

THE DOMINION BANK



ARCHIVES DEPARTMENT
TORONTO DOMINION BANK
R.O. BOX 1
TORONTO DOMINION CENTRE
TORONTO, ONTARIO M5K 1A2

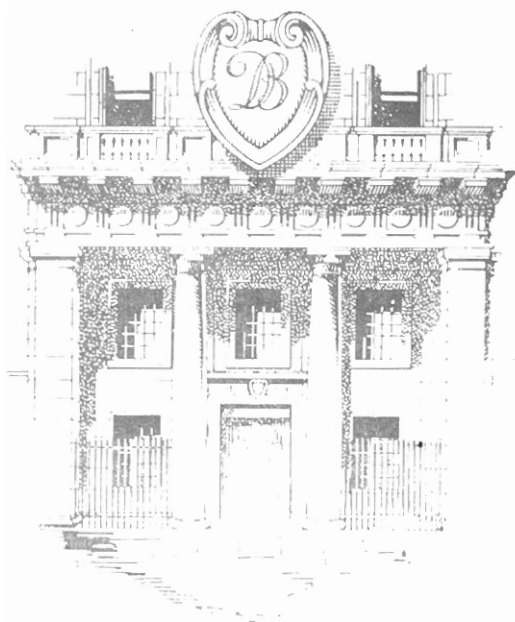
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**SIXTY-FOURTH
ANNUAL REPORT
31ST DECEMBER 1934**

SIXTY-FOURTH ANNUAL REPORT

1871

1934



THE DOMINION BANK

31st DECEMBER, 1934

ARCHIVES DEPARTMENT
TORONTO DOMINION BANK
P.O. BOX 1
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TORONTO, ONTARIO M5K 1A2

THE DOMINION BANK

ESTABLISHED 1871

HEAD OFFICE - TORONTO

| | | |
|-------------------|-------|-------------|
| CAPITAL PAID UP | - - | \$7,000,000 |
| RESERVE FUND | - - - | \$7,000,000 |
| UNDIVIDED PROFITS | - \$ | 541,142 |

31st DECEMBER, 1934

BOARD OF DIRECTORS

PRESIDENT

C. H. CARLISLE

CHAIRMAN OF THE BOARD

C. A. BOGERT

VICE-PRESIDENTS

W. W. NEAR

R. S. McLAUGHLIN

Col. The HON. H. A. BRUCE,

M.D., F.R.C.S. (Eng.)

R. Y. EATON

R. J. GOURLEY

E. W. HAMBER

J. M. MACKIE

A. C. MATTHEWS

F. GORDON OSLER

J. ALLAN ROSS

H. H. WILLIAMS

EXECUTIVE COMMITTEE OF THE BOARD

C. A. BOGERT

R. S. McLAUGHLIN

C. H. CARLISLE

W. W. NEAR

H. H. WILLIAMS

HEAD OFFICE: TORONTO

OFFICIALS

DUDLEY DAWSON - General Manager

ROBERT RAE - - - Assistant General Manager

C. S. HOWARD - - - Chief Supervisor

A. H. BAILLIE - - - Eastern Supervisor

C. A. PACK - - - - Chief Inspector

SUPERVISORS

S. C. COOK

W. C. MACAGY

T. WILDING

W. B. TANNAHILL - Secretary

JOHN MILLER - Chief Accountant

W. H. LEROY - Staff Superintendent

FRANK SUTHERLAND - Manager Investment Department

JAMES GRANT - - - Superintendent of Bank Premises

WESTERN OFFICIALS—WINNIPEG

R. K. BEAIRSTO - Assistant General Manager

E. R. CAMERON

E. D. WHITE

Western Supervisor

Inspector

BRANCHES OF THE DOMINION BANK

ONTARIO

| | | |
|---|---------------------|---------|
| BADEN | J. B. Runstedtler | Manager |
| BELLEVILLE | B. C. Sisler | Manager |
| BRACEBRIDGE | W. W. Creswick | Manager |
| BRAMPTON | W. E. Glenney | Manager |
| BRANTFORD | John McMillan | Manager |
| BROOKLIN | J. A. Tilley | Manager |
| CHATHAM | W. Watts | Manager |
| COBOURG | J. W. Spragge | Manager |
| DRESDEN | E. W. Slaght | Manager |
| FAIRBANK | J. M. Gaiger | Manager |
| FORT FRANCES | W. T. Russell | Manager |
| FORT WILLIAM | W. S. Pate | Manager |
| GRAVENHURST | F. A. Boulden | Manager |
| GUELPH | A. H. Bazett | Manager |
| HAMILTON | Norman Evans | Manager |
| " East End Branch (King and Wentworth Sts.) | J. S. Dean | Manager |
| " Gage Ave. Branch (Gage Ave. and Barton St.) | C. A. Thorpe | Manager |
| " Homeside Branch (Barton St. and Kenilworth Ave.) | G. E. Hynes | Manager |
| HESPELER | S. T. Organ | Manager |
| HUNTSVILLE | J. G. Fraser | Manager |
| KENILWORTH | P. A. Journeaux | Manager |
| KENORA | W. W. Duncan | Manager |
| KIRKLAND LAKE | A. J. Essery | Manager |
| KITCHENER | M. E. Roberts | Manager |
| " West End Branch*(King and Wilmot Sts.) | P. Kennedy | Manager |
| LEAMINGTON | J. W. Maize | Manager |
| LINDSAY | M. E. Grant | Manager |
| LONDON | H. F. Smith | Manager |
| " Rectory Street Branch | G. K. Bryson | Manager |
| LONG BRANCH | W. I. Hargreaves | Manager |
| MADOC | W. H. McBain | Manager |
| MARMORA | T. W. Rhind | Manager |
| MOUNT ALBERT | T. A. Smith | Manager |
| MOUNT FOREST | P. A. Journeaux | Manager |
| NAPANEE | R. Humphrey | Manager |
| NEW TORONTO | W. V. Dedrick | Manager |
| NIAGARA FALLS | R. F. J. Ford | Manager |
| ORILLIA | W. E. Scott | Manager |
| OSHAWA | Hugh Hall | Manager |
| " South Oshawa Branch | A. N. Kidd | Manager |
| OTTAWA | C. O. Fellowes | Manager |
| PETERBOROUGH | R. T. E. Hicks-Lyne | Manager |
| ROSSEAU | E. K. McL. Jones | Manager |
| ST. CATHARINES | J. M. R. Torrie | Manager |

