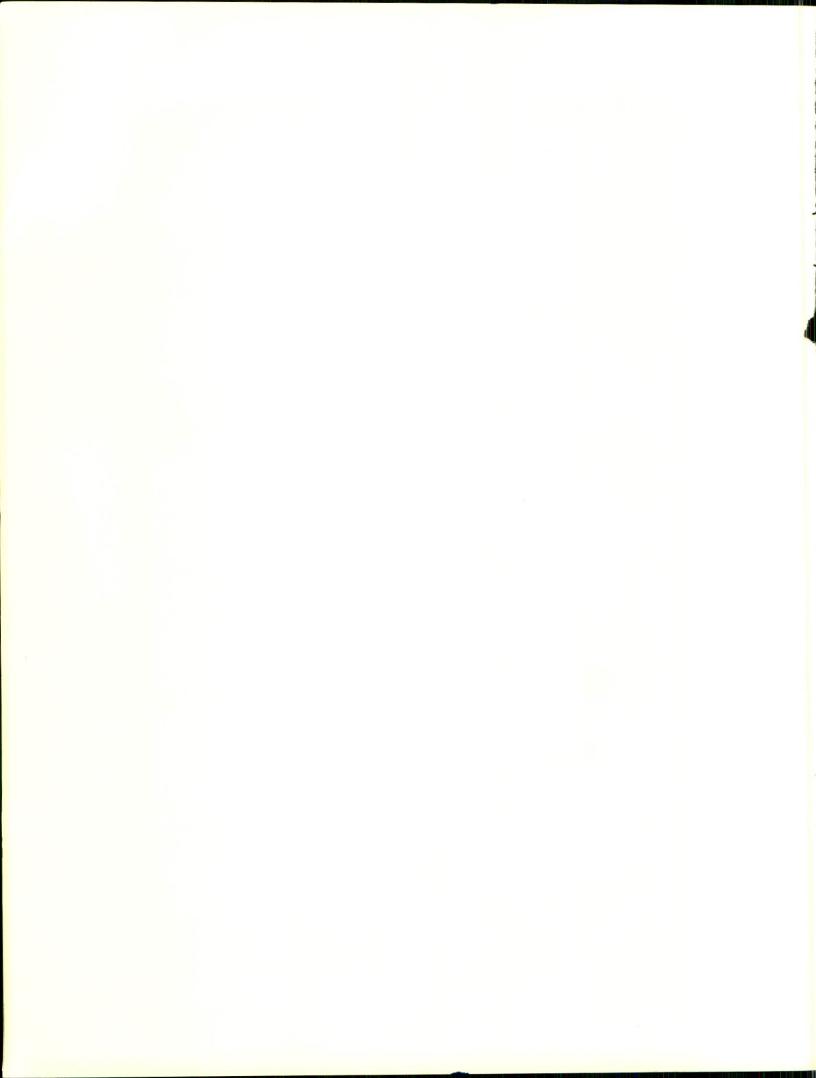
CANADIAN GENERAL INVESTMENTS LIMITED ANNUAL REPORT, DECEMBER 31

1980





BOARD OF DIRECTORS

RALPH M. BARFORD
JOHN D. BARRINGTON
ALEX E. BARRON
DAVID L. CAMPBELL
DOUGLAS N. KENDALL
A. BRUCE MATTHEWS, C.B.E., D.S.O.
M. C. G. MEIGHEN, O.B.E.
MICHAEL A. MEIGHEN
WARD C. PITFIELD
JOHN C. RYKERT
J. ALLYN TAYLOR
DONALD C. WEBSTER
PATRICK O. G. WRIGHT

