recorded impressive gains in its Scotia Plan consumer loan portfolio there.

Latin America

In 1979 the Bank established the Latin American Regional Office



Gore Brothers Ltd. is a major manufacturer of marble, terrazzo and cement tiles in Jamaica. Shown above is Eric Barclay, Manager of Operations for Gore, talking with Roy Golding, Manager, Half Way Tree Branch, The Bank of Nova Scotia Jamaica Limited.



San Juan Trading Co. Inc. is an importer and wholesaler of construction materials, and has been a Scotiabank customer since 1935. Shown above, with an employee of the company, are (from left) Ronald Massheder, Manager of Scotiabank de Puerto Rico's Hato Rey Branch, and Juan A. Franco Jr., President of the company. Behind them in the yard is imported Canadian lumber.

to direct its growing volume of operations in Mexico, Central America and South America.

The Bank is well positioned in the region, with a branch in Panama and representative offices in Mexico City, Caracas, Rio de Janeiro and Buenos Aires. These offices continued during 1979 to build up the Bank's traditional strengths in government, trade and corporate finance; correspondent relations; and major syndicated loans. The Bank acted as manager for a number of major loans and continued its involvement in co-financing of development projects in association with the World Bank and the Inter-American Development Bank.

Among the promising developments of 1979 was the initialling of two agreements, on energy and industrial co-operation, by the governments of Mexico and Canada. Such co-operative measures, coupled with Mexico's impressive resource

base and imaginative government and private sector planning, appear to hold significant potential both for Mexico itself and for Mexican-Canadian business and finance.

Europe, Middle East, Africa Business generated by the Bank's United Kingdom, Europe, Middle East and Africa Region grew substantially during 1979. However, interest profit margins were under considerable pressure during the year, and gains in earnings were relatively modest.

Scotiabank's Regional Office in London, which was opened in 1966 as the Bank's first Regional Office outside Canada, has responsibility for business throughout the U.K., Eire, Continental Europe, the Middle East and Africa. The London office also remains a key to the Bank's global presence in loan syndications, and a major co-ordinating centre for foreign exchange and international money

market activities. The Bank's range of financial services is also extended, throughout this vast region, by a number of subsidiary banks and trust companies.

During the year, the London office increased the co-ordination of the Bank's trading activities across the Continent. This paralleled the closer inter-relationships between European currencies, brought about by the European Monetary System, and was in line with the Bank's growing emphasis on managing its treasury function on a global basis.

In the Middle East, development was marred by increased strife and political difficulties during 1979, particularly centred in Iran. Despite these challenges, the Bank was able to record reasonable increases in both business volumes and earnings in its Middle East business through careful asset management.

The Bank is located in four



The U.K. and Continental Europe are prime areas for Scotiabank's international operations. Above is the Bank's Threadneedle Street branch in London, beside the Bank of England. Shown on the Esplanade du Trocadero in Paris is Marc Brandenberg (left), the Bank's Representative, with J. Maldwyn Thomas, Minister (Commercial Affairs), the Canadian Embassy.



Middle East centres. One is Beirut, where the Bank's staff performed admirably during 1979 in maintaining and stabilizing our operations there in the face of the continued hostilities plaguing Lebanon. The other locations are a "free currency branch" in Cairo; an Offshore Banking Unit in Manama, Bahrain, which has become a key centre for foreign exchange and money market activities; and a "Restricted Licence Bank" in Dubai, United Arab Emirates.

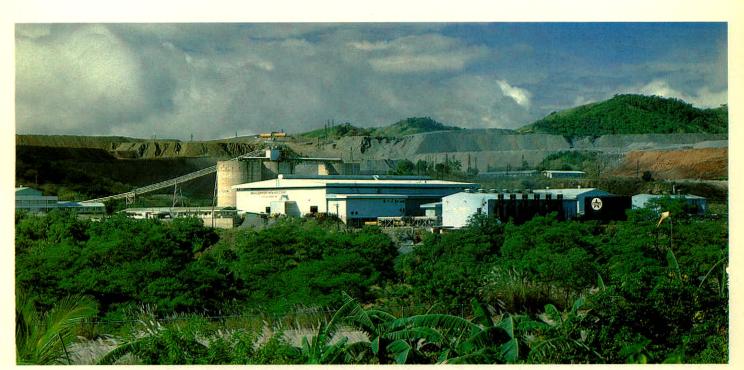
Far East

The great potential of the Far Eastern nations of the Pacific Rim has attracted considerable activity by Scotiabank in recent years. In fiscal 1979, the Bank's investment in the region began to show impressive rewards as there were significant increases in business volumes and earnings.

The region has been the scene of much of the Bank's global expansion since 1962, when a representative office was opened in Tokyo. Today, the Bank's Pacific Regional Office in Manila is responsible for business development in a broad spectrum of nations. While many are considered "developing" nations, several others have turned in remarkable economic growth records in recent years, and there are good prospects for increasing trade with the People's Republic of China.

The Bank's offices in the region are located, in addition to those in Tokyo and Manila, in Hong Kong, Jakarta, Kuala Lumpur, Seoul, Singapore and Sydney. The Bank's ability to serve customers in the region has been extended through a number of associated companies, such as Security Bank and Trust Company of The Philippines, which provides both banking and trust services, and Schroder, Darling and Company Holdings Limited of Sydney, which provides merchant banking services.

During fiscal 1979, the Bank's Pacific Region recorded a number of business achievements, including increased penetration of the trade financing market. Scotiabank also incorporated a wholly owned merchant banking subsidiary in Singapore in July 1979, The Bank of Nova Scotia Asia Limited.



Shown above are mining operations of Marcopper Mining Corporation in The Philippines. Scotiabank has participated in a syndicated loan to finance development of

Marcopper's San Antonio copper orebody located four kilometres north of the original orebody.

Corporate developments

A number of developments within The Bank of Nova Scotia have taken place which permit corporate management to better carry out its primary functions. These roles are to co-ordinate the overall operations of the Bank; to ensure there is appropriate support for those operations; and to develop new services and systems that will better serve our customers.

Among the noteworthy developments during 1979 were the re-organizations which affected both our domestic and international operations. In Canada, the Bank created three new Divisions, with a senior executive responsible for the performance of each. The Divisions — for Western Canada, Ontario, and Eastern Canada — each comprise four administrative

Regions. This re-organization is intended not only to improve the co-ordination of the Bank's operations across Canada, but also to allow senior management officers to be in closer contact with major commercial and corporate customers. Further, we continued to create additional positions of district managers, attached to the various Regional Offices in Canada. At the year-end, this alignment was in place in eight domestic Regions - Nova Scotia, the four Ontario Regions, Saskatchewan, Alberta and British Columbia. The district managers are placed to provide guidance and support to relatively small groups of branches.

In our international operations we re-organized the former Western Hemisphere International Regional Office into two new Regions. This was in direct response to the Bank's growing volume of business in the diverse and important markets of the United States and Latin America. The new North American International Regional Office has responsibility for the Bank's U.S. business. In addition, this new Regional Office provides policy direction, co-ordination and support for the Bank's International Centres located across Canada. The new Latin American Regional Office has assumed responsibility for the Bank's operations in Central and South America.

Scotia Business Plan: a new thrust

Another important corporate development during 1979 was the planning of our Scotia Business Plan program of services to finance or lease machinery and equipment for businesses, farmers and professionals. Features of Scotia Business Plan include specially



A broad spectrum of skills were brought to bear during the planning and implementation of the Bank's new Scotia Business Plan program. Shown discussing the program are, from left: A.C. Giles,

Supervisor, Staff Training and Development; L.A. Shaw, General Manager, Organization and Planning; M.N. Logan, General Manager, Personal Banking and Operations, Canadian Regions; J.F. O'Donnell, General Manager, Commercial Banking Services, who has overall responsibility for implementing the program; L.R. Woolsey, General Manager, Marketing; and H.M. Kinsman, Supervisor, Consumer Credit. trained staff with backgrounds in industrial finance; an approvals process that is geared to provide fast responses to customers; and an emphasis on evaluating the current cash flow and future potential of a business.

Scotia Business Plan, publicly introduced in November 1979, was created to better meet the special needs of smaller and medium-sized Canadian enterprises. It includes financial packages for the users of machinery and equipment, and features various financing options for vendors of equipment, including direct loans and leasing.

This program, while developed by a task force of commercial banking and other officers, also benefitted from the support and involvement of key personnel in a wide range of functions. Initially, Scotia Business Plan will be made available through 39 "hub" branches which will be able to serve the vast majority of commercial markets in Canada. Each "hub" branch will have a close working relationship with many other branches in each market area, to provide personalized service to customers.

Training and development
The Bank continued to place
major emphasis on the
development of its human
resources. This includes both the

resources. This includes both the recruitment of high-potential and specialized staff, and the training and development of personnel in our operations around the world.

Educational programs for all staff below the rank of Manager continue to be offered by 17 training centres, 12 located in Canada and five in the Caribbean area. The Bank's programs at these centres range from technical subjects to customer relations and supervisory training. There were more than 8,000 registrations in such courses, on a Bank-wide basis, during fiscal 1979. The Bank also assists staff members who wish to take part in

educational programs of the Institute of Canadian Bankers. There were about 2,000 registrations in such courses by the Bank's personnel in 1979.

Moreover, about 700 of the Bank's management officers from around the world participated in programs during 1979 at Spencer Hall, our in-residence management development and continuing education centre.



One of the recent projects the Bank has helped to finance is the Mass Transit Railway of Hong Kong. The first phase of the Kowloon section of the subway opened on October 1, 1979, and the entire Kowloon section began full operations in December.



Automated equipment permits the rapid handling of data in the Bank's VISA authorization centre near Toronto. Above, Kaarina Aydinli, Assistant Unit Leader, enters and verifies information for Scotiabank VISA cardholders.



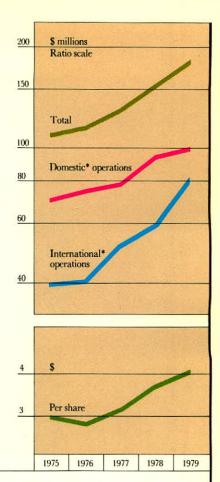
he Bank of Nova Scotia's financial results for fiscal 1979 reflect strong growth in

 assets, a solid rise in earnings, and large additions to capital and reserves. Dividends were increased substantially.

The operating environment in 1979 was a difficult one, particularly in Canada. Sharp increases in the general level of interest rates meant that our costs for Canadian dollar deposits increased much more sharply than average rates earned on Canadian dollar loans and securities, and consequently there was no abatement in the recent trend of narrowing interest profit margins. Nonetheless, after-tax Balance of Revenue earned from Canadian operations, by rising 5.6%, accounted for 55% of the year's total after-tax Balance of Revenue.

A much stronger performance was the case with our international operations, where after-tax Balance of Revenue increased by 36.5%. Such growth — offsetting the weaker performance of the domestic business — clearly demonstrates the benefits of the international diversification of the Bank's business.

The charts and text on this and the following seven pages present a more detailed review of the Bank's 1979 results, and provide an analysis of how they were achieved. They should be read together with the Financial Statements of the Bank and its controlled corporations (Pages 33-49).



Balance of Revenue after provision for income taxes

In 1979, the Bank's after-tax Balance of Revenue rose by \$27.0 million, or 17.6%, to \$180.9 million. In contrast to the experience in fiscal 1978, international operations in 1979 took over from domestic operations as the major contributor to profit growth. Principal reasons for the international earnings improvement of 36.5% were strong asset growth, substantial gains in fee revenue, and a slight upturn in the interest profit margin. Meanwhile, the results for domestic operations were constrained by a significant narrowing in the Canadian currency interest profit margin and continued growth in operating costs.