BRANCHES-ONTARIO—Continued

| | | |
|---|----------------------|---------------|
| ST. THOMAS | H. G. Henderson | Manager |
| “ East End Branch (Talbot and Horton Sts.) | J. M. McKeown | Manager |
| SARNIA | W. B. Macdonald | Manager |
| SEAFORTH | E. C. Boswell | Manager |
| SUDBURY | G. Heath Ross | Manager |
| TIMMINS | F. A. Burt | Manager |
| TORONTO: | | |
| Cor. King and Yonge Sts. | A. C. Ashforth | Manager |
| | J. D. N. Waugh | Asst. Manager |
| | N. F. Monro | Asst. Manager |
| Avenue and Davenport Rds. | P. J. Jones | Manager |
| Bay and St. Albans Sts. | Wm. E. Lepper | Manager |
| Bloor and Bathurst Sts. | F. R. Cochran | Manager |
| Bloor St. and Dovercourt Rd. | A. H. Black | Manager |
| Bloor St. and Runnymede Rd. | W. A. Cunningham | Manager |
| City Hall Branch | W. Walker | Manager |
| Danforth and Leyton Aves. (3334 Danforth Ave.) | W. H. Seabrook | Manager |
| Danforth and Logan Aves. | J. J. Irwin | Manager |
| Davenport and Dovercourt Rds. | R. A. Jennings | Manager |
| Davenport Rd. and Laughton Ave. | J. V. Macfarlane | Manager |
| Dufferin St. and Lappin Ave. | D. W. Dean | Manager |
| Dundas and McCaul Sts. | A. P. Duck | Manager |
| Dundas St. and Runnymede Rd. | W. O. Archdekin | Manager |
| Dupont and Christie Sts. | R. W. M. Thomson | Manager |
| Gerrard St. and Coxwell Ave. | R. R. Rogers | Manager |
| Lawrence Park (cor. Yonge St. and Lawrence Ave.) | D. A. Burns, Jr. | Manager |
| Market Branch (King and Jarvis Sts.) | W. S. Gray | Manager |
| Mount Pleasant Rd. and Hillsdale Ave. | J. C. Taylor | Manager |
| Parkdale (Queen St. and Jameson Ave.) | J. D. Ketchum | Manager |
| Queen St. and Augusta Ave. | G. M. Chesney | Manager |
| Queen St. and Broadview Ave. | S. Blues | Manager |
| Queen and John Sts. | Frank F. Hull | Manager |
| Queen St. and Lee Ave. | C. W. McMichael | Manager |
| Queen St. and Ossington Ave. | J. W. Ritch | Manager |
| Queen and Sherbourne Sts. | T. C. Glenn | Manager |
| Queen and Victoria Sts. | M. S. Burger | Manager |
| Roncesvalles and Howard Park Aves. | Geo. W. Eckert | Manager |
| Rosedale (Sherbourne and Bloor Sts.) | J. T. Lownsbrough | Manager |
| St. Clair Ave. and Dufferin St. | C. A. R. Hunter | Manager |
| St. Clair Ave. and Vaughan Rd. | P. E. J. Netterfield | Manager |
| St. Clair Ave. West (No. 1746) | | Manager |
| Spadina Ave. and Adelaide St. | Joseph Johnson | Manager |
| Spadina Ave. and College St. | L. L. Laird | Manager |
| West Toronto Branch | F. E. Havill | Manager |

BRANCHES—Continued

TORONTO—Continued

| | | |
|---|------------------------|---------|
| Yonge St. and Eglinton Ave. | F. W. Slatter. | Manager |
| Yonge and Gerrard Sts. | E. S. Swallow. | Manager |
| Yonge and Hayden Sts. | N. J. O'Flynn. | Manager |
| Yonge St. and Marlborough Ave. | E. E. Abbott. | Manager |
| Yonge St. and St. Clair Ave. | T. W. Joyce. | Manager |
| Yonge St. and Teddington Park Ave. | G. J. Vicars. | Manager |
| York and Adelaide Sts. | R. B. Hunter. | Manager |
| UXBRIDGE. | C. R. Hanna. | Manager |
| WELLAND. | H. E. Stark. | Manager |
| WHITBY. | J. H. Perry. | Manager |
| WINDSOR. | G. S. Hackland. | Manager |
| " Wyandotte St. and Ouellette Ave. | R. J. Nichols. | Manager |
| WINGHAM. | J. R. M. Spittal. | Manager |
| WOODSTOCK. | J. A. Wallace. | Manager |

QUEBEC

| | | |
|---|------------------------|----------------|
| MONTREAL. | W. A. Fisher. | Manager |
| | W. J. Dundas. | Asst. Manager |
| Beaubien and Christophe Colomb Sts. | A. S. Jamieson. | Manager |
| Bleury and St. Catherine Sts. | J. K. Muir. | Manager |
| | W. D. Kelly. | Asst. Manager |
| Dominion Square Branch, Peel and St. Catherine Sts. | T. F. R. Elliott. | Manager |
| Guy and St. Catherine Sts. | J. A. Macbeth. | Manager |
| Monkland and Old Orchard Aves. | E. G. Wurtele. | Acting Manager |
| St. Jean Baptiste Market. | R. R. Buchanan. | Manager |
| St. Lawrence Blvd. Branch (St. Lawrence Blvd. and Prince Arthur St.) | P. C. Marsh. | Manager |

MANITOBA

| | | |
|---|-------------------------|---------------|
| BOISSEVAIN. | A. Morton. | Manager |
| BRANDON. | T. T. Rodger. | Manager |
| DELORAIN. | R. A. Glendinning. | Manager |
| ST. BONIFACE (Union Stock Yards Branch). | L. S. Nicolson. | Manager |
| SELKIRK. | S. Boone. | Manager |
| THE PAS. | M. McLeod. | Manager |
| WINNIPEG. | R. K. Beairsto. | Manager |
| | C. S. Pim. | Asst. Manager |
| Main St. and Redwood Ave. | W. D. Cockerill. | Manager |
| North End (Main St.) | B. E. Elmore. | Manager |
| Notre Dame Ave. and Sherbrook St. | P. M. Wass. | Manager |
| Portage Ave. and Kennedy St. | C. O. Bell. | Manager |
| Portage Ave. and Sherbrook St. | W. M. Hamilton. | Manager |

BRANCHES—Continued

SASKATCHEWAN

| | | |
|-----------------|---------------------|---------|
| GRENFELL | C. H. Johnston..... | Manager |
| MOOSE JAW | B. E. Hull..... | Manager |
| REGINA..... | W. A. Radcliff..... | Manager |
| SASKATOON..... | L. C. Brown..... | Manager |

ALBERTA

| | | |
|-------------------|-------------------|---------|
| CALGARY..... | C. W. Jones..... | Manager |
| CAMROSE..... | A. Tomkins..... | Manager |
| EDMONTON..... | M. C. Fraser..... | Manager |
| MEDICINE HAT..... | W. S. Ashley..... | Manager |

BRITISH COLUMBIA

| | | |
|------------------------------|---------------------|----------------|
| VANCOUVER..... | A. A. Atkinson..... | Manager |
| “ Robson and Hornby Sts..... | C. B. Pearson..... | Acting Manager |
| VICTORIA..... | D. McMillan..... | Manager |

NEW BRUNSWICK

| | | |
|-----------------|---------------|---------|
| SAINT JOHN..... | C. Waite..... | Manager |
|-----------------|---------------|---------|

LONDON, ENGLAND

| | | |
|--------------------------------|-----------------------|---------------|
| 3 KING WILLIAM ST., E.C.4..... | Percival Huffman..... | Manager |
| | E. W. Booth..... | Asst. Manager |

NEW YORK AGENCY, U.S.A.

| | | |
|-----------------|-----------------|-------|
| 49 WALL ST..... | A. W. Rice..... | Agent |
|-----------------|-----------------|-------|