INVESTMENT COMMITTEE

ALEX E. BARRON M. C. G. MEIGHEN, O.B.E. WARD C. PITFIELD JOHN C. RYKERT DONALD C. WEBSTER

AUDIT COMMITTEE

JOHN D. BARRINGTON A. BRUCE MATTHEWS, C.B.E., D.S.O. JOHN C. RYKERT J. ALLYN TAYLOR

OFFICERS

M. C. G. MEIGHEN, O.B.E. Chairman of the Board

ALEX E. BARRON President

JOHN C. RYKERT Vice President and Treasurer

WARD C. PITFIELD
Chairman of the Investment Committee

E. LOUISE MORGAN Secretary

FREDERICK L. MILNE, C.A. Assistant Treasurer

AUDITORS

PRICE WATERHOUSE & CO. Toronto

REGISTRAR AND TRANSFER AGENT

THE CANADA TRUST COMPANY Toronto and Winnipeg

OFFICE OF COMPANY

110 YONGE STREET, SUITE 1702, TORONTO M5C 1T4 (Telephone 416-366-2931)

TO THE SHAREHOLDERS:

Your Directors are pleased to present the Annual Report of your Company for the year ended December 31, 1980 consisting of the audited statements, the Portfolio of Investments, Changes in Portfolio and a five year statistical record of assets, earnings and dividends.

The Balance Sheet discloses that the total consolidated assets of the Company as at December 31, 1980 amounted to \$184,221,071 up 22.3% in the year. From this amount is deducted total accrued liabilities, income taxes payable, deferred income taxes, and minority interest which leaves a net value of \$165,088,534 up 18.7%. Based on 3,860,761 common shares outstanding as at December 31, 1980 each common share had an apparent liquidating value of approximately \$42.76. It should be noted that while \$17.6 million in deferred income taxes was deducted from consolidated assets in calculating the equity value per share, the \$17.6 million continues to work for the benefit of the shareholders. Such will be the case until future realization of capital gains necessitates payment to the Government of part or all of these deferred taxes.

The Consolidated Statement of Income discloses that your Company, after paying all expenses and providing for the minority interest, had a net income for the year of \$6,184,808 or \$1.60 per share from dividends paid by portfolio companies and interest earned on short term investments.

In June 1980 the Company implemented an Optional Stock Dividend Policy which allows shareholders the choice of receiving their dividends in cash or in common shares of the Company. At December 31, 1980, 167 shareholders holding 517,581 shares had elected stock dividends. Since the policy came into effect a total of 16,997 shares with a value of \$403,052 have been issued resulting in a .4% dilution of earnings per share. Dividend payments to shareholders during 1980 amounted to \$1.50 per share, an increase of \$0.15 from 1979.

Energy related investments continued to be an important part of your Company's investment strategy during 1980. The dollar value of this industry segment of the portfolio increased \$7,239,958 or 42.8% during the year. Halliburton Company and Burlington Northern Inc. in the U.S. section are also energy stocks bringing our commitments in this area to \$30,432,000 equal to 17.0% of total investments.

Direct participation in the energy field more than doubled to \$5,657,000 during 1980 as a result of more funds being invested and from an increase in the value of the holdings due to significant exploration success by the operators of the various ventures. We are currently emphasizing participation in the United States where returns per dollar invested are significantly higher than those available in Canada. Since year-end we have added 6,000 shares of Mobil Corporation and 3,000 shares of Halliburton Company to our portfolio.

Submitted on behalf of the board.

An. C. G. Ineighen
Chairman of the Board

President

TORONTO, February 17, 1981.

FIVE YEAR PERFORMANCE SUMMARY

	1980	1979	1978	1977	1976
Net Assets	165,088,000 42.76	139,074,000 36.18	122,499,000 31.87	112,584,000 29.29	111,444,000 28.99
Net earnings	6,185,000	6,047,000 13,712,000*	4,510,000 6,064,000*	4,450,000	4,351,000
Per share	1.60	1.57 3.57*	1.17 1.58*	1.16	1.13
Dividends paid per share	1.50	1.35	1.15 2.08***	1.13	1.05
Market value: High Low	25.25 19.25	24.50 21.00	25.00 17.25	19.00 17.00	21.25 17.25

^{*} Including Special Dividends received

AUDITORS' REPORT

TO THE SHAREHOLDERS OF CANADIAN GENERAL INVESTMENTS LIMITED:

We have examined the consolidated balance sheet of Canadian General Investments Limited as at December 31, 1980 and the consolidated statements of income, retained earnings, unrealized gain on investments and changes in net assets for the year then ended. Our examination was made in accordance with generally accepted auditing standards, and accordingly included such tests and other procedures as we considered necessary in the circumstances.