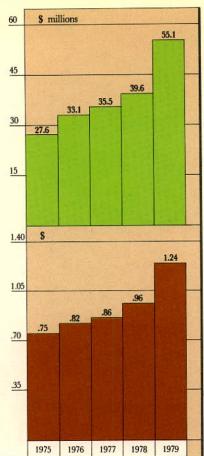
Earnings per share for 1979, at \$4.12, were up 39 cents from the 1978 level. The rights issue announced in February resulted in a year-over-year increase of 2.6 million in the average number of shares outstanding. Since 1975, the Bank's average number of shares outstanding has increased by 6.8 million, while earnings per average share have grown by \$1.11.

	1975	1976	1977	1978	1979
Average number of shares outstanding ('000s) Contribution to Balance of Revenue after provision for income taxes:	37,077	40,149	41,250	41,250	43,869
Domestic* operations	64.2%	64.8%	60.1%	61.2%	55.0%
International* operations	35.8%	35.2%	39.9%	38.8%	45.0%

^{*}The division of results into the two major components is based on a number of assumptions and internal allocations.



Dividends

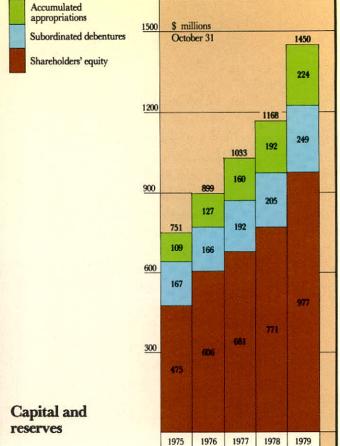


The Bank paid out \$55.1 million in dividends to shareholders during fiscal 1979, a rate of \$1.24 per share. This was \$15.5 million or 39% higher than in 1978. Since 1975, dividends paid per share have grown at a compound annual rate of 13.6%. The 1979 ratio of dividends to fully taxed Balance of Revenue was 30.4%.

The dividend for the quarter ending January 31, 1980 has been set at 33 cents per share, an indicated annual rate of \$1.32.

The Bank continues to endeavour to strike an appropriate balance between cash dividends to shareholders and the retention of earnings to build its capital base and provide for future growth. In 1979, \$100 million was transferred to Rest Account from earnings.

	1975	1976	1977	1978	1979
Dividends paid as a % of: Balance of Revenue after provision for income taxes	24.7%	28.3%	27.0%	25.7%	30.4%
Balance of Profits	42.7%	48.0%	45.7%	43.6%	51.5%

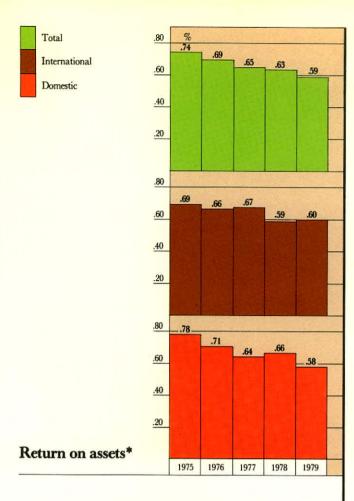


The Bank added a total of \$282 million to its capital and reserves in 1979. The increase of 24.2% was slightly less than the rate of growth for total deposits, so the ratio of capital and reserves to deposits declined to 4.55% from 4.61%.

The addition to capital and reserves was achieved in part by transferring \$100 million to Rest Account from earnings. Of the balance, \$106 million came from the rights issue, a net of \$44 million from subordinated debentures outstanding, and \$32 million by way of a net addition to Accumulated Appropriations for Losses Account.

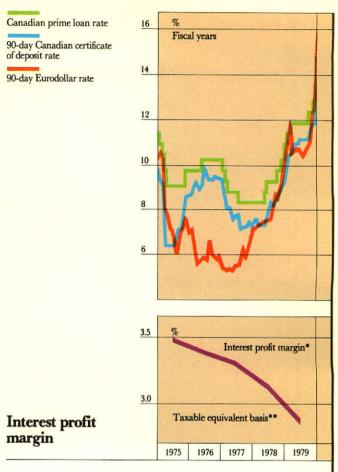
At year-end, the Bank's capital and reserves per equivalent fully-paid share outstanding stood at \$31.46, an increase of \$3.15 from the October 31, 1978 level.

	1975	1976	1977	1978	1979
Capital and reserves at October 31 as a % of total deposits at October 31	5.29%	5.49%	5.11%	4.61%	4.55%



In 1979, the Bank earned 59 cents after income tax on each 100 dollars of average assets outstanding during the year, a drop of four cents from the 1978 level.

Canadian operations experienced a 0.08-percentage-point drop in return on assets, while international operations had a modest 0.01-percentage-point increase. As a result, the Canadian return of 0.58% dropped below the 0.60% international rate of return.



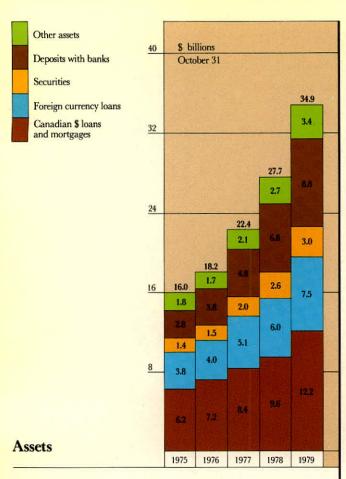
The general level of interest rates continued to rise sharply in 1979. The Canadian prime rate, 11% on November 1, 1978, increased six times during the fiscal year, to 14.75% on October 31, 1979. Rates in the United States and the Eurodollar markets rose even more. These interest rate responses to high rates of inflation and balance of payments problems, particularly in the U.S. and Canada, created difficult challenges for the Bank. By careful liability management, the Bank was able to maintain its interest spreads on international operations, but its Canadian currency interest margin fell throughout the year. Canadian dollar deposit costs rose faster than the return on an asset portfolio which includes a sizeable proportion at fixed rates, and this basic problem was compounded as many holders of Canadian dollar term deposits exercised their early maturity options.

^{*}Balance of Revenue after provision for income taxes divided by the average of month-end total assets.

^{*}Defined as net interest income as a % of average total interest-earning assets.

Total interest-earning assets are loans, deposits with other banks (excluding the Bank of Canada) and securities.

^{**}Income from tax-exempt securities has been expressed on an equivalent before-tax basis.

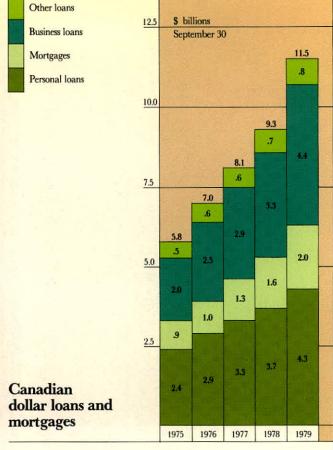


Total assets grew rapidly in 1979, increasing 25.9% to reach \$34.9 billion at year-end.

Most of the components showed strong increases. Canadian dollar loans and mortgages increased 27%, foreign currency loans 23%, and deposits with other banks 29.3%. The rate of increase in securities, at 16.7%, was about half the percentage gains of recent years, however.

This pattern of broadly diversified growth is a reflection of the breadth of the Bank's markets and of the effectiveness of our lending strategies throughout the year.

	1975	1976	1977	1978	1979
% increase over previous year	+18.9%	+13.6%	+23.0%	+23.8%	+25.9%

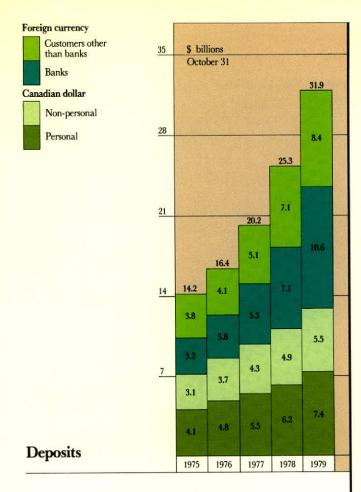


All segments of the Bank's lending in Canadian currency showed strong growth in 1979. Personal loans increased 17.7% as several product and marketing changes were made to offset the effects of aggressive competition. Canadian dollar business loans were up almost 33% because of strong underlying demand and the Bank's success in increasing its market penetration. Despite sluggish new housing activity in Canada, mortgage outstandings on the Bank's books increased by 25% as advantage was taken of resale housing mortgage opportunities.

"Other loans," primarily agricultural credits and loans to provinces and local governments, increased a healthy 19.4%.

During the year, the Bank introduced several new or improved lending services which are expected to make their principal contributions to growth and profitability in 1980 and subsequent years.

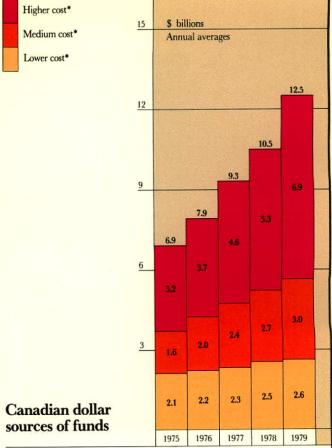
	1975	1976	1977	1978	1979	
% increase over previous year	+18.1%	+19.7%	+15.6%	+14.9%	+24.4%	



Total deposits increased by 25.8% over the course of 1979, the fastest rate of growth experienced in the past five years. Higher interest rates offered in Canada gave encouragement to savers and this was reflected in a rise of almost 20% in personal Canadian currency deposits, up from 12% in 1978. The effect of a very high rate of increase in non-personal term and notice deposits (36%) was substantially offset by slower growth in corporate current accounts and a drop in federal government deposits; the net result was an increase of only 10% in total non-personal Canadian dollar deposits.

Foreign currency deposits grew by 34% over the year. In contrast to 1978, the greater growth came from deposits by other banks, which were up by almost 50%. But growth in deposits from other, more stable sources was still more than 18%.

	1975	1976	1977	1978	1979
% increase over previous year	+17.1%	+15.4%	+23.5%	+25.3%	+25.8%

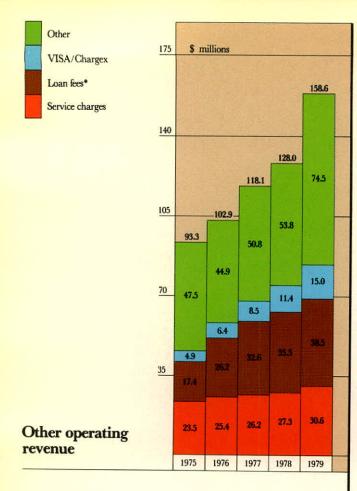


One factor which has contributed to the reduction in the Bank's Canadian interest profit margin has been the increasing reliance on sources of funds with high average costs. Since 1975, demand deposits and chequing savings accounts — the Bank's least expensive funding sources — have increased by a total of \$541 million, a compound rate of increase of under 7% a year. However, the balances in its most expensive source of funds — primarily term deposits — have increased by \$3,751 million, a rate of increase of more than 21% a year. This trend continued in 1979 when the least expensive deposits grew 3.9%, the medium-priced ones by 10.9%, and the most expensive by 30.3%. Higher cost funds were 55% of the total in 1979, up from 46% in 1975.

This trend, which is common throughout the Canadian banking industry and also prevalent in other countries, reflects customers' increased desires to maximize their interest return, particularly because of high inflation. Further, it demonstrates the keen competition that exists among financial intermediaries for depositors' funds.

	1975	1976	1977	1978	1979
% increase over previous year		+15.7%	+16.8%	+13.6%	+19.0%
Higher cost funds as a % of tota funds	46.0%	46.6%	49.2%	50.3%	55.1%

^{*}Deposit category definitions: lower cost — demand and chequing savings deposits; medium cost — non-chequing savings deposits; and higher cost — certificates of deposit, bearer deposit notes, savings certificates, swapped U.S. dollars, debentures and Canadian government deposits.