CHIEF CORRESPONDENTS

| | |
|-----------------|---|
| GREAT BRITAIN | - Bank of England. Barclays Bank Limited. Anglo-South American Bank, Limited. British Overseas Bank, Limited. Lloyds Bank Limited. National Bank of Scotland, Limited. Union Bank of Scotland, Limited. |
| AFRICA | - - - - - Barclays Bank (Dominion, Colonial and Overseas). |
| AUSTRALASIA | - - Commercial Bank of Australia, Limited. National Bank of Australasia, Limited. Union Bank of Australia, Limited. Bank of New Zealand. |
| BELGIUM | - - - - - Banque d'Anvers. Banque de Bruxelles. |
| CHINA | - - - - - Chartered Bank of India, Australia and China. Chase Bank. Hong Kong and Shanghai Banking Corporation. National City Bank of New York. |
| CZECHO-SLOVAKIA | Anglo-Czechoslovak and Prague Credit Bank. |
| FINLAND | - - - - - Kansallis-Osake-Pankki. |
| FRANCE | - - - - - Banque Transatlantique. Barclays Bank (France), Limited. Chase Bank. Comptoir National d'Escompte de Paris. |
| GERMANY | - - - Deutsche Bank und Disconto Gesellschaft. |
| HOLLAND | - - - - - Amsterdamsche Bank. Rotterdamsche Bankvereeniging. |
| ITALY | - - - - - Banca Commerciale Italiana. Credito Italiano. |
| JAPAN | - - - - - Mitsubishi Bank, Limited. Mitsui Bank Limited. National City Bank of New York. Yokohama Specie Bank, Limited. |
| POLAND | - - - - - Anglo-Polish Bank Limited. |
| SOUTH AMERICA | - Anglo-South American Bank, Limited. National City Bank of New York. |
| SPAIN | - - - - - Anglo-South American Bank, Limited. |

CHIEF CORRESPONDENTS—Continued

| | | |
|---------------------|-------|--|
| SWEDEN | - - - | Svenska Handelsbanken. |
| SWITZERLAND | - - | Banque Federale. Banque Populaire Suisse. |
| WEST INDIES | - - | Barclays Bank (Dominion, Colonial and Overseas). National City Bank of New York. |
| UNITED STATES | | |
| BOSTON, MASS. | - - | First National Bank of Boston. National Shawmut Bank of Boston. |
| BUFFALO, N.Y. | - - | Liberty Bank of Buffalo. Marine Trust Company of Buffalo. |
| CHICAGO, ILL. | - - | Continental Illinois National Bank and Trust Company of Chicago. |
| CLEVELAND, O. | - - | National City Bank of Cleveland. |
| DETROIT, MICH. | - - | National Bank of Detroit. |
| DULUTH, MINN. | - - | First and American National Bank. |
| LOS ANGELES, CAL. | - | Bank of America National Trust and Savings Association. |
| MINNEAPOLIS, MINN. | - | First National Bank and Trust Company. Northwestern National Bank and Trust Company. |
| NEW YORK, N.Y. | - | National City Bank of New York. Central Hanover Bank and Trust Company. Chase National Bank of the City of New York. Corn Exchange Bank Trust Company. Irving Trust Company. |
| PHILADELPHIA, PA. | - | Central-Penn National Bank of Philadelphia. Philadelphia National Bank. |
| PITTSBURGH, PA. | - | First National Bank at Pittsburgh. Peoples-Pittsburgh Trust Company. |
| ST. LOUIS, MO. | - - | Mercantile-Commerce Bank and Trust Company. |
| ST. PAUL, MINN. | - | First National Bank of St. Paul. |
| SAN FRANCISCO, CAL. | - | Bank of California, N.A. Bank of America National Trust and Savings Association. |
| SEATTLE, WASH. | - - | Bank of California, N.A. National Bank of Commerce of Seattle. |
| WASHINGTON, D.C. | - | Riggs National Bank of Washington. |

GENERAL STATEMENT, YEAR

| <u>ASSETS</u> | |
|---|-------------------------|
| Gold and Coin..... | \$ 666,788.18 |
| Dominion Notes..... | 10,879,472.75 |
| Deposit in the Central Gold Reserves..... | 400,000.00 |
| Notes of other Banks..... | 753,695.00 |
| United States and other foreign currencies..... | 69,982.37 |
| Cheques on other Banks..... | 7,019,090.36 |
| Due by Banks and Banking Correspondents elsewhere than in Canada..... | 1,975,287.52 |
| | <u>\$21,764,316.18</u> |
| Dominion and Provincial Government Securities, direct and guaranteed (maturing within two years), not exceeding market value..... | 5,466,185.45 |
| Other Dominion and Provincial Government direct and guaranteed Securities, not exceeding market value..... | 21,777,976.63 |
| Canadian Municipal Securities, not exceeding market value..... | 4,775,084.71 |
| Other Bonds, Debentures and Stocks, not exceeding market value..... | 2,298,358.93 |
| Call and short (not exceeding thirty days) Loans in Canada on Stocks, Debentures, Bonds and other Securities, of a sufficient marketable value to cover..... | 7,801,873.19 |
| Call and short (not exceeding thirty days) Loans elsewhere than in Canada on Stocks, Debentures, Bonds and other Securities, of a sufficient marketable value to cover..... | 2,292,948.65 |
| Deposit with the Minister of Finance for the security of note circulation..... | 319,730.35 |
| | <u>\$66,496,474.09</u> |
| Other Current Loans and Discounts in Canada, less rebate of interest, estimated loss provided for..... | \$50,220,134.85 |
| Other Current Loans and Discounts elsewhere than in Canada, less rebate of interest, estimated loss provided for..... | 398,279.37 |
| Non-Current Loans, estimated loss provided for..... | 376,463.29 |
| Bank Premises, at not more than cost, less amounts written off..... | 5,900,000.00 |
| Real Estate other than Bank Premises..... | 85,490.48 |
| Mortgages on Real Estate sold by the Bank..... | 37,162.23 |
| Other Assets not included under the foregoing heads..... | 176,340.75 |
| | <u>57,193,870.97</u> |
| Liabilities of Customers under Letters of Credit, as per contra..... | 2,116,778.10 |
| | <u>\$125,807,123.16</u> |

ENDED 31st DECEMBER, 1934

| <u>LIABILITIES</u> | |
|---|---|
| Capital paid up..... | \$7,000,000.00 |
| Reserve Fund..... | \$7,000,000.00 |
| Balance of Profit and Loss Account carried forward..... | 541,142.92 |
| Dividend No. 209, payable 2nd January, 1935..... | 175,000.00 |
| Former Dividends unclaimed..... | 569.25 |
| | <u>7,716,712.17</u> |
| Total Liabilities to the Shareholders..... | \$14,716,712.17 |
| Notes of the Bank in circulation..... | \$6,683,623.00 |
| Deposits by and balances due to Dominion Government..... | \$1,496,240.80 |
| Deposits by and balances due to Provincial Governments..... | 445,463.14 |
| Deposits by the public not bearing interest..... | 17,047,552.51 |
| Deposits by the public bearing interest, including interest accrued to date of statement..... | 79,279,903.89 |
| | <u>98,269,160.34</u> |
| Advances under the Finance Act..... | 1,500,000.00 |
| Deposits by and balances due to other Banks in Canada..... | 1,577,459.11 |
| Deposits by and balances due to Banks and Banking Correspondents in the United Kingdom and foreign countries..... | 567,734.31 |
| Liabilities to the public not included under the foregoing heads..... | 375,656.13 |
| | <u>108,973,632.89</u> |
| Letters of Credit outstanding..... | 2,116,778.10 |
| | <u>\$125,807,123.16</u> |
| C. H. CARLISLE, <i>President.</i> | DUDLEY DAWSON, <i>General Manager.</i> |

AUDITORS' REPORT TO SHAREHOLDERS

WE REPORT TO THE SHAREHOLDERS OF THE DOMINION BANK:—

That we have examined the above Balance Sheet as at December 31st, 1934, and compared it with the books and vouchers at Head Office and with the certified returns from the Branches. We have examined the cash, and the securities representing the Bank's investments, held at the Head Office and certain of the larger branches as at December 31st, 1934, and in addition we examined the cash and the securities held at certain of the important branches during the year. We have obtained all the information and explanations that we have required, and in our opinion the transactions of the Bank which have come under our notice have been within the powers of the Bank.

In our opinion the Balance Sheet discloses the true condition of the Bank and is as shown by the books of the Bank.

A. B. SHEPHERD, F.C.A.,
of Peat, Marwick, Mitchell & Co.
D. McK. McCLELLAND, F.C.A.,
of Price, Waterhouse & Co.

Toronto, January 16th, 1935.



HEAD OFFICE - TORONTO.

THE DOMINION BANK

PROCEEDINGS of the Sixty-Fourth Annual General Meeting of the Shareholders

THE SIXTY-FOURTH Annual General Meeting of the Shareholders of The Dominion Bank was held at the Banking House of the Institution, Toronto, on Wednesday, January 30th, 1935, at 2.30 o'clock in the afternoon.

Among those present were:

William J. Aitchison (Hamilton), A. C. Ashforth, E. H. Baines, R. K. Beairsto (Winnipeg), Evan A. Begg, A. M. Bethune, E. H. P. Blackader, C. A. Bogert, Merritt A. Brown, Col. The Hon. Herbert A. Bruce, M.D., F.R.C.S. (Eng.), E. R. Cameron (Winnipeg), D. A. Campbell, C. H. Carlisle, Gordon T. Cassels, S. C. Cook, W. A. M. Cook, Dudley Dawson, Mrs. Margaret A. Fennell, A. E. Ferrie, R. J. Gourley (Winnipeg), Lieut.-Col. G. L. P. Grant-Suttie, E. W. Hamber (Vancouver), C. S. Howard, Frank Hunnisett, Joseph Ingleby (Hamilton), Lieut.-Col. Baptist L. Johnston, John B. Kay, C. W. Kerr, K.C., H. S. Lancefield, A. W. Laver, Charles E. Lee, E. B. LeRoy, J. C. Lithgow, F.A.S., John M. Lyle, R. S. McLaughlin (Oshawa), Allan McPherson (Orillia), Arthur Macdonald, Mrs. Clara E. McIntyre,

J. M. Mackie (Montreal), Arnold C. Matthews, T. Frank Matthews, G. R. Medland, W. A. Medland, William J. Medland, W. B. Milliken, K.C., Reuben B. Morley, James Nicholson, F. Gordon Osler, Robert Rae, A. W. Rice (New York), C. A. Ross, Robert Ross, Sigmund Samuel, Alfred E. Tilby, Mrs. Jessie B. Tilby, Charles Walker, William Walker, John Watt, James S. Whicher (Caledonia), Francis H. Wilkes, Miss E. J. Wilson, Walter Wily.

When the Meeting came to order it was moved by the Hon. Dr. H. A. Bruce, seconded by Mr. E. W. Hamber, that Mr. C. H. Carlisle, President, take the chair and that Mr. C. S. Howard act as Secretary of the Meeting.

(Motion Carried.)

At the request of the Chairman the notice calling the Meeting was read by the Secretary of the Meeting and the Minutes of the last Annual General Meeting were taken as read.

Mr. W. B. Milliken K.C.—I move that Mr. E. H. Baines and Mr. Walter Wily be appointed Scrutineers.

Mr. A. E. Ferrie—I have much pleasure in seconding that motion.

(Motion Carried.)

At the Chairman's request the Secretary of the Meeting read the Report of the Directors to the Shareholders and also the Auditors' Report.

DIRECTORS' REPORT TO THE SHAREHOLDERS

Your Directors beg to present the Sixty-Fourth Annual Report of the Bank showing the result of operations for the year ended December 31st, 1934, also a Statement of the Assets and Liabilities as at that date:

| | | |
|---|----------------|---------------------|
| Balance of Profit and Loss Account, 30th December, 1933 | | \$435,343.85 |
| The Profits for the year ended 31st December, 1934, after making appropriations to contingency accounts, out of which accounts full provision for bad and doubtful debts has been made, amounted to | \$1,151,561.11 | |
| Less Dominion and Provincial Government Taxes..... | 245,762.04 | |
| | | <u>905,799.07</u> |
| | | \$1,341,142.92 |
| Dividends (quarterly) at Ten per cent per annum..... | \$700,000.00 | |
| Contribution to Officers' Pension Fund | 50,000.00 | |
| Written off Bank Premises..... | 50,000.00 | |
| | | <u>800,000.00</u> |
| Balance of Profit and Loss Account carried forward..... | | <u>\$541,142.92</u> |

C. H. CARLISLE,
President.

DUDLEY DAWSON,
General Manager.

It is with deep regret that we record the death during the year of Mr. A. W. Austin, a member of the Board since 1897, and a past Vice-President, President and Chairman of the Board. Colonel The Honourable Herbert A. Bruce, M.D., F.R.C.S. (Eng.) was elected to fill the vacancy.

No new Branches of the Bank were opened in 1934 and none were closed.

The Head Office and all Branches were inspected during the year.

Mr. A. B. Shepherd, F.C.A. and Mr. D. McK. McClelland, F.C.A., the Shareholders' Auditors, have made their annual examination of the Bank's affairs and their report appears at the foot of the Balance Sheet.

C. H. CARLISLE, President.

21st January, 1935.

Chairman—I will ask Mr. Dudley Dawson, General Manager, to comment on the Annual Statement.

ANALYSIS OF THE PROFIT AND LOSS ACCOUNT
AND BALANCE SHEET BY MR. DUDLEY
DAWSON, GENERAL MANAGER

You have just been given a statement of the Bank's profits and the disposition made of them. After paying the Dividends—totalling ten per cent per annum—contributing \$50,000 to the Officers' Pension Fund, providing for taxes and writing \$50,000 off Bank Premises, the balance remaining at credit of Profit and Loss Account was increased by \$105,799.07, and now stands at \$541,142.92.

Dealing with the principal items of the Balance Sheet, a copy of which is in your hands: Notes of the Bank in Circulation were \$6,683,623, an increase of \$422,380, due to the slight expansion in trade which has been in evidence for some time.

You will observe that this year the Deposits due to the Dominion Government, \$1,496,240, and to the Provincial Governments, \$445,463, have been segregated from the general total, as required by the newly revised Bank Act. Including these amounts, the total Deposits of the Bank were \$98,269,160, as compared with \$95,571,630 a year ago, the increase being nearly all in interest bearing deposits, which now total \$79,279,903. During the past twelve months the Bank has formed new connections with several large depositing customers, with every expectation that their balances will be gradually augmented.

The rate paid by the Chartered Banks to savings customers was 3 per cent per annum for many years, but on account of the very low interest rates prevailing all over the world, the lack of demand for commercial funds and the smaller yield obtainable from securities, it was reduced to 2½ per cent on the 1st May, 1933, and a further reduction to 2 per cent followed on the 1st November last. Other depository institutions throughout the country have also lowered their rates, bringing them, relatively, in line with those of the Banks. Under present conditions, even 2 per cent is a high rate for deposits; it is certainly higher than in some other countries—for instance, the United States and Great Britain, where there is comparatively little demand for money.