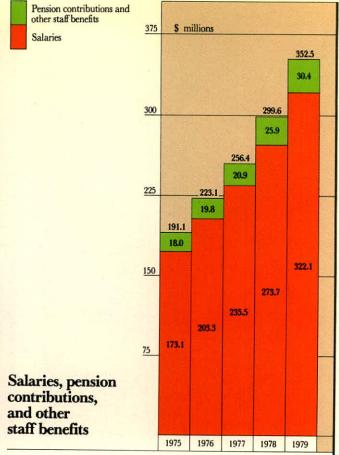


Other operating revenue earned by the Bank increased by 24% in 1979, the largest annual percent increase since 1974, and much better than the 8.3% achieved in 1978. This category of revenue includes all income other than interest and dividends received by the Bank from loans, mortgages and securities.

The broad "other" category of non-interest revenues contributed the most substantially to the overall 24% rate of growth, as service charges and loan fees had improvements in only the 10% range. Within the "other" category, securities commissions and foreign exchange revenues were the stand-out headings. VISA merchant commissions also showed strong growth.

3	1975	1976	1977	1978	. 1979	
% increase over previous year	+20.3%	+10.2%	+14.8%	+8.3%	+24.0%	j

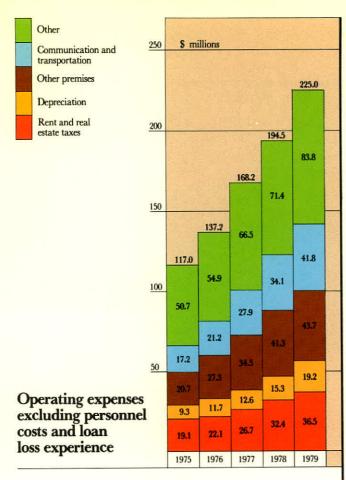
Includes standby and loan management fees, fees from acceptances and letters of credit, and mortgage commissions.



Direct salary costs rose 17.7% in 1979, and the percentage increase in other staff expenses was of almost the same size. The rate of growth in staffing levels was significantly lower than that recorded in recent years, but continued inflation put strong upward pressure on average salary costs. Only about one-quarter of the increase in staff costs resulted from the year-over-year increase of 858 or 4.1% in average staffing levels.

The Bank continued to improve its employee benefits programs in 1979, making changes to the staff loan program, transfer policy, and medical and life insurance plans.

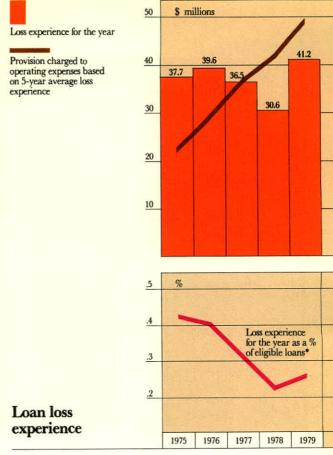
	1975	1976	1977	1978	1979	
Average number, full-time staff	17,867	18,648	19,900	21,058	21,916	



These expenses increased 15.7% in 1979, the same rate as in 1978. The 12.6% rise in property rents and real estate taxes reflected the opening of 23 new offices during the year, plus a full year's effect of the large net increase of 27 offices in 1978. Depreciation charges increased sharply, as major parts of the Bank's computer facilities — previously leased — were purchased. The resulting savings in rental expenses are reflected in the very low rate of growth of "Other Premises" costs.

Communication and transportation costs have continued to rise quickly. This is the result of price increases by utility companies, further expansion of data communications facilities and more use of them, and the costs inevitably associated with supervising and supporting an ever-expanding network of branches in Canada and offices around the world.

	1975	1976	1977	1978	1979	
% increase over previous year	+20.8%	+17.2%	+22.6%	+15.7%	+15.7%	

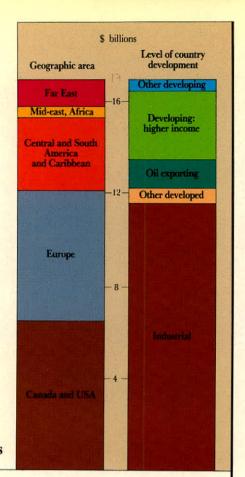


Loan loss experience for fiscal 1979 was approximately one-quarter of one percent of the Bank's "eligible" loans.* Although this expense, at \$41.2 million, was the highest in our experience, it was only slightly above the level reached in 1976.

Almost all the increase in loan loss experience resulted from domestic operations; as in 1978, international operations had a small credit in 1979 because of reversals of provisions made in previous years. Compared with 1978, the increase in domestic loan loss experience arising from personal loan plan and credit card operations was small, at \$2.1 million; in the case of domestic "conventional" loans, the increase of \$7.2 million in loss experience brought the figure for this type of credit back up to the level of 1977.

The provision for losses charged to operating expenses (calculated on the basis of a five-year averaging formula prescribed by the Minister of Finance) increased by 19.7% in 1979, reaching \$49.8 million.

^{*}The definition of eligible loans (which are as at Sept. 30) is prescribed by the Minister of Finance and includes letters of credit, acceptances and guarantees but excludes loans to or guaranteed by another bank, the governments of Canada or a province, the governments of the United States and United Kingdom and certain less material items.



Major foreign currency assets

Management of the geographical distribution of credit risks is one of the most important aspects of the Bank's overall international operations. A carefully designed reporting system provides accurate and up-to-date information about the geographical distribution of the Bank's foreign currency and international assets, including exposures, types of asset, and maturity schedules. Political and economic conditions in the various countries where the Bank does business are the subject of regular study. Based on these studies, the Bank sets guidelines for the exposure that may be incurred to any one country, and these are subject to periodic analysis and review.

Major foreign currency assets as a % of major earning assets

By geographic area		By level of country development		
Canada and U.S.A.	21.3%	Industrial	37.7%	
Europe	18.2	Other Developed	2.3	
Central and South		Oil Exporting	3.9	
America and		Developing:		
Caribbean	10.3	higher income*	10.0	
Middle East and Africa	1.4	middle income*	1.0	
Far East	3.8	lower income*	0.1	
Total	55.0%	Total	55.0%	

Definitions: major foreign currency assets include loans, securities, and deposits with banks but exclude cash, gold and call loans; major earning assets are total loans, securities and deposits with banks. Distribution is based on location of ultimate risk.

*As defined in the World Bank Atlas.

Handling foreign exchange and money market transactions is virtually an around-the-world, around-the-clock operation. Shown at right are several of the Bank's trading centres.







Hong Kong

Calgary

Manila





London

Toronto







San Francisco

Vancouver

New York

Highlights of Consolidated Results (\$000's)

As at October 31	1979		1978	
	Fully		Fully	
Assets and Liabilities	consolidated	Statutory	consolidated	Statutory
Total deposits	\$32,162,219	\$31,875,414	\$25,888,383	\$25,332,611
Total loans	20,561,585	19,658,796	16,724,612	15,648,478
Total securities	3,018,763	3,027,989	2,701,732	2,594,309
Total assets	35,954,110	34,868,869	28,894,429	27,686,714
Total capital employed	1,260,422	1,225,989	988,019	976,049
Minority shareholders' capital funds	13,028	_	17,095	_
Capital funds	1,247,394	1,225,989	970,924	976,049

For the financial year ended October 31	1979		1978	
Revenue and Expenses	Fully consolidated	Statutory	Fully consolidated	Statutory
Total revenue	\$ 3,353,431	\$ 3,223,640	\$ 2,255,414	\$ 2,138,264
Balance of revenue after minority interest and				
before income taxes	255,099	241,692	248,510	239,483
Per share	5.82	5.51	6.02	5.81
Balance of revenue after income taxes	185,621	180,892	153,262	153,883
Per share	4.23	4.12	3.72	3.73
Balance of profits after transfers to				
appropriations for losses account	111,367	106,892	88,419	90,883
Per share	2.54	2.44	2.14	2.20
Average number of shares outstanding	43,	868,894	41,	250,000

Note: The above highlights of the fully consolidated financial statements include the assets, liabilities and results of operations of all subsidiaries. The results of associated companies, in which the Bank has a significant but not controlling interest, are included on an equity basis.

Comments: Under the Bank Act only wholly owned subsidiaries engaged in banking may be consolidated in the annual financial statements of a bank. The Bank believes that the operations of certain other subsidiary and affiliated companies, which are not consolidated in its statutory reports, are sufficiently important to warrant disclosure of their contribution to the financial results. Accordingly, the Bank has prepared fully consolidated figures and the highlights set out above have been reported on by the shareholders' auditors to the Board of Directors.

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Summary of significant accounting policies

Bank Act

The format of the financial statements is prescribed by the Bank Act with significant accounting policies and practices specified in rules issued under the authority of the Minister of Finance pursuant to that Act.

Accrual Accounting

All significant revenues and expenses are accounted for on the accrual basis of accounting. Accrued interest on loans, securities and deposits is recorded in the statement of Assets and Liabilities in the related asset or liability category. Where doubt as to collectibility exists, interest is recorded only as cash is received.

Basis of Consolidation

The financial statements include the assets and liabilities and results of operations of all wholly owned banking subsidiaries. Investments in shares of other controlled corporations are carried at the lower of cost and estimated realizable value and income is recognized when dividends are received. Balance sheets of unconsolidated controlled corporations are shown separately in the Annual Report.

Securities

Securities issued or guaranteed by Canada and the provinces are carried at amortized cost. Other securities held in the Bank's investment account are grouped into specified categories and each category is carried at the lower of amortized cost and market. Securities held in the Bank's trading account are carried at market.

Gains and losses on disposals and valuations to market of investment account securities are reported in the statement of Accumulated Appropriations for Losses. The corresponding amounts for trading account securities are included in income from securities in the statement of Revenue, Expenses and Undivided Profits.

Loans

Loans are recorded at estimated realizable value. Increases or decreases in specific provisions required to adjust loans to estimated realizable value together with cash recoveries on loans previously written off comprise the loan loss experience for the year.

The provision for losses on loans, included in the statement of Revenue, Expenses and Undivided Profits, results from applying a five-year moving weighted average ratio of loan loss experience to outstanding eligible loans at year-end. The method of calculation and the definition of eligible loans are prescribed in regulations issued by the Minister of Finance.

The difference between the



The Bank regularly recruits and develops young staff members considered to have high potential. Above, Claude Ethier, Regional Training Officer, makes a presentation to a

group of recently hired university graduates at the Bank's Training Centre in its Montreal-based Quebec Regional Office.

actual loan loss experience for the year and the provision for losses on loans is charged or credited in the statement of Accumulated Appropriations for Losses.

Accumulated Appropriations for Losses

In addition to the provision for losses on loans based on the fiveyear average loss experience, an annual appropriation for losses may be made. This is intended to provide for future losses yet to be identified in respect of loans, securities, premises, and foreign currency positions of a capital nature. The accumulated appropriations consist of two elements - general and tax paid. The general portion, which is not subject to income tax, is limited to an amount equal to 11/2% of the first \$2 billion in eligible assets and 1% of the remainder of eligible assets less specific provisions applied against these assets. The tax paid portion is an additional amount accumulated over the years upon which income tax has been paid.

Acceptances, Guarantees and Letters of Credit

The Bank's contingent liability under acceptances, guarantees and undrawn letters of credit is reported as a liability in the statement of Assets and Liabilities. The Bank has an offsetting claim against its customer in the event of a call on any of these commitments, which is reported as an asset.

Translation of Foreign Currencies
Assets and liabilities denominated
in foreign currencies are translated
into Canadian dollars at rates prevailing at the end of the fiscal period with the exception of bank
premises which are recorded at
historic Canadian dollar cost.
Revenue and expenses, except depreciation, denominated in foreign
currencies are translated at the average exchange rates prevailing
throughout the year.