Advances under the Finance Act, \$1,500,000, remained unchanged and represented our share of the special loan made by the Banks to the Dominion Government about two years ago, which is still current.

Letters of Credit Outstanding were \$2,116,778, an increase of \$455,135, since the 30th December, 1933, attributable to the slightly higher prices and larger importations of foreign commodities by the Bank's customers.

The Cash Assets of the Bank at the end of the year—\$21,764,316, were equivalent to 19.97 per cent of the liabilities to the public, and the readily realizable assets, including Government, Municipal and other bonds, and Call and Short Loans, amounted to \$66,496,474, or 61.02 per cent of public liabilities, as compared with 55.82 per cent in 1933.

The Bank's total investments in securities were approximately \$34,000,000, showing an increase of about \$500,000 as compared with a year ago. Notwithstanding the difficult times through which we have passed, it is very gratifying to be able to inform you that of the total of \$34,000,000 there is only \$60,000 or approximately one-sixth of one per cent upon which the Bank is not receiving a return—an indication of a carefully selected portfolio of securities.

Call and Short Loans in Canada, \$7,801,873, as compared with \$7,107,790 on December 30th, 1933, showed an increase of \$694,083. This is the result of slightly more activity and higher prices in the security markets. As collateral to these loans, readily marketable stocks and bonds are held, with adequate margin. Call and Short Loans elsewhere than in Canada, \$2,292,948, are advances made at our New York Agency and London, Eng., Branch, against first-class securities. Loans of this character are always subject to repayment within a few hours.

Other Current Loans and Discounts in Canada were \$50,220,134, as compared with \$54,091,417, a year ago, a decrease of \$3,871,283. Our funds were kept well employed in commercial loans throughout the greater part of the year, but substantial seasonal liquidation in grain and other advances took place in December. The total number of bushels of all grains harvested in the Prairie Provinces last

year was approximately the same as the year before, but the higher prices prevailing increased the purchasing power of the farmers by about \$60,000,000 over 1933. This is new wealth, which, in part, has been used to liquidate debts and the general movement of these funds throughout the West resulted in substantial repayment of our loans. Prices of commodities in Canada, particularly grain, are somewhat higher than they were a year ago, which means, of course, that larger bank loans are required to finance an equal volume of business, but, even so, we feel that unless there is an early material expansion in general trade, the Canadian Banks may find it more difficult to place their money profitably in 1935 than heretofore.

Non-Current Loans were \$376,463, a slight decrease as compared with the total on the 30th December, 1933. Full provision has been made for all probable losses in the Bank's loans.

Bank Premises Account \$5,900,000. No new buildings were erected during the year, nor was any land acquired. We are entering into a renewal lease of our St. James Street premises in Montreal, and are making certain necessary major alterations there, which, when completed, will provide the Bank with an attractive office.

We endeavour to keep the Bank's properties in a good state of repair at all times.

Real Estate Other than Bank Premises and Mortgages on Real Estate Sold amounted to \$122,652, a relatively small total.

The year 1934 was a most important one for the Banks in that the decennial revision of the Bank Act took place and the Bank of Canada was created. The first meeting of its shareholders was held on the 23rd instant and the directors elected. We understand that the new institution will commence operations about the 1st of March, and it will be our aim to co-operate with the officials in every possible way.

With regard to our organization—about two years ago our Directors set up an Executive Committee, consisting of five Directors and the General Manager. This Com-

mittee meets each Wednesday morning to consider the various matters which are to be brought before the regular weekly meeting of the Board on the following day.

Since assuming my present position, I have found the wise counsel of the members of both the Executive Committee and the Board of Directors most helpful in dealing with matters of major importance. They take a very keen interest in the affairs of the Bank and give freely of their time and advice in furthering its welfare.

Our Branches number 133, the same as a year ago. There are now 3,528 branch Banks in Canada, a reduction of 112 during the twelve months, and the policy of eliminating unnecessary offices steadily continues, particularly in the West. We, however, have never had branches largely in excess of our requirements, and, consequently, have closed only six in Western Canada during the past five years.

You may be interested to hear that during 1934 I interviewed the Manager of practically every branch of the institution. Last summer I visited the Prairie Provinces and British Columbia, and this afforded an opportunity of holding conferences at the principal places en route with the local Managers and those from near-by points. In addition to this, I had the pleasure of renewing old friendships and making new ones with a number of the Bank's important customers in the Western Provinces.

Gatherings of the Officials and Branch Managers are held at the Head Office periodically, when matters of interest and policy are freely discussed. We find that meetings of this nature promote closer co-operation between the Head Office Officials and the Branch Managers.

With regard to our Staff, which now number 1,137, I would like to say that they have been most loyal and it was largely through their devotion to duty that we have been able to present what we consider a very satisfactory Balance Sheet to-day.

As a concluding word—it is an encouraging fact that most businesses did somewhat better in 1934 than in 1933, and we look forward to a further improvement this year.

ADDRESS BY MR. C. H. CARLISLE,
PRESIDENT

To-day, we are changing an old custom of the Bank by holding the Annual Meeting in the afternoon. Formerly, the Meeting was called at twelve o'clock noon and following the Meeting a luncheon was served, at which time some of our Shareholders and some of the Bank's customers and some of our friends joined us. The occasion was always a pleasant one for those present, but, unfortunately, we could not have with us all of our Shareholders or all of our customers or all of our friends, and, therefore, it was impossible to limit our invitations without exercising a discrimination which is difficult to justify. The Annual Meeting day is a busy day. We always have present many senior men of the Bank, such as Branch Managers, etc., who cannot long remain away from their work and are naturally anxious to make the best use of their time while here. Again, we take it that our Shareholders are primarily interested in the affairs of the Bank, in knowing what has been accomplished during the year, in learning something of our plans for the present fiscal year and in gaining the fullest information about the Bank's financial position and its earning capacity. Your General Manager, Mr. Dudley Dawson, has just given you this information very fully and concisely. The Statement submitted has been very carefully prepared. It is conservative and reflects results which I trust you consider satisfactory.

Time always takes its toll of human life. We regret last July it called Mr. A. W. Austin. He served as Director of your Bank since 1897, or thirty-seven years. During this time he occupied the office of Vice-President for six years and that of President for eight years. He was a man, quiet in manner, sound in thought, constructive in the things that he did and always took a keen interest in the Bank's affairs. His father, James Austin, was founder of the Bank and its first President and served from 1871 to 1897; therefore, during the entire existence of the Bank the Austins played an important part.

The Honourable Doctor Herbert Alexander Bruce has accepted an invitation to join your Directorate and was, on the 7th of November, elected to fill the vacancy caused by

the death of Mr. Austin. Dr. Bruce's work in surgery has earned him an international reputation and international recognition; this is shown by the many degrees conferred upon him. He is not only a loyal Canadian, but also a loyal Britisher. He gave up a lucrative practice in 1915 to join the Canadian Army Expeditionary Corps. He was appointed Inspector General in 1916 and later was made Consulting Surgeon to the British armies in France. His writings on medical and many other subjects are interesting and instructive. As Lieutenant-Governor of our Province, he commands universal respect and confidence. He is analytical and a keen thinker and will add further strength to your Board, which, I may say, is composed of men who, despite the many demands upon them, give freely of their time, making a more thorough study of the Bank's affairs than is usually expected of a Board of Directors.