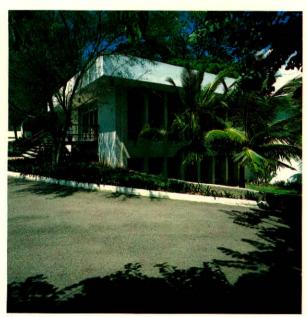
Profits and losses on foreign exchange trading positions are included in the statement of Revenue, Expenses and Undivided Profits. Net unrealized losses on positions of a capital nature are charged to accumulated appropriations for losses and net unrealized gains are deferred in other liabilities.

Bank Premises

Premises and equipment are depreciated over their estimated useful lives using the straight line method. Gains and losses on the disposal of fixed assets are recorded in the statement of Accumulated Appropriations for Losses.

Pension Costs

Actuarial valuations of the pension plans operated by the Bank are made at least every three years. Pension costs are charged in the statement of Revenue, Expenses and Undivided Profits. These include contributions for current service and for amortization of payments made in prior years for past service, the balance of such payments remaining to be amortized over the period to 1993 being \$3,675,000 at October 31, 1979. There is no unfunded past service obligation at October 31, 1979.



Shown above is the Acadia Training Centre in Kingston, Jamaica. The residential centre, which opened in December 1974, provides both technical and supervisory courses for the staff of The Bank of Nova Scotia Jamaica Limited, and supervisory courses for personnel of Scotiabank's other Caribbean operations.



Early in 1979 Scotiabank was the lead bank in a syndication which raised more than \$300 million for the Government of Quebec. Shown signing the documentation are, from left, C.E. Ritchie, Chairman of the Bank; Jacques Parizeau, Finance Minister; and Michel Caron, Deputy Minister of Finance.

The Bank of Nova Scotia

Statement of Assets and Liabilit

CONTRACTOR OF THE TABLE OF THE CONTRACTOR OF THE		
As at October 31	1979	1978
Assets	610 140 910 397	¢ 7 607 220 700
Cash and due from banks Cheques and other items in transit, net	\$10,140,819,387 251,476,747	\$ 7,607,239,708 323,138,119
Total cash resources	10,392,296,134	7,930,377,827
Electric Materials and a second a second and	5 20 50	20 ON X
Securities issued or guaranteed by Canada, at amortized value Securities issued or guaranteed by provinces, at amortized value	1,249,767,424 66,253,349	1,223,613,543 62,618,893
Other securities, not exceeding market value	1,711,968,721	1,308,076,853
Total securities	3,027,989,494	2,594,309,289
Day, call and short loans to investment dealers and brokers,	3,027,303,434	2,334,303,203
secured	802,353,469	608,667,240
Other loans, including mortgages, less provision for losses	18,856,442,893	15,039,810,274
Total loans	19,658,796,362	15,648,477,514
Bank premises at cost, less amounts written off	222,403,070	188,743,588
Securities of and loans to corporations controlled by the bank	73,805,188	177,976,312
Customers' liability under acceptances, guarantees and letters of	70,000,200	177,070,012
credit, as per contra	1,451,694,262	1,130,828,731
Other assets	41,884,155	16,000,700
	\$34,868,868,665	\$27,686,713,961
Deposits by provinces Deposits by banks Personal savings deposits payable after notice, in Canada, in	201,883,874 10,764,299,933	546,122,664 7,277,389,130
Canadian currency	7,409,178,536	6,197,118,519
Other deposits	13,190,532,473	10,769,894,299
Total deposits	31,875,413,673	25,332,610,833
Acceptances, guarantees and letters of credit	1,451,694,262	1,130,828,731
Other liabilities	91,573,209	55,401,301
Accumulated appropriations for losses	224,198,353	191,824,069
CAPITAL FUNDS		
Debentures issued and outstanding (Note 3)	248,630,000	204,641,000
SHAREHOLDERS' EQUITY:		
Capital stock Authorized 50,000,000 shares at \$1 per share		
Issued:(Note 4)	46,096,597	41,250,000
Rest account	930,267,508	729,000,000
Undivided profits	995,063	1,158,027
Total shareholders' equity	977,359,168	771,408,027
Total capital funds	1,225,989,168 \$34,868,868,665	976,049,027 \$27,686,713,961

C. E. Ritchie, Chairman of the Board, President and Chief Executive Officer J. A. G. Bell, Executive Vice-President and Chief General Manager

The Bank of Nova Scotia

Statement of Revenue, Expenses and U	Individed Profits
For the financial year ended October 3	1

For the financial year ended October 31		1979		1978
Revenue				
Income from loans	\$2	,814,827,163	\$	1,839,178,091
Income from securities	*-	250,209,168	Ψ.	171,131,290
Other operating revenue		158,604,058		127,954,436
Total revenue	3	3,223,640,389	2	2,138,263,817
Expenses				
Interest on deposits and bank debentures	2	,354,628,063		1,363,026,079
Salaries, pension contributions and other staff benefits		352,540,343		299,646,117
Property expenses, including depreciation		99,380,890		89,026,690
Other operating expenses, including provision for losses on loans of \$49,804,395 (1978: \$41,591,514) based on five-year average loss				
experience (Note 5)		175,398,726		147,081,503
Total expenses	2	2,981,948,022]	1,898,780,389
Balance of revenue		241,692,367		239,483,428
Provision for income taxes relating thereto (Note 6)		60,800,000		85,600,000
Balance of revenue after provision for income taxes		180,892,367		153,883,428
Appropriation for losses		74,000,000		63,000,000
Balance of profits for the year		106,892,367		90,883,428
Dividends		55,055,331		39,600,000
Amount carried forward		51,837,036		51,283,428
Undivided profits at beginning of year		1,158,027		874,599
Transfer from accumulated appropriations for losses		48,000,000		39,000,000
		100,995,063		91,158,027
Transferred to rest account		100,000,000		90,000,000
Undivided profits at end of year	\$	995,063	\$	1,158,027
Statement of Rest Account				
For the financial year ended October 31		1979		1978
Balance at beginning of year	\$	729,000,000	\$	639,000,000
Premium on issue of additional capital stock (Note 4)	4	101,267,508	*	_
Transferred from undivided profits		100,000,000		90,000,000
Balance at end of year	\$	930,267,508	\$	729,000,000

The Bank of Nova Scotia

Statement of Accumulated Appropriations for Losses

For the financial year ended October 31	1979	1978
Accumulated appropriations at beginning of year:		
General	\$ 75,002,017	\$ 63,855,516
Tax paid	116,822,052	95,945,923
Total	191,824,069	159,801,439
Additions (deductions) during year:		
Appropriation from current year's operations	74,000,000	63,000,000
Loss experience on loans less provision included in other		
operating expenses (Note 5)	8,632,519	10,966,020
Profits and losses on securities, including provisions to reduce		
securities other than those of Canada and provinces to values		
not exceeding market	(1,983,742)	(9,268,959)
Other profits, losses and non-recurring items, net	(3,974,493)	1,125,569
Provision for income taxes, including credit of \$5,500,000		
(1978: \$5,200,000) related to appropriation from current		
year's operations (Note 6)	3,700,000	5,200,000
	272,198,353	230,824,069
Transfer to undivided profits	(48,000,000)	(39,000,000)
Accumulated appropriations at end of year:		
General	83,542,580	75,002,017
Tax paid	140,655,773	116,822,052
Total	\$224,198,353	\$191,824,069

Notes to the Financial Statements

1. Significant Accounting Policies

A summary of the Bank's significant accounting policies is set out on Pages 34 and 35.

2. Wholly Owned Banking Subsidiaries

The Financial Statements include the assets and liabilities and results of operations of the following wholly owned banking subsidiaries: The Bank of Nova Scotia N.V.; BNS International (United Kingdom) Limited; BNS International N.V.; BNS International (Ireland) Limited; The Bank of Nova Scotia International Limited and its wholly owned subsidiaries, The Bank of Nova Scotia International (Curacao), N.V. and BNS International (Panama) S.A.; BNS International (Hong Kong) Limited; The Bank of Nova Scotia Channel Islands Limited and its wholly owned subsidiary, The Bank of Nova Scotia Trust Company Channel Islands Limited; Scotiabank de Puerto Rico; The Bank of Nova Scotia Asia Limited.

Scotiabank de Puerto Rico which commenced operations September 7, 1979 resulted from the merger of the formerly 93.8% owned Banco Mercantil de Puerto Rico with certain Puerto Rico branches of The Bank of Nova Scotia. The Bank of Nova Scotia Asia Limited was incorporated July 26, 1979 to operate as a full service merchant bank in Singapore.

3. Subordinated Debentures Subordinated debentures issued and outstanding at October 31:				
		1979		1978
7% October 15, 1987	\$	8,702,000	\$	9,068,000
7% April 15, 1991		1,561,000		1,711,000
6¾%-7% January 1, 1992		2,582,000		3,862,000
7½% January 1, 1988 (Maturity on July 1, 1979 at the option of the holder) 8½%-8½% March 1, 1990 (Maturity on March 1, 1982 at the option of the		785,000		30,000,000
holder)		50,000,000		50,000,000
9½% September 15, 1997		50,000,000		50,000,000
9% April 1, 1984		60,000,000		60,000,000
At a floating rate equal to the Bank's prime rate of interest minus %ths of 1%				
(Maturity on May 15, 1989)		75,000,000		-
	\$2	248,630,000	\$2	204,641,000

All of the above issues with the exception of the 9% April 1, 1984, and the floating rate issue are subject to sinking fund provisions.

4. Rights Issue

During 1979 shareholders were offered rights to purchase additional shares on a 1 for 8 basis at \$21.75 per share resulting in the following:

			unts received to ectober 31, 1979	Amount	s on completion
	Number of shares	Capital paid up	Rest account	Capital paid up	Rest account
Fully paid	3,780,615	\$ 3,780,615	\$ 78,447,761	\$ 5,156,250	\$106,992,188
Partly paid	1,375,635	1,065,982	22,819,747		
	5,156,250	\$ 4,846,597	\$101,267,508	\$ 5,156,250	\$106,992,188
The monthly average	of equivalent fully pa	id shares outstan	ding is as follows:		1070
				1979	1978
				43,868,894	41,250,000

5. Loan Losses

In 1979 the Bank's loan loss experience was \$41,171,876 or .253% of eligible loans as compared to \$30,625,494 or .232% in 1978.

6. Provision For Income Taxes Provision for income taxes shown in:	1979	1978
Statement of Revenue, Expenses and Undivided Profits Statement of Accumulated Appropriations for Losses	\$ 60,800,000 (3,700,000)	\$ 85,600,000 (5,200,000)
Total provision for income taxes	\$ 57,100,000	\$ 80,400,000

Auditors' Report

To the shareholders of The Bank of Nova Scotia

We have examined the statement of assets and liabilities of The Bank of Nova Scotia as at October 31, 1979, and the statements of revenue, expenses and undivided profits, accumulated appropriations for losses and rest account for the year ended on that date. 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 the foregoing statements present fairly the financial position of the Bank as at October 31, 1979, and the revenue, expenses and undivided profits, accumulated appropriations for losses and rest account for the year ended on that date.

M.A. MacKenzie, F.C.A., of Clarkson, Gordon & Co.

A.G. Watson, F.C.A., of Peat, Marwick, Mitchell & Co.

Toronto, Canada, November 28, 1979

Consolidated Statement of Assets and Liabilities Expressed in Jamaican dollars (Canadian equivalent \$.6668)

As at October 31	1979
Assets	
Cash and due from banks	J\$ 55,435,249
Cheques and other items in transit, net	1,461,123
Government of Jamaica securities at amortized value	113,364,902
Other securities at cost	2,817,639
Loans, less provision for losses	235,017,447
Customers' liability under acceptances, guarantees and letters of credit	49,853,009
Real estate at valuation and equipment at cost, less depreciation (Note 2)	12,171,543
Investment in The West India Company of Merchant Bankers Limited at cost	800,000
Other assets	872,137
	J\$471,793,049
Liabilities	
Deposits	J\$403,642,689
Acceptances, guarantees and letters of credit	45,002,342
Other liabilities	2,885,992
Shareholders' equity:	2,005,552
Capital stock J\$ 6,600,000	
Reserve fund 13,250,000	
Retained earnings 412,026	20,262,026
	J\$471,793,049

Notes:

- 1. The capital stock is 70% owned by The Bank of Nova Scotia and carried on the books of the Bank at the amount of Canadian \$6,623,070.
- 2. Freehold land and buildings of the Bank were professionally revalued in 1975 with the resultant increase of J\$1,900,000 over original cost being credited to the reserve fund.

J\$15,142,844

As at October 31		1979
Assets		
Cash and due from banks		J\$ 1,433,968
Securities at amortized value		344,999
Loans, less provision for losses		8,399,233
Factoring agreements (Note 2)		3,574,108
Customers' liability under guarantees and commitments accepted, as per		
contra		1,295,172
Furniture, fixtures and equipment at cost, less depreciation		9,933
Other assets		85,431
		J\$15,142,844
Liabilities		
Deposits		J\$11,543,455
Guarantees and commitments accepted		1,295,172
Factored payables		965,773
Other liabilities		114,382
7% Capital note (Note 3)		700,000
Shareholders' equity:		
Capital stock	J\$300,000	
General reserve	207,000	
Retained earnings	17,062	524,062

Notes:

- 1. The West India Company of Merchant Bankers Limited provides investment banking services in Jamaica. The capital stock is two-thirds owned by The Bank of Nova Scotia and is carried on the books of the Bank at the amount of Canadian \$257,685. The Bank of Nova Scotia Jamaica Limited owns the remaining shares.
- 2. The company has entered into agreement whereby the company factors inventories. The company's exposure is secured by guarantees from major trans-national companies.
- 3. This note is payable to The Bank of Nova Scotia Jamaica Limited and is approved by the Minister of Finance as forming part of the company's paid up capital and reserve fund for the purpose of fulfilling the conditions of its licence.

Consolidated Statement of Assets and Liabilities Expressed in Bahamas dollars (Canadian equivalent \$1.1603)

As at September 30		1979
Assets		
Cash and due from banks		B\$151,853,881
Canadian Government securities at amortized value		218,763
Bahamas, Barbados and Jamaican Government securities at amortized value		1,214,105
Other securities at cost		51,386
Loans and mortgages, less provision for losses		12,394,552
Customers' liability under guarantees and other obligations, as per contra		5,988,216
Furniture, fixtures and equipment at cost, less depreciation		184,983
		B\$171,905,886
Liabilities		
Deposits, trusts and other balances		B\$162,946,989
Guarantees and other obligations		5,988,216
Other liabilities		693,859
Shareholders' equity:		
Capital stock	B\$2,250,000	
Retained earnings	26,822	2,276,822
		B\$171,905,886

Note: The Bank of Nova Scotia Trust Company (Bahamas) Limited provides a full range of personal and corporate trust services. The capital stock is wholly owned by The Bank of Nova Scotia and is carried on the books of the Bank at the amount of Canadian \$2,342,489.

As at October 31		1979
Assets		
Cash and due from banks		US\$2,573,437
Securities at amortized value		1,716,108
Furniture, fixtures and equipment at cost, less depreciation		2,311
Other assets		253
		US\$4,292,109
Liabilities		T 1000 005 000
Deposits		US\$2,225,090
Other liabilities		49,123
Shareholders' equity:	************	
Capital stock	US\$1,000,000	
Paid in surplus	1,000,000	
Retained earnings	17,896	2,017,896
		US\$4,292,109

Note: The Bank of Nova Scotia Trust Company of New York provides fiduciary services. The capital stock, except for the Directors' qualifying shares, is wholly owned by The Bank of Nova Scotia and is carried on the books of the Bank at the amount of US\$1,986,000.

The Bank of Nova Scotia Trust Company (United Kingdom) Limited		
Statement of Assets and Liabilities Expressed in Pounds Sterling (Canadian equivalent \$2.4651)		
As at October 31		1979
Assets		500 100
Cash and due from banks	1	533,432
United Kingdom Government securities at amortized value		100,915
Loans, less provision for losses		13,256,100
Other assets		1,320
	1	£13,891,767
Liabilities		
Due to The Bank of Nova Scotia	£	£11,947,139
Deposits		1,582,879
Other liabilities		56,568
Shareholders' equity:		
Capital stock £300.		
Retained earnings 5,	181	305,181
	£	£13,891,767

Note: The Bank of Nova Scotia Trust Company (United Kingdom) Limited provides fiduciary services. The capital stock is wholly owned by The Bank of Nova Scotia and is carried on the books of the Bank at the amount of Canadian \$722,900.

Consolidated Statement of Assets and Liabilities

As at October 31		1979
Assets		2232
Cash and due from banks		\$ 945,117
Accounts receivable		307,898
Prepaid expenses		284,956
Other assets		26,658
Land and buildings at cost	\$79,641,374	10,000
Less accumulated depreciation	15,116,624	64,524,750
		\$66,089,379
Liabilities		
Due to The Bank of Nova Scotia		\$38,310,791
Accrued liabilities		843,325
Deferred income taxes		893,143
Long term debt due 1980 to 1992		14,883,470
Preferred shares of joint venture companies (Note 2)		5,650,000
Shareholders' equity:		5,555,555
Capital stock	\$ 5,000,000	
Retained earnings	508,650	5,508,650
		\$66,089,379

Notes:

1. The consolidated financial statements include the accounts of the company, its wholly owned subsidiaries, and the company's 50% share of the individual assets, liabilities, revenues and expenses of two joint venture companies. The capital stock is wholly owned by The Bank of Nova Scotia and is carried on the books of the Bank at the amount of \$5,000,000.

The company owns the Bank's General Office building in Toronto and is also participating in office developments, part of which are occupied by the Bank.

2. The preferred shares of the joint venture companies are held by The Bank of Nova Scotia.

Statement of Assets and Liabilities Expressed in Cayman Islands dollars (Canadian equivalent \$1.4232)

As at October 31		1979
Assets		
Cash and due from banks		CI\$ 124,434
Accounts receivable		9,070
Other assets		8,000
Land and building at cost	CI\$1,909,179	(2)
Less accumulated depreciation	249,634	1,659,545
		CI\$1,801,049
Liabilities		
Due to The Bank of Nova Scotia		CI\$1,828,193
Accounts payable		15,229
Shareholders' equity:		
Capital stock	CI\$ 500	
Deficit	42,873	(42,373)
		CI\$1,801,049

Note: Empire Realty (Cayman) Limited owns an office building in the Cayman Islands, part of which is occupied by the Bank. The capital stock is wholly owned by The Bank of Nova Scotia and is carried on the books of the Bank at the amount of Canadian \$617.

Auditors' Report

To the shareholders of The Bank of Nova Scotia

We have examined the statements of assets and liabilities of the foregoing controlled corporations as of the dates indicated. Our examinations were 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 the accompanying statements of assets and liabilities present fairly the financial positions of the corporations as at the dates indicated.

M. A. MacKenzie, F.C.A., of Clarkson, Gordon & Co.

A. G. Watson, F.C.A., of Peat, Marwick, Mitchell & Co.

Toronto, Canada, November 28, 1979

The Bank of Nova Scotia Ten Year Statistical Review (\$000's)

Statement of Revenue, Expenses and Undivided Profits

Revenue Income from loans Income from securities Other operating revenue	2,814,827 250,209 158,604 3,223,640	\$ 1,839,178 171,131 127,955	\$ 1	,447,312 137,061
Income from securities	250,209 158,604	171,131	\$ 1	
	158,604			137 061
Other operating revenue		127,955		
Other operating revenue	3 223 640			118,111
Total revenue	3,223,010	2,138,264	1	,702,484
Expenses				
Interest on deposits	2,354,628	1,363,026	1	,014,697
Salaries, pension contributions, etc.	352,540	299,646		256,416
Property expenses	99,381	89,027		73,768
Other operating expenses	175,399	147,081		131,359
Total expenses	2,981,948	1,898,780	1	,476,240
Balance of revenue	241,692	239,484		226,244
Provision for income taxes	60,800	85,600		94,700
Balance of revenue after taxes	180,892	153,884		131,544
Appropriation for losses	74,000	63,000		54,000
Balance of profit for the year	106,892	90,884		77,544
Dividends	55,055	39,600		35,475
Amount carried forward	51,837	51,284		42,069
Undivided profits at beginning of year	1,158	874		805
Transfer from accumulated appropriation for losses	48,000	39,000		33,000
	100,995	91,158		75,874
Transferred to rest account	100,000	90,000		75,000
Undivided profits at end of year \$	995	\$ 1,158	\$	874
Balance of revenue after income taxes per share**	4.12	\$ 3.73	\$	3.19
Dividends paid per share**	1.24	\$.96	\$.86
Average number of shares outstanding	3,868,894	41,250,000	41	,250,000
Number of shareholders***	20,944	18,937		18,050
Number of offices***	1,095	1,078		1,051
Number of full-time personnel***	22,416	21,560		20,544

Note: For presentation purposes, certain statutory descriptions have been abbreviated.

^{*}Restated to reflect the two for one stock split on December 20, 1976

^{**}Based on average shares ***At October 31

1970		1971		1972			1973		1974		1975		1976	
427,908	\$	420,623	\$,784	45	,	646,666	\$,010,195	\$ 1	,217,512	\$ 1	285,320	\$ 1,
54,479		59,969		,274			66,764		86,050		104,153	97	119,988	
38,559		41,842		,128	4		57,527		77,592		93,320		102,865	
520,946		522,434		3,186	55		770,957		,173,837	1	,414,985	1	508,173	1,
320,478		281,467		,208	28		446,376		771,994		869,648		905,024	
86,445		90,624		,820	10		126,538		153,096		191,069		223,093	
21,96		24,736		,346	2		35,065		41,012		49,103		61,001	
30,172		34,008		2,438	4		53,699		68,292	1	90,563		105,602	
459,057		430,835		,812	45		661,678		,034,394	1	,200,383	1	294,720	1,
61,889		91,599		,374	10		109,279		139,443		214,602		213,453	
32,900		46,300		,700	4		52,500		68,900		102,900		96,600	
28,989		45,299		,674			56,779		70,543		111,702		116,853	
9,100		17,000		,200			21,000		26,000		47,000		48,000	
19,88		28,299		3,474	3		35,779		44,543		64,702		68,853	
12,96		14,175		5,368	3		17,888		21,322		27,641		33,066	
6,92		14,124		7,106	- 1		17,891		23,221		37,061		35,787	
1,53		1,459		,458			1,564		1,455		1,676		893	
i 		25,000		3,000			12,000		8,000		30,000		21,000	
8,45		40,583		,564	9		31,455		32,676		68,737		57,680	
7,00		39,125		0,000	8		30,000		31,000		67,844		56,875	
1,45	\$	1,458	\$	1,564	₿		1,455	\$	1,676	\$	893	\$	805	\$
*.87	\$	*1.34	\$	*1.71	\$	ru .	*1.68	\$	*2.00	\$	*3.01	\$	*2.91	\$
*.39	\$	*.420	\$	*.485	\$	Ç.	*.530	\$	*.605	\$	*.745	\$	*.815	\$
3,147,78	*3	3,750,000	*33	0,000	*33,7		3,750,000	*3	5,141,858	*35	7,076,958	*37	148,602	*40,
19,41		17,693		7,016			16,860		16,893		16,510		16,959	
87		897		933			957		982		1,004		1,031	
13,94		14,215		5,287		3	16,368		17,323		18,454		19,163	

Statement of	f Assets	and	Liabilities
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	1979	1978	1977
Assets			
Cash resources	\$10,392,296	\$ 7,930,378	\$ 5,534,888
Securities	3,027,989	2,594,309	1,944,841
Loans	19,658,796	15,648,478	13,554,462
Bank premises (net)	222,403	188,743	132,879
Other assets	1,567,385	1,324,806	1,192,177
Total	\$34,868,869	\$27,686,714	\$22,359,247
Liabilities			
Deposits	\$31,875,414	\$25,332,611	\$20,219,611
Sundry liabilities	1,543,268	1,186,230	1,106,980
Accumulated appropriations for losses	224,198	191,824	159,801
Debentures	248,630	204,641	191,730
Shareholders' equity	977,359	771,408	681,125
Total	\$34,868,869	\$27,686,714	\$22,359,247

Statement of Accumulated Appropriations for Losses

Balance at beginning of year	\$ 191,824	\$ 159,801	\$	126,712
Additions (deductions) during year:				
Current year's appropriations	74,000	63,000		54,000
Losses on loans under (over) 5 year average	8,632	10,966		266
Profits and losses on securities	(1,984)	(9,269)		12,948
Other profits and losses (net)	(3,974)	1,126		(3,325)
Provision for income taxes	3,700	5,200		2,200
Transfer to undivided profits	(48,000)	(39,000)		(33,000)
Balance at end of year	\$ 224,198	\$ 191,824	\$	159,801
General appropriations	83,542	75,002	581 7.	63,855
Tax paid appropriations	140,656	116,822		95,946
Total	\$ 224,198	\$ 191,824	\$	159,801

Statement of Rest Account

Balance at beginning of year	\$ 729,000	\$ 639,000	\$ 564,000
Premium on new shares offered	101,268	_	
Transferred from undivided profits and tax paid reserves	100,000	90,000	75,000
Balance at end of year	\$ 930,268	\$ 729,000	\$ 639,000

Note: For presentation purposes, certain statutory descriptions have been abbreviated.