The Dominion Bank has had a consistent and gradual growth during the sixty-four years of existence. Its strong financial position is due to its earning power and not to amalgamation with and absorption of other Banks. It has retained its clientele by the quality of service rendered. It is our aim to maintain and improve even further that service. During the year just closed four of the largest corporations of Canada have opened accounts with your Bank. Many other accounts were opened, including personal accounts for unusually large amounts. Owing to the settlement of estates of deceased Shareholders an abnormally large number of the Bank's shares came on the market. Not only did the market readily absorb these shares, but in fact their price kept advancing. As compared with a year ago, the total number of Shareholders has been increased, while the number of our British Shareholders and their holdings has more than doubled.

It is not my purpose to discuss at length or in detail Canadian or foreign trade, the conditions governing trade or the future of that trade. Many economists, through various publications, make this information available to you. It is likely sufficient to say that world trade conditions have improved, that conditions in Canada show improvement in many lines, that purchasing power has increased and that the outlook is more promising.

There are, however, certain matters which I choose to bring to your attention, as they are dominant factors in our national welfare and affect you personally. These are briefly:

Our governmental debt maturities in the next four years.

Government's position in business and personal affairs.

The trend of democracy.

Each of these subjects is a problem for you and for me and each is of national consequence if Canada is to maintain its place as a leading world nation. In the next four years there are governmental maturities of a large amount with which we must deal. These maturities as they stand to-day, *without adding interest charges, and not including about one hundred million dollars of Dominion of Canada treasury bills, and an estimated amount of one hundred and twenty-five million dollars of Provincial treasury bills, stand as follows:*

| | |
|-----------------|------------------------|
| Dominion..... | \$773,800,000 |
| Provincial..... | 218,150,000 |
| Municipal..... | 160,000,000 |
| All others..... | 30,000,000 |
| Total..... | <u>\$1,181,950,000</u> |

If we add interest charges of over a billion dollars, the total debt to be paid is over two and one-quarter billions.

But that is not all; our budgets remain unbalanced. During the last ten years our governments have spent on the average, on capital and current accounts, over one hundred and seventy million dollars annually more than they collected in taxation, fees and other revenues. If this rate is maintained over the next four years, then you will have to meet payments totalling almost three billions of dollars.

Of the present total bonded debt maturing in the next four years, two hundred and thirty-two million dollars is held outside of Canada. British and United States investors have at all times been a great asset to us and will continue to be, so long as we make it profitable for them to invest, but we are rapidly closing our doors to them by our ever

accumulating debt. The income of the Canadian people has been greatly reduced. Less than four per cent of our people voting in the last Federal election paid income taxes. Our purchasing power is far below the ten year average. As Canadians, we have invested in different government securities about five billions of dollars, representing a high percentage of our savings. Under these conditions the government will find it more difficult to finance than it has in the past. No investor will continue to place his money where the debt is excessive, where management is not giving a good account of itself, where losses have been accumulating over a period of years and where no remedies are definitely in the making. If we continue much longer along the lines of the past, it means repudiation or confiscation. There is no reason why we should repeat what has been done in the past. If the people of this country would only resolve to eliminate unnecessary expenses we could have balanced budgets, but we can hope for little relief as long as we maintain a multiplicity of unnecessary governments and a dual transportation system, which this year has added another eighty-two million dollars to our national debt. Of this amount, fifty million is operating loss and thirty-two million unpaid interest to the government, which added to the unpaid interest, as of 1933, makes a total of four hundred and forty-nine million, three hundred and ninety thousand, nine hundred and forty-one dollars. Is it not a situation that demands instant solution? Is it not too serious a problem to trust to party politics? Would we not be well advised to appoint a non-political commission, such as Great Britain created in 1931, to investigate our financial affairs and offer a solution for them?

Next, I would ask you to consider the part governments have taken and are taking in business and personal affairs. It seems an element of human life to ask the other fellow to solve your difficult problems, and the other fellow is usually the government. You, who are experienced in your own line of activity, when having difficulty in your operations—you ask government, which is inexperienced, to assume your responsibilities. Government often accepts—but it does not succeed. Economic planning by governments is not new. As far back as one thousand six hundred and fifty years ago, economic planning was imposed on the Roman

Empire by the Emperor Diocletian. He changed the amount of gold in the standard coin, rehabilitated silver as a monetary metal, went in for public works in a big way, fixed prices for all important commodities, determined what occupations the citizens should pursue, fixed wages, required producers to join trade associations, established a bureaucracy to enforce his decrees and abolished the last survivals of free government. Business depression followed the adoption of this comprehensive system of economic planning and, after a long trial, it failed. More recently, the United States has tried to stimulate and regulate business along similar lines. They have spent billions of dollars in relief, public works and developing natural resources, yet their unemployment problem remains unsolved and little permanent improvement is shown. Large sums of money have been paid to retard the production of basic commodities, such as wheat, corn, cotton and livestock. This procedure only transfers the market production of these commodities to other countries. It is likely the United States will find the markets being lost, difficult to regain. They have established Codes for the regulation of business and employed many thousands of people to enforce these Codes, but the results have not been satisfactory. In their attempt to regulate labour, they have confused labour. In their attempt to regulate industry, they have disorganized industry and restricted profits; they have increased taxes and devaluated their currency. It is difficult to see where they have made any basic improvement.

During the War and six years after the War, Great Britain was largely, and perhaps necessarily, controlled by a bureaucracy. By the early part of 1920 her trade was at a very low ebb. She had lost, through the War, dominancy of the world's money market. Her unemployment was serious and there was a general state of unrest. About that time came the revival of private industry and a slow but constant improvement. By 1933 she was well on her way to stabilization. In that year she extended and built more factories than any other country in the world. Her leading automobile company, the Austin, paid 100 per cent dividends. Since 1926 that company has increased its output 500 per cent, its wages 145 per cent and lowered its costs 65 per cent. Great Britain has regained and is constantly improving her posi-

tion in world trade. She is making more clocks at the present time than are made in Germany, she is making about an equal amount of toys as are made in Germany. She is building about one thousand houses per day and has built two million, two hundred and fifty thousand houses since the War. No railroads have made a loss, no banks have failed and commercial losses are at a minimum. She is producing 93 per cent as much steel as she did in 1929, her unemployment has been reduced and her stability increased. The fastest growing towns in the world are now in England; this growth is due to business activities and new business acquired. This changed condition is the result of private industry, unhampered by government. These improvements are basically sound and have been made largely out of profits from business.

We can justly congratulate our government that it has not attempted radical policies, and has not, to date, invaded legitimate fields of private enterprise or imposed strangling regulations on business. It has proceeded along sound lines, therefore Canadian industry has not been retarded and a permanent progress has been made. Experience seems to teach us the less a government engages in business and financing, and the fewer restrictions it imposes, the better for all concerned. Great Britain has given us a good example to follow. I have great confidence in the capitalistic system. The world has prospered and developed under it. Great Britain and Canada have been built on it, and there is not much fault to find with the results we have obtained. We fail to see where the system has broken down. Our difficulties seem to be from having not fully or quickly adjusted ourselves to the new conditions so suddenly imposed on us, largely due to the results of the War. What is needed on this continent is so obvious that one marvels why, through *human perverseness, it is so long delayed.* *Five-eighths of all employment is normally in industries making what are called durable goods, that is, goods of long life, not immediately consumed.* Unemployment to-day consists in tremendous proportion of those who were so engaged. Enterprises launching on the purchase of such goods require long term money. Long term money is not available, it is hoarded out of fear of inflation, out of distrust of continuous governmental extravagance, debts and deficits. A sound

policy of monetary stabilization, an assurance against inflation backed by administrative economies will release this money. It is hungering for investment, it is earning now next to nothing. Why can not national leaders see this glaring truth? All quantities of governmental expenditures and consequent mountains of debt will do nothing comparable to the loosening of cash for long term investment, cash now held in private hands.