1970		1971		1972		1973		1974		1975		1976	
270,360	\$1,	291,408	\$1,	,886,654	\$1,	2,846,130	\$ 2	,257,625	\$ 3	3,476,946	\$ 3	4,421,579	\$ 4
848,741		016,914	1,	,077,295	1.	,031,913	1	,370,772	1	,381,181	1	1,537,163	1
956,154	3,	430,070	4,	,121,909	5	,908,304	5	,968,152	7	9,973,592		1,158,529	11
56,143		61,169		64,610		70,149		88,412		95,291		111,453	
238,067		285,651		391,352		471,133		777,515		1,078,988	1	952,323	
369,465	\$6	,085,212	\$7,	,541,820	\$8	,327,629	\$10	,462,476	\$13	5,005,998	\$16	8,181,047	\$18
864,009	\$5	433,346	\$6.	,718,596	\$7.	,360,149	\$9	,112,940	\$ 12	1,187,759	\$14	6,366,085	\$16
189,799		266,687	1000	348,945	75.0	433,696	-	732,727		1,067,255		916,345	#
89,573		94,971		94,615		95,158		96,030		108,801	-	126,712	
15,000		40,000		89,350		118,421		117,568		167,165		165,850	
211,084		250,208		290,314		320,205		403,211		475,018		606,055	
369,465	\$6	,085,212	\$7,	,541,820	\$8	,327,629	\$10	,462,476	\$13	5,005,998	\$16	8,181,047	\$18
85,576	\$	89,573	\$	94,971	\$	94,615	\$	95,158	\$	96,030	\$	108,801	\$
9,100		17,000		24,200		21,000		26,000		47,000		48,000	
(1,087)		(3,600)		(834)		(336)		(1,321)		(15,077)		(10,213)	
(5,507)		17,106		(629)		(8,150)		(16,107)		6,666		6,851	
1,491		(108)		7		629		700		982		(8,327)	
_		-		(100)		(600)		(400)		3,200		2,600	
		(25,000)		(23,000)		(12,000)		(8,000)		(30,000)		(21,000)	
89,573	\$	94,971	\$	94,615	\$	95,158	\$	96,030	\$	108,801	\$	126,712	\$
66,247		72,138		69,115		60,069		42,268		39,384		44,519	
23,326		22,833		25,500		35,089		53,762		69,417		82,193	
89,573	\$	94,971	\$	94,615	\$	95,158	\$	96,030	\$	108,801	\$	126,712	\$
137,000	\$	175,875	\$	215,000	\$	255,000	\$	285,000	\$	364,693	\$	437,000	\$
						_		48,693		4,463		70,125	
31,875		30 125		40,000		20,000		21 000		C7 044		EC 075	
	\$	39,125 215,000	\$	40,000 255,000	\$	30,000 285,000	\$	31,000 364,693	\$	67,844 437,000	\$	56,875 564,000	\$

Board of Directors

Honorary Directors

Honorary Directors neither attend Meetings of the Board, nor receive remuneration

The Honourable John B.Aird,O.C.,Q.C.,LL.D., Toronto Partner, Aird & Berlis

René Amyot,Q.C.,Quebec City Partner,Amyot,Lesage,Bernard,Drolet et associés

Lewis H.M.Ayre,St.John's,Nfld. Chairman,Ayre & Sons,Limited

Lloyd I.Barber, O.C., Ph.D., Regina
President and Vice-Chancellor, University of Regina

David W.Barr, Toronto Chairman of the Board, Moore Corporation Limited

J.A.Gordon Bell, Toronto President and Chief Operating Officer, The Bank of Nova Scotia

E.Kendall Cork, Toronto Vice-President-Treasurer, Noranda Mines Limited

E.Jacques Courtois, Q.C., Montreal Vice-President, The Bank of Nova Scotia, Partner, Courtois, Clarkson, Parsons & Tétrault

Kenneth V.Cox,D.Sc.,Saint John,N.B. Chairman of the Board and Chief Executive Officer, The New Brunswick Telephone Company,Limited

Arthur H.Crockett, LL.D., Toronto
Deputy Chairman of the Board, The Bank of Nova
Scotia

George C.Hitchman, Toronto
Deputy Chairman of the Board, The Bank of Nova
Scotia

Gerald H.D.Hobbs, Vancouver Chairman, Cominco Ltd.

The Right Honourable Earl of Iveagh, Dublin, Republic of Ireland Chairman, Arthur Guinness Son & Company Limited

John J. Jodrey, Hantsport, N.S. Chairman and President, Minas Basin Pulp and Power Company Limited

F.Ross Johnson, LL.D., New York, N.Y. Chairman of the Board and Chief Executive Officer, Standard Brands Incorporated Sir Kenneth Keith, London, England Chairman and Chief Executive, Rolls-Royce Limited

Donald Maclaren, Buckingham, Que.

Chairman of the Board, Maclaren Power & Paper
Company

Rafael J.Martinez, San Juan, Puerto Rico President, Comunidad Agricola Bianchi, Inc.

Malcolm H.D.McAlpine, London, England Director, Sir Robert McAlpine & Sons Limited

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Allan M.McGavin, C.D., LL.D., Vancouver Chairman of the Board, McGavin Foods Limited

William S. McGregor, Edmonton
President and Managing Director, Numac Oil & Gas
Ltd.

David E.Mitchell, Calgary President and Chief Executive Officer, Alberta Energy Company Ltd.

Sir Denis Mountain, Bt., London, England Chairman and Managing Director, Eagle Star Insurance Company Limited

Helen A.Parker, Yellowknife, N.W.T. Social Worker and School Counsellor

Robert L.Pierce, Q.C., Calgary Executive Vice-President, The Alberta Gas Trunk Line Company Limited

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Thomas G.Rust, Vancouver President and Chief Executive Officer, Crown Zellerbach Canada Limited

Frank H.Sherman, B.Sc., LL.D., Hamilton President and Chief Executive Officer, Dominion Foundries and Steel, Limited

William A.Stewart, LL.D., London, Ont. Farmer

Donald G.Willmot, Toronto Vice-President, The Bank of Nova Scotia, Chairman of the Board, The Molson Companies Limited

Marie Wilson, Q.C., Toronto President, A.E. Wilson & Company Limited

Ray D.Wolfe, Toronto Chairman of the Board and President, The Oshawa Group Limited

Albert T.Baker, Sylvan Lake, Alta. Thomas A. Boyles, Toronto John R. Bradfield, C.C., LL.D., Toronto W.Herman Browne, Toronto Robert L.Dales, Toronto C.Sydney Frost, M.C., LL.D., D.C.L., Toronto William C.Harris, Toronto The Honourable Salter A. Hayden, Q.C., M.A., Ph.M., LL.D., Toronto The Honourable Norman A.M.MacKenzie, C.C., C.M.G., M.M. and Bar, C.D.,Q.C.,LL.D.,Vancouver A.Barnet Maclaren, Ottawa Donald McInnes, Q.C., LL.D., D.C.L., Halifax Cyrus H.McLean, LL.D., Vancouver John S. Proctor, LL.D., Toronto W.Harold Rea, C.M., LL.D., F.C.A., Toronto William H.C.Schwartz, Halifax C.Gordon Smith, LL.D., London, Ont. Charles N.Wilson, Saint John, N.B.



C. E. Ritchie Chairman of the Board and Chief Executive Officer



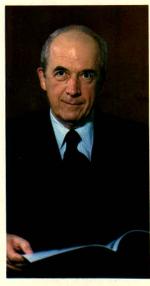
A. H. Crockett Deputy Chairman of the Board



R. M. MacIntosh Executive Vice-President



J. A. G. Bell President and Chief Operating Officer



G. C. Hitchman Deputy Chairman of the Board



W. S. McDonald Executive Vice-President



J. F. McRae Vice-President and General Manager Eastern Canada Division



W. P. Meinig Senior Vice-President and General Manager Ontario Division



R. J. Kavanagh Vice-President and General Manager Western Canada Division



P. C. Godsoe Senior Vice-President



D. C. Morrison Senior Vice-President



W. P. Penney Vice-President and General Manager Canadian Commercial Banking

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Oberations

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H.A. Regnitter, Supervisor, Branch **Operations**

G.I.Rattray, Supervisor, Complement Administration

Cash Loss Control:

N.G.Scott, Supervisor C.Angus, Chief, Protection &

Investigation Project Management:

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D.C.Bisson, Supervisor

L.L.Cannon (Miss), Supervisor D.B.Davies, Supervisor

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R.S.MacKenzie, Supervisor P.A.Rice, Supervisor

G.C.Roy, Supervisor J.E.Swinimer, Supervisor G.R. Turner, Supervisor

W.J.Wedel, Supervisor

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D.E.F.Marlatt, Senior Loan Auditor N.E. Matthew, Senior Loan Auditor

D.A.H.Ewens, Administrator R.G.Greer, Administrator

F.P.Slocum, Administrator

V.D.Stockton, Administrator

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P.H.Williams, Supervisor **Chief Audit Officer**

T.A.Drummond D.H.Mood, Asst. Chief Auditor

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G.E.Chamberlain, Director P.J.Killoran, Asst. Director Automotive Finance:

R.L.Langlois, Director J.P.Sweeney, Administrator Indian and Inuit Financial

Services: D.A.Atlee,Supervisor

Comptroller & Chief Accountant

R.L.Brooks, Comptroller & Chief Accountant

R.H.Birkett, Deputy Chief Accountant W.M.Forbes, Asst. Chief Accountant M.S.Ramsay, Asst. Chief Accountant P.A. Jordan, Deputy Comptroller W.J.Switzer, Deputy Comptroller D.V.Bell, Asst. Comptroller D.C.B.Harrison, Asst. Comptroller A.D.Mildon, Asst. Comptroller J.F.Todd (Mrs.), Asst. Comptroller

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F.L.Rogers, Economic Adviser P.Lewis, Asst. Economic Adviser M.M.Fisher (Miss), Administrator

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the Chairman General Counsel

D.R.Brown

Government Relations C.M.U.Craddock (Mrs.), Supervisor Inspection

D.R.MacFarlane, Chief Inspector J.D.Koehler, Deputy Chief Inspector J.F.Welland, Deputy Chief Inspector R.C.Black, Asst. Chief Inspector C.Y.B.Ching, Asst. Chief Inspector

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Management Development & Training

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Organization & Planning

L.A.Shaw, General Manager P.G.Caldwell, Supervisor

Personal Banking & Operations, Canadian Regions

M.N.Logan, General Manager P.N.Dabbikeh, Administrator T.D.ffolliott, Administrator A.S.B.Winsor, Administrator VISA/Chargex: D.F.MacDonald, Asst. General Manager

R.T.Robida, Supervisor R.A.Cameron, Supervisor M.A.Coughlan, Supervisor W.B.Haig, Supervisor

M.H.Hallin, Supervisor D.A.Lee,Supervisor

Personnel, Canada

A.E. Taylor, General Manager J.C.Lee, Supervisor R.S.Page, Supervisor W.N.Williams, Administrator

Personnel, Policy & Planning

W.J.Lomax, General Manager P.T. Johnson, Asst. General Manager F.D.I.Bray, Secretary, The Bank of Nova Scotia Pension Fund D.F. Ablett, Supervisor L.D.Binder (Miss), Supervisor H.R.Henderson, Supervisor J.B.MacDonald, Supervisor W.R.Russell, Supervisor

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Scotiaction

B.E.J.Poirier, Director

Secretary W.H.Milne L.M.Boyd (Mrs.), Asst.

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C.D.Bourns, Administrator, Domestic R.R.Peck, Supervisor, International

L.H.Chapman, General Manager R.E.Gough, Director R.S.M.MacNeish, Director A.E.Wahbe, Director K.Witherspoon, Director B.A.Daniels, Supervisor M. J. Duke, Supervisor A.B.J.Farkas, Supervisor D.J.Marcotte, Supervisor T.F.Mendes, Supervisor I.S.Miller, Supervisor W.N.Serba, Supervisor D.D.Smith, Supervisor B.F.Stevenson, Supervisor P.M. Weingarten, Supervisor A.E.Wheeler, Supervisor A.G.Portis, Comptroller

Taxation

A.B.McKie, Director R.W.Kowalchuk, Deputy Director M.A.Broekstra, Supervisor J.W.MacArthur, Supervisor W.V.McNally, Supervisor

EASTERN CANADA DIVISION

J.F.McRae, Vice-President & General Manager

NEWFOUNDLAND AND LABRADOR

P.O. Box 1680, 291-293 Water Street, St. John's, Nfld. A1C 5P5



C.Bartlett, Vice-President & General Manager

Supervisors G.A.Bradbury J.L.Penney

Branch/Manager Arnold's Cove/E.J.Dalton (Miss) Baie Verte/J.T.Furey Bay Roberts/F.D.Parsons Beaver Plaza/Sub.to Bay Roberts Bonavista/M.H.Gosse Burgeo/W.R.Vardy Burin/D.F.Crews Carbonear/J.B.Monster Catalina/W.Neil Channel-Port Aux Basques / N.Inkpen Churchill Falls/N.G.Green Clarenville/R.R.C.Quinn Clarke's Beach/R.E.Janes Corner Brook Broadway/F.A.Douglas Corner Brook Plaza/H.K.Follett Dark Cove, Bonavista Bay/O.W.C.Taylor Flower's Cove/H.G.Sparkes Fogo/W.E.Sheppard Fortune/H.R.Andrews Gander/S.J.Mayo Glovertown/S.V.Butt Goulds/J.M.Martin (Miss) Grand Bank/R.M.Hepditch Grand Bay/Sub.to Channel-Port Aux Basques Grand Falls/C.J.Gillingham Happy Valley, Labrador/

C.G.Sanderson

Harbour Grace/B.Oldford Labrador Mall, Labrador City/N.J. Eady La Scie/Sub to Baje Verte Lewisporte/J.L.Greene Long Pond, Manuals / J.M. Rendell Marystown/J.Crane Mount Pearl Shopping Centre/J.B.Thistle Old Perlican/H.W.Cooper Port de Grave/Sub.to Bay Roberts Ramea/Sub.to Burgeo Roberts Arm/Sub.to Springdale St.Anthony/W.G.Martin St. John's Data Centre/G.E. Holmes St. John's, 291-293 Water Street / H.K.Snow

Avalon Mall Shopping Centre/J.A.Batterton Churchill Park/E.J.Baker Cornwall & Hamilton/C.Pink Duckworth & Cochrane/ M.J.Parsons (Miss) Elizabeth Avenue East/C.B.Gosse Freshwater & Parade/G.A.Holwell Topsail Road/L.Williams Virginia Park Plaza / A.P. Tobin Water Street East/R.S.Dwyer St.Lawrence/B.A.Nash Springdale/L.C.Bonnell Stephenville/K.W.Parsons Summerford, New World Island/Sub.to **Twillingate**

Trepassey/N.W.Hillier
Twillingate/C.W.Herridge
Upper Island Cove/Sub.to
Harbour Grace
Wabana/A.R.Drover
Wesleyville/W.G.Lidstone
Whitbourne/H.B.Maidment

NOVA SCOTIA

1709 Hollis Street, Halifax, Nova Scotia B3J 1M1



R.C.McLeod, Vice-President & General Manager

District Managers J.E.Mitchell Y.G.Morse R.A.Richardson W.E.Wood

Branch/Manager Amherst/R.W.Jeffery Cumberland Mall/D.G.MacLeod (Mrs.) Annapolis Royal/T.I.Betts Antigonish/L.J.Palmer Aylesford/R.N.Roop Bedford/L.A.Cameron Bedford Place/P.M.deGrosbois Bridgetown/J.A.Steele Bridgewater/C.A.McIve Bridgewater Mall/E.W. Young Caledonia/W.R.Ripley Canning/M.R.Lowe Chester/W.E.Luther Dartmouth/R.W.MacDonald Bridge Branch/R.W.Whiting Dartmouth Professional Centre/W.F.MacDonald Mic Mac Mall/R.C.Sabean Woodlawn-Westphal/P.T.Fletcher Digby/R.A.Dorey Freeport/G.E.Dondale Glace Bay/C.V.White Halifax Data Centre/L.N.Beal Halifax, 1709 Hollis St. / R.A. Richardson

Atlantic International Department/C.K.Hicks Coburg & Robie/D.M.Murray Fairview/W.D.Pickering Halifax Professional Centre/W.J.P.Learning Maritime Centre/W.H.Murphy North & Agricola/J.E.Quinn North West Arm/B.E.Trask Nova Scotian Hotel/R.A.Swan Quinpool Road/R.J. Vautour Scotia Square / F.D.A. Sabean Spring Garden & Brenton/L.D.Rhyno Hantsport/M.L.Steeves Hubbards/C.S.Woods Ingonish Beach/G.C.Huskins

Kentville/A.W.Stewart
Liverpool/S.M.Macdonald
Meteghan/B.J.Boudreau
Middleton/J.E.Weare
New Glasgow,102 Provost St./
F.A.MacDonald
Aberdeen Mall/J.R.Featherby
West Side Shopping
Centre/G.C.Whitman
New Minas/F.S.Boone
New Waterford/G.F.Williams
North Sydney/E.White
Oxford/G.W.Piercy
Pictou/R.L.Marshall
Port Hawkesbury/K.F.Rogers
Pugwash/B.K.Lenihan

Kennetcook/D.E.Hudson

Port Hawkesbury/K.F.Roge Pugwash/B.K.Lenihan River Hebert/B.A.Jamieson River John/F.C.McMillan Sackville/R.T.Poole Sheet Harbour/A.W.Beal Shelburne/J.O.S.Maclean Stellarton/L.E.Brown Sydney/T.M.Smith
Sydney Shopping Centre/K.T.Haley
Sydney Mines/D.G.MacGregor
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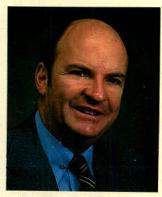
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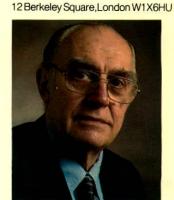
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R.Marsman
W.S.McDonald

The Bank of Nova Scotia Channel Islands Limited

Queen's House, 13-15 Don Road, St. Helier, Jersey, Channel Islands

C.A.A.Fowle, Managing Director

Directors

Directors
C.E.Ritchie, Chairman
L.P.Bechelet
C.A.A.Fowle
R.Marsman
W.S.McDonald

Wholly owned subsidiary of The Bank of Nova Scotia Channel Islands Limited

The Bank of Nova Scotia Trust Co. Channel Islands Ltd.

Queen's House,13-15 Don Road, St. Helier Jersey, Channel Islands C.A.A. Fowle, *Managing Director*

Directors
C.E.Ritchie, Chairman
L.P.Bechelet
C.A.A.Fowle
R.Marsman
W.S.McDonald

PACIFIC REGIONAL OFFICE

CCP.O.Box 2341, Pioneer House, 2nd Floor, 108 Paseo de Roxas Cor., Legaspi St. Makati, Metro Manila, 3117 Philippines



K.S.Rowe, Vice-President & General Manager

S.R.Holt, Asst. General Manager

A.E.Weir, Supervisor

Branches

Hong Kong

Hong Kong: 4004 Connaught Centre, W.C.Grant, Asst. General Manager & Senior Representative J.C.Lo, Manager

Republic of Korea

Seoul: C.P.O.Box 7783, Dae Woo Centre, 22nd Floor, 286, Yang-dong, Chung-Ku E.G.Bernard, Asst. General Manager

and Manager

Malaysia

Kuala Lumpur: Bangunan Safety Insuran,41 Jalan Melayu,Peti Surat 1056,Kuala Lumpur 0103 Selangor,Malaysia D.H.Stewart,Manager

Philippines

Manila: 2nd Floor,Pioneer House, 108 Paseo de Roxas,Makati,Metro Manila 3117,Philippines G.M.Gorton,Manager

Singapore

Singapore: 2 Ocean Building, Collyer Quay, Singapore 1 P.P.Tulloch, Manager

Representative Offices

Australia

Sydney:17th Floor,AMP Centre 50 Bridge St.N.S.W.2000 J.D.R.Laidley, Asst. General Manager & Special Representative

Indonesia

Jakarta:Wisma Nusantara Bldg., 14th Floor, Jalan M.H.Thamrin 59, Indonesia M.Santoso, Senior Representative

Inner

Tokyo:1-1 Marunouchi 1-chome, Chiyoda-Ku, Tokyo 100 W.T.Taylor, Asst. General Manager & Senior Representative G.J.Korenaga, Special Consultant

Wholly owned subsidiaries of The Bank of Nova Scotia

The Bank of Nova Scotia Asia Limited

2501-2 Ocean Building Collyer Quay, Singapore 0104 P.P.Tulloch, Managing Director

Directors

C.E.Ritchie, Chairman
W.S.McDonald
R.D.Rayner
K.S.Rowe
P.P.Tulloch
Officer
R.D.Rayner, Secretary & Treasurer

BNS International (Hong Kong) Limited

4004 Connaught Centre, Hong Kong T.S.McCoy, Manager & Secretary

Directors
J.A.G.Bell
R.D.Ellis
W.C.Grant
R.Marsman
W.S.McDonald
C.E.Ritchie
K.S.Rowe
E.C.Warwick

CANADA

BNS Mortgage Corporation 44 King Street West Toronto, Ont. M5H 1H1 P.J.Moar, General Manager

Scotia Covenants Group Limited 401 Bay Street P.O. Box 18 Toronto, Ont. M5H2Y4 T.R.Alton, President & General Manager

Scotia Factors Limited 1550 de Maisonneuve Blvd. West Suite 300 Montreal, Quebec H3G 1N2 H.H. Robertson, President

also Toronto/C.Carr, Assistant Vice-President

Scotia Leasing Limited 44 King Street West, Suite 1600 Toronto, Ont. M5H 1H1 T.A.Wolff, President

also:

Toronto/H.E.Jansson, Regional Manager Montreal / R.J.Ferguson, Regional Manager Halifax/E.Osborne, Sr. Representative Vancouver/ J.W.Green, Regional

Manager Calgary/W.R.Trumble,Sr. Representative

Scotiafund Financial Services Ltd. 800 Dorchester Blvd.W.,Suite 1400 Montreal, Quebec H3B 1X9 F.D.D.Scott, President

INTERNATIONAL

Adela Investment Company S.A. Malaysian Industrial Development Finance Berhad P.T.Private Development Finance Company of Indonesia Private Investment Company for Asia (PICA) S.A.