I have great faith in and respect for the people engaged in Canadian industry. I also have a high regard for the ability, the honesty and loyalty of our work people—there are none better. It is regrettable that there seems to be a rapidly growing practice to array one class of people against another, to create bitterness and hate and for the sole purpose of accomplishing some selfish results. This practice is destructive and cruel. Progress is only made through the unity of purpose and unity of action. In all society there is but a small percentage of the people who wilfully violate the rights of others. Governments, through ordinary channels, have been and are in a position to know of any violations and have had the power of remedy, and it would seem that remedies should be applied promptly, economically and with the least disturbance to our people.

For the last two hundred years democracy has been on trial. We have had time to appraise it. Its inherent principles are desirable and it is likely the people have been given a greater freedom and opportunity under this form, than under any other form of government. It is best suited to our needs and ideas, but it is a form of government which is easily subject to abuse. It is the only form of government that gives equal rights with taxpayers and responsible persons in matters of government and control, to the unfit, unskilled and shiftless and often to those who have nothing in common with our national life. This latter class of people contribute little, if anything, to the support of government; often they are dependents. Their number appear to be increasing. We are giving to these the power to dictate our policies and our expenditures. From similar conditions, democracy in continental Europe has almost passed out. It must be quite apparent to all of us, as individuals or as business concerns or as a nation, that we can not succeed

better than our national conditions permit. If you would maintain our democracy, our British institutions, it means leadership by our responsible citizens.

In closing, just a word in regard to the Bank of Canada. We are not now interested in the pros and cons of its existence. Our concern is, as to how it can best be made to serve the needs of the country and, more particularly, how it can best operate to strengthen, rather than weaken, the commercial banking system of Canada. You may recall a reference in the Report of the MacMillan Royal Commission on Banking and Commerce, in which Canada was warned against a possibility of the Bank of Canada becoming the instrument of political control. This, in my mind, is the hazard which must be guarded against. Political interference in a matter of this sort would not only spell failure for the success of the Bank, but would jeopardize, to a material degree, our entire banking system, with far-reaching effect on our whole country. We must not expect the Bank of Canada to be a cure for all our financial ills. It is not immune to the common ills of banking and it will have to deal with its problems the same as other banks have done. The United States system, the Bank of France and the Reichsbank all have made their errors and all of them have their problems. Canadians should feel encouraged that their Central Bank is starting its career under the able management of Messrs. Towers and Osborne. These gentlemen may be assured of the full support of all of the chartered Banks, as well as the public at large, in their efforts to keep the new institution free from political intrigue and to make it a real asset to Canada.

I move the adoption of the Report.

Mr. R. S. McLaughlin—I have much pleasure in seconding the adoption of the Report.

The Chairman presented the motion to the Meeting and the Report was adopted.

Mr. T. Frank Matthews—Mr. Chairman, General Manager, Directors, Ladies and Gentlemen: I am sure the Shareholders are exceedingly gratified with the Statement

you have presented to-day and the explanation of the details made by the General Manager also with the splendid address of the President. We are fortunate, I think, in our Board of Directors, a body of men who give freely of their time and their ability to the operation of an important Bank such as this. I have much pleasure in moving that the thanks of this Meeting be given to the President, Chairman of the Board, Vice-Presidents and Directors for their services during the year, and to the General Manager and other Officers of the Bank for the efficient performance of their respective duties.

Mr. A. W. Laver—Mr. Chairman, Ladies and Gentlemen: After listening to the Report presented here to-day, and the remarks by the General Manager, as well as your own, sir, I feel it a great privilege to be associated with that resolution proposed by Mr. Matthews, and while I have no intention of making any extended remarks in seconding the motion, I feel that we can only support such a resolution sincerely out of the knowledge of our personal contact in a matter of this kind. Personally, in a very small way, I have been a client of this Bank for a great many years. Officially, in a large way, I have also for a great many years been transacting business with the Bank, for some years as the chief credit officer of the City of Toronto, later as a purchaser of foreign exchange for the same corporation and more recently I have been transferred to the position of the largest spender for the City of Toronto. A very great portion of this business is now passing through The Dominion Bank, and by my contacts with those various sources I have been brought into contact with the operating officials of the Bank. I feel that they are rendering faithful and efficient service to the Bank.

I am acquainted with the General Manager and his leading assistants and I feel sure that the Shareholders of this Bank have much to be thankful for at this time—that men of their qualifications and capabilities are administering the affairs of this institution. I have much pleasure in seconding the motion.

(Motion carried.)

The Chairman—I am going to ask Mr. Bogert to reply to that vote of thanks. You might think that Mr. Bogert

was in a position where he could put all his cares, troubles and responsibilities behind him and for once in his life have a free time, but I am going to tell you that is not the case. I think it couldn't be possible for anyone who has given more than fifty years to any particular kind of work—Mr. Bogert is giving this Bank as much assistance, giving it as much co-operation as he did in any year of his long association with this institution.

Mr. C. A. Bogert—First of all, Mr. President, I would like to join in your expressions of sympathy and regret in the death of Mr. Austin. It was my great privilege to have been very closely associated with him for many years and I knew him as a thoughtful, kindly, retiring man of few words but with excellent judgment in dealing with all the affairs of the Bank, which came before him constantly. He was connected with *The Dominion Bank throughout practically all of his business life*, and he had a distinct pride and interest in the institution. The members of the Directorate will, I am sure, all greatly miss the benefit of his experience and his sound advice.

Mr. Carlisle has asked me to respond to this resolution and, first of all, I wish to thank him for his very kindly comments on my connection with *The Dominion Bank*. After addressing you at these annual gatherings for something in the neighbourhood of thirty years, I was in hopes that under the new arrangements that had been made whereby I became a sort of "*fifth wheel*" to the organization, I should be freed from such responsibilities, which I am sure would be as much of a relief to me as to the Shareholders.

I have a very strong suspicion that when Mr. Carlisle spoke to me some days ago about making a few remarks at this Meeting, the circumstances were very similar to an incident that happened a few years ago. I was asked to respond to a resolution at the annual meeting of another organization, and with characteristic modesty, proclaimed my inadequacy to properly do so, ending by saying "Why don't you ask somebody else?" and the gentleman who approached me said, "*I have asked everybody else.*"

I think we should all congratulate your President very heartily on the excellent address he has given to-day. It was constructive, instructive, and it was thoroughly justified. I am sure, Mr. Carlisle, that your comments will be read with very great interest—not only by the Shareholders who are not present, but by the public at large, and the Shareholders will all look forward to hearing you address them on many future occasions.

Doubtless, I am supposed to say something about the responsibilities of Directors, particularly the Directors of this Bank, and, with some general knowledge, I can say to you in all frankness that I do not believe Directors of any other financial organization in this country have a keener sense of their responsibilities and are more attentive to their duties than yours. Every matter concerning the institution—no matter if it may be of a somewhat minor character, is given the most careful consideration, not only by the Executive Committee, but by the Directors as a whole.