AUSTRALIA

Schroder, Darling and Company Holdings Limited, 15 Bent Street, Sydney. N.S.W.2000, Australia.

B.V.Strickland, Chief Executive

M.Gleeson-White, Chairman G.H.Mackisack, Deputy Chairman The Earl of Airlie, D.L. P.W.Bulfield J.H.G.Guest, O.B.E. C.E.Ritchie B.V.Strickland Yong Pung How Officers J.J.James, Secretary J.C.Olsson, Secretary

BAHAMAS

The Bank of Nova Scotia Trust Company (Bahamas) Limited Bernard Sunley Building, Rawson Square, Nassau, Bahamas The Hon. Donald M. Fleming, P.C., Q.C., D.C.L.,LL.D., Managing Director Directors C.E.Ritchie, Chairman

J.A.G.Bell T.A.Boyles A.H.Crockett The Hon. Donald M. Fleming, P.C., Q.C., D.C.L.,LL.D. Sir Kenneth Keith Sir Robin McAlpine, C.B.E. Sir Denis Mountain, Bt.

J.Bentley, A.C.I.S., A.I.B., Secretary D.A.Young, A.I.B., Manager

Wholly owned subsidiaries of The Bank of Nova Scotia Trust Company (Bahamas) Limited with common directorate

The Bank of Nova Scotia Trust Company (Caribbean) Limited 8 Broad Street, Bridgetown, Barbados G. Haynes, Manager & Secretary

The Bank of Nova Scotia Trust Company (Cayman) Limited Cardinal Avenue, George Town Grand Cayman, Cayman Islands R.D.Ellis, F.C.I.S., A.I.B. (Scot.), Manager & Secretary

BERMUDA

Bermuda National Bank Limited P.O.Box 1540, Church Street, Hamilton 5,Bermuda D.F.Babensee, Managing Director

W.R.Kempe, Chairman and President D.F.Babensee R.L.Barnard A.H.Crockett A.H.Gurr The Hon.R.O.Marshall, M.P. W.S.McDonald W.R.Parker L.M.R.Perinchief (Miss)

C.E.Ritchie **G.Simons** The Hon.C.V.Woolridge, M.P. Officer

S.Instone (Mrs.), Secretary

Branch Offices Hamilton/D.F.Babensee Southampton/Sub.to Hamilton St.George's/Sub.to Hamilton

Wholly owned subsidiary of Bermuda National Bank Limited

Bermuda National Executor and Trustee Company Limited A.M.Wilkinson, Managing Director

Directors D.F.Babensee, Chairman & President R.L.Barnard A.H.Gurr W.R.Kempe A.M.Wilkinson

S.Instone (Mrs.), Secretary

National Underwriters (Reinsurance) Ltd. P.O.Box 1559, Colonial

Building, Gorham Road Hamilton 5, Bermuda M.H.R.King, President

Directors J.L.Banner E.G.Gibbons M.H.R.King W.S.McDonald G.W.Moore B.A.Robinson T.R.Usher Officers T.R.Usher, Vice-President J.L.Banner, Chief Executive / General

JAMAICA

Manager

The Bank of Nova Scotia Jamaica Limited P.O.Box 709, Kingston, Jamaica J.G.Keith, General Manager Directors A.H.Crockett, Chairman J.A.G.Bell

T.H.Donaldson M.W.L.Facey O.E.Jones J.G.Keith G.Knapp M.M.Matalon W.S.McDonald

C.E.Ritchie Officers

G.Knapp, Asst. General Manager H.A.Sanguinetti, Asst. General Manager K.A.Senior, Comptroller The Bank of Nova Scotia Trust Company of Jamaica, Secretary

Supervisors W.A.Atkinson N.A. Baker G.E.Milton R.Stolberg D.O.Williams

Branch/Manager

Albert Town/Sub.to Christiana Black River/H.A.Mah Lee Brown's Town/D.L.Davis Christiana/L.F.Neufville Claremont/Sub.to St.Ann's Bay Clark's Town/Sub.to Falmouth Edgewater/Sat to Spanish Town Falmouth/L.S.De Rizzio Frankfield/Sub.to Christiana Gayle/Sub.to Ocho Rios Highgate/M.A.Kong Junction/Sub.to Santa Cruz Kingston Data Centre/J.McCarthy Kingston 35-45 King Street/W.A.Lawrence Cross Roads/A.C.Gordon

Duke Street/K.I.Hastings East Queen Street/S.G.Samouth Hagley Park Road / F.D. Jackson Half Way Tree/R.St.A.Golding Liguanea/L.G.Franklin Maxfield Avenue / V.R. Besley New Kingston / R.P. Fung Newport West / K.A. Calder Oxford Road / J.T.M. Bullock Premier Plaza/D.A.Lazarus Princess Street/W.P.Barrett Red Hills Road / N.M. Tavares Scotiabank Centre/Duke and Port

Royal Sts/O.F. Walker, D.C.Rowbotham, Deputy Mgr. Spanish Town Road/K.L.E.Scott Victoria Avenue and Blake Road/E.A.Richards Linstead/E.B.Chambers

Lucea/Satto Savanna-La-Mar Mandeville/H.G.M.Ryan Manchester Shopping Centre/ Sub.to Mandeville

May Pen/W.P.Barrett May Pen West/Sat to May Pen

Montego Bay Sam Sharpe Square / A.B.Lindo Barnett Street/Sub.to Montego Bay

Morant Bay/C.J.Lyew Ocho Rios/A.S.Stona Old Harbour/R.R.Gordon Oracabessa/Sub.to Port Maria Port Antonio / E.A. Cassier Port Maria/K.G.Simpson Porus/Sub.to Mandeville St.Ann's Bay/D.C.Ennis Santa Cruz/R.L.Treasure Savanna-La-Mar/S.R.Chin

Westgate/H.A.Morris

Spanish Town Adelaide Street/G.R.Tingling Wellington St/Sat to Spanish Town

Wholly owned subsidiary of The Bank of Nova Scotia Jamaica Limited

The Bank of Nova Scotia Trust Company of Jamaica Limited 30 Duke Street, Kingston, Jamaica J.G.Keith, Managing Director

Directors A.H.Crockett, Chairman J.A.G.Bell M.W.L.Facey R.J.Issa O.E.Jones J.G.Keith G.Knapp W.S.McDonald C.E.Ritchie H.A.Sanguinetti R.G.Taylor

A.M.Scott, LL.B. (Hons), Manager & Secretary

The West India Company of Merchant Bankers Limited 30 Duke Street, Kingston, Jamaica (Also asssociated with The Bank of Nova Scotia Jamaica Limited)

J.G.Keith, Managing Director

Directors

A.H.Crockett, Chairman

J.A.G.Bell

J.G.Keith

G.Knapp

W.S.McDonald

C.E.Ritchie

H.A.Sanguinetti R.G.Taylor

Officer

O.X.Smith, Manager & Secretary

NETHERLANDS ANTILLES

Maduro & Curiel's Bank N.V. Willemstad, Curacao, Netherlands

L.Capriles, Managing Director J.M.A.Tiemens, Managing Director

Directors

I.H.Capriles

L.Capriles

M.E.Curiel

M.F.Henriquez

R.A.C.Henriquez

M.S.L.Maduro

W.S.McDonald

R.Moreno

C.E.Ritchie

R.G.Taylor J.M.A.Tiemens

Subsidiaries of Maduro & Curiel's

Caribbean Credit Corporation N.V. Aruba, Netherlands Antilles

Caribbean Mercantile Bank N.V. Aruba, Netherlands Antilles

N.V. De Curacaosche Hypotheekbank Curacao, Netherlands Antilles

Maduro & Curiel's Bank (Bonaire) N.V. Bonaire, Netherlands Antilles

Maduro & Curiel's Insurance Services

Curação, Netherlands Antilles

Maduro & Curiel's Trust Company N.V. Curacao, Netherlands Antilles

N.V. De Spaar-en Beleenbank Van Curacao

Curacao, Netherlands Antilles

The Windward Islands Bank Limited St. Maarten, Netherlands Antilles

PHILIPPINES

Security Bank and Trust Company 6778 Ayala Avenue, Makati, Rizal, **Philippines**

J.P.Jacinto, Chairman & Chief Executive Officer

Directors

J.P.Jacinto, Chairman & Chief

Executive Officer

W.P.Jacinto, Vice-Chairman & President

N.P.Jacinto Jr., Executive Vice-President & Corporate Secretary

V.J.Carlos

M.de Leon

P.L.Lim C.E.Ritchie

K.S.Rowe

A.Taapken E.Tanco

A.Young

Officers

J.J.Carlos Sr., Senior Vice-President S.C.Lim, Vice-President & Acting

Treasurer

SINGAPORE

Singapore Gold Clearing House Private Limited

28th Floor, Clifford Centre, Raffles Place, Singapore 1

Wee Eng Hock, Chairman

Directors Khor Thiam Chye Loh Hoon Sun

K.S.Rowe

Oliver Tan Kok Kheng Wee Eng Hock

TRINIDAD AND TOBAGO

The Bank of Nova Scotia Trinidad &

Tobago Limited

116 Frederick Street, P.O.Box 621 Port of Spain, Trinidad

R.A.Chan, General Manager

Directors

C.E.Ritchie, Chairman

N.Ahamad

J.A.G.Bell

R.A.Chan

G.Chay

A.H.Crockett T.Hosein,S.C.

J.de Lima

W.S.McDonald

B.V.Primus

R.G.Taylor

Officers

C.W.Chin, Supervisor

A.Gill, Supervisor

The Bank of Nova Scotia Trust Co.of The West Indies Limited, Secretary

Branch/Manager

Arima/D.L.Martin Chaguanas/A.G.Slack

Couva/L.K.Ng A Fook

Marabella/R.A.Vieira

Port of Spain:

1 Frederick St/J.W.MacDonald Park & Pembroke / N.L. Allum Queen & Charlotte/B.A.Nicholson

St.James/C.R.Leung (Miss) Princes Town/T.E.Kowlessar

Rio Claro/L.J.Lee

San Fernando:

49 High Street / O.A. Mohammed

Cipero & Rushworth St./

P.Pooran

Sangre Grande / A.V. Boissiere

San Juan / J.B. Singh

Scarborough, Tobago/S.S. Muradali

Tunapuna/W.A.Francis

Wholly owned subsidiary of The Bank of Nova Scotia Trinidad &

Tobago Limited

The Bank of Nova Scotia Trust Company of The West Indies Limited

46 Park Street, Port of Spain, Trinidad R.A.Chan, Managing Director

Directors

C.E.Ritchie, Chairman

N.Ahamad

J.A.G.Bell

R.A.Chan

G.Chay

A.H.Crockett

T.Hosein,S.C.

J.de Lima

W.S.McDonald

B.V.Primus

R.G.Taylor

N.F.Delmas, Manager & Secretary

P.Roopnarine, Asst. Manager

UNITED STATES

Schroders Incorporated

One State Street, New York, New York

M.J.Maged, President

Directors

J.C.Bayley, Chairman The Earl of Airlie, D.L.

G.A.Braga N.Darrell,Jr.

Dr.K.Goette

J.I.Howell M.J.Maged

B.Manning

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Hon.P.H.Nitze

S.R.Petschek

J.C.Sawhill

W.I.M.Turner, Jr.

H.E.R.Uyterhoeven

R.Wilson

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Officers M.G.H.Gilliam, Secretary

44 King Street

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