We are deeply appreciative of the resolution that has just been passed and the kindly words of the mover and seconder, and on behalf of all the Directors, I wish to express to you our very hearty thanks, and to assure you that the interests of the Bank, and of you, its owners, will continue to have our constant attention.

Mr. Dudley Dawson—I would like to ask Mr. Beirsto, the Assistant General Manager of the Bank, with headquarters in Winnipeg, to say a few words on behalf of the Staff.

Mr. Beirsto—Mr. Chairman, Ladies and Gentlemen: I appreciate very much indeed the privilege of responding to this resolution on behalf of the Staff—and specially so as the sponsors have honoured the Staff by coupling them with the Directors in the same motion. It has been a somewhat difficult and trying year and it is, therefore, singularly gratifying to hear such kind expressions of appreciation. I wish to take this opportunity of assuring you that in this institution the spirit of co-operation and loyalty, which is so essential to stability and success, is always in evidence. On behalf of the Staff I wish to thank you.

Mr. E. B. LeRoy—I move that Mr. A. B. Shepherd, F.C.A., of Peat, Marwick, Mitchell and Company, and Mr. D. McK. McClelland, F.C.A., of Price, Waterhouse and Company, be appointed Auditors to hold office until the next Annual General Meeting, that their remuneration be fixed at a sum not to exceed \$10,000, and that the ballot for the Auditors be taken at the same time as the ballot for the Directors is taken.

Mr. D. A. Campbell—I have much pleasure in seconding the motion. (Motion Carried.)

Chairman—The decennial revision of the Bank Act having taken place last year, makes this an appropriate time to revise our By-laws, some of which are now obsolete. Our Solicitors have drafted a new series of By-laws covering all the requirements under the present Act. You hold a copy of them in your hands, and we are asking you to enact them to-day by ballot, by which action you give your mandate to your Directors to administer the affairs of your Bank.

REVISED SHAREHOLDERS' BY-LAWS

(1) The Annual General Meeting of the Shareholders of the Bank, for the election of Directors and for the transaction of such other business as may be properly brought before such meeting, shall be held on the last Wednesday in the month of January in each year. If the day fixed for such meeting, or for any Special General Meeting of the Shareholders, shall fall on a legal holiday, the meeting shall be held on the next following day which is not a legal holiday. The President, or in his absence the Chairman of the Board, or in the absence of the President and the Chairman of the Board, a Vice-President of the Bank shall preside at all meetings of Shareholders, and for the purpose of any such meeting, may appoint a Secretary and a Scrutinor or Scrutineers unless otherwise determined by the vote of the Shareholders at the meeting.

(2) In case of failure to elect Directors at any Annual General Meeting of the Shareholders, or any adjournment or adjournments thereof, it shall be the duty of the Directors holding office at the time when such failure of election shall take place, to cause a Special General Meeting of the Shareholders to be called to elect Directors to serve during the remainder of the current year and to transact any other business that should have been done at the Annual General Meeting.

(3) A record shall be kept at the Chief Office of the Bank, in the City of Toronto, of all proxies intended to be acted upon for the purposes of any Annual General Meeting and/or Special General Meeting of the Shareholders of the Bank; but no holder of a proxy shall be entitled to vote at any such meeting unless such proxy shall have been deposited for record with the Secretary of the Bank at least three days prior to the date of any such meeting; and it shall be the duty of the Secretary of the Bank to record all proxies deposited in accordance with the provisions of this by-law and to produce at every such meeting a list of all holders of proxies.

(4) The number of the Directors of the Bank shall be not less than ten nor more than sixteen of whom three shall form a quorum for the transaction of the business of the Board.

(5) The qualification of a Director shall be that provided by The Bank Act.

(6) The Board of Directors may fill vacancies occurring in the Board by election from among the qualified Shareholders.

(7) The remuneration of the President, Chairman of the Board, Vice-Presidents and other Directors shall be a sum not exceeding \$27,000.00 per annum, and the Directors may, from time to time, apportion the same among themselves in such manner as they shall think fit. The Directors may also further provide for the payment to the members of the Executive Committee of the Board of Directors such additional remuneration as the Directors may, from time to time, determine, but not exceeding in all a sum of \$10,000.00 per annum.

(8) The Directors are hereby authorized to contribute out of the profits of the Bank each year, to the funds of the Pension Fund Society of The Dominion Bank, such sums as they may deem proper but not exceeding in any one year the sum of \$75,000.

In addition to the contributions hereinbefore authorized the Directors are also authorized to pay the pensions of the widows of all those officers and employees of the Bank who were, on the first day of June, 1911, over the age of thirty-five years and whose claims have become a charge on the said Pension Fund prior to the first day of June, 1916.

(9) The Directors may, from time to time, make contributions to public, patriotic or charitable objects to an amount not exceeding in the aggregate \$10,000 in any one year.

(10) The General Manager may, with the approval of the Directors, make, from time to time, retiring allowances or other payments to any member of the staff on his or her resignation.

(11) All existing By-laws of The Dominion Bank heretofore enacted by the Shareholders are hereby repealed, provided always that such repeal shall not affect any act done or any right existing, accruing, accrued, or established:

Mr. James Nicholson—I move that By-laws, numbered 1 to 11 (both inclusive) be enacted as the Shareholders' By-laws of The Dominion Bank and that the ballot for the enactment of the By-laws be taken at the same time as the ballot for Directors is taken.

Mr. G. T. Cassels—I have much pleasure in seconding that motion. (Motion Carried.)

Mr. J. C. Lithgow, F.A.S.—I move that the Board of Directors for the ensuing year be—C. A. Bogert, Col. The Hon. Herbert A. Bruce, M.D., F.R.C.S. (Eng.), C. H. Carlisle, R. Y. Eaton, R. J. Gourley, E. W. Hamber, J. M. Mackie, A. C. Matthews, R. S. McLaughlin, W. W. Near, F. Gordon Osler, J. Allan Ross, and H. H. Williams.

Mr. G. R. Medland—I have much pleasure in seconding the motion. (Motion Carried.)

Mr. J. M. Lyle—I move that a ballot box be now opened for the receipt of ballot papers for the appointment of Auditors, for the enactment of the By-laws and for the election of Directors and that the poll be closed at four o'clock in the afternoon or so soon before that hour as five minutes shall have elapsed without any further vote being cast, and that the Scrutineers do certify the result of the poll to the Chairman of the Meeting.

Mr. Charles Walker—I beg to second that motion. (Motion Carried.)

At the conclusion of the ballot the Scrutineers reported that Mr. A. B. Shepherd, F.C.A., and Mr. D. McK. McClelland, F.C.A., had been appointed Auditors and the appropriation for their remuneration authorized; that the By-laws, numbered 1 to 11 (both inclusive) had been enacted, and that the gentlemen nominated as Directors had been duly elected Directors for the ensuing year.

The Chairman thanked the Shareholders for their attendance and the Meeting adjourned.

At a subsequent Meeting of the Directors, Mr. C. H. Carlisle was elected President, Mr. C. A. Bogert, Chairman of the Board, and Mr. W. W. Near and Mr. R. S. McLaughlin, Vice-Presidents, for the ensuing year. The following were elected members of the Executive Committee of the Board, Messrs. C. H. Carlisle, C. A. Bogert, W. W. Near, R. S. McLaughlin and H. H. Williams.

The Annual Statement, with copy of the Profit and Loss Account, and the Minutes of the Annual Meeting are sent to the Shareholders in accordance with the provisions of Section 53 of the Bank Act.