In our opinion, these consolidated financial statements present fairly the financial position of the Company as at December 31, 1980 and the results of its operations and the changes in its net assets for the year then ended in accordance with generally accepted accounting principles applied on a basis consistent with that of the preceding year.

As part of our tests referred to in the first paragraph above, we examined share certificates and other evidence supporting the investments held by the Company as at December 31, 1980.

PRICE WATERHOUSE & CO. Chartered Accountants

TORONTO, January 23, 1981.

^{**} Special Stock Dividend paid

CONSOLIDATED BALANCE SHEET

		December 31
ASSETS	1980	1979
Investments at indicated market value (Note 1(b))		
Securities having a quoted market value	\$172,473,060	\$141,984,490
Securities not having a quoted market value	6,498,181	3,456,884
	178,971,241	145,441,374
(Cost as at—		
December 31, 1980—\$87,137,027		
December 31, 1979—\$78,276,303)	TO AND THE STORY AND ADDRESS.	
Short-term investments, at cost plus accrued interest	4,799,966	4,572,401
Dividends and interest receivable	18,107	10,172
Amount receivable on securities sold	392,548	485,682
Cash	39,209	73,878
× ×	\$184,221,071	\$150,583,507
LIABILITIES AND SHAREHOLDERS' EQUITY		
Accrued liabilities		\$ 4,246
Amount payable on securities purchased	810,321	555,013
Income taxes payable	474,656	476,845
Deferred income taxes (Note 2(b)).	17,627,427	10,335,787
Minority interest in subsidiary	209,213	137,253
Shareholders' equity		
Capital stock (Note 3)— Authorized—		
4,000,000 common shares without par value		
Issued and outstanding—		
3,860,761 (1979—3,843,764) common shares	34,804,740	34,401,688
Unrealized gain on investments	75,062,295	57,092,174
Retained earnings	55,221,499	47,580,501
	165,088,534	139,074,363
	\$184,221,071	\$150,583,507

APPROVED BY THE BOARD:

J. Allyn Taylor, Director

M. C. G. Meighen, Director

CONSOLIDATED STATEMENT OF INCOME

	Year end	ed December 31
	1980	1979
Income Dividends (Note 1(c)) Interest. Gain (loss) on foreign exchange.	\$6,398,607 987,147 40,988 7,426,742	\$ 5,924,795 1,180,899 (13,564) 7,092,130
Expenses Management fees (Note 4). Directors' fees Miscellaneous. Provision for (recovery of) income and foreign taxes— Current.	347,685 14,500 130,536 (25,743) 772,000	306,245 13,100 62,095 472,053 190,000
Deferred	746,257	662,053
	1,238,978	1,043,493
Income before special dividend and interest of minority shareholders Special dividend received in shares of Hollinger Argus Limited	6,187,764	6,048,637 7,665,000
Income before interest of minority shareholders	6,187,764 2,956	13,713,637 1,608
Net income for the year	\$6,184,808	\$13,712,029
Net income for the year per common share On net income before special dividend received	\$1.60	\$1.57
On net income for the year	\$1.60	\$3.57

CONSOLIDATED STATEMENT OF RETAINED EARNINGS

	Year end	led December 31
	1980	1979
Balance at beginning of year	\$47,580,501	\$35,305,580
Net income for the year Dividends paid on common shares	6,184,808 (5,768,919)	13,712,029 (5,189,081)
	415,889	8,522,948
	47,996,390	43,828,528
Gain on investments disposed of during year		
(less minority interest and income taxes)	7,225,109	3,751,973
Balance at end of year	\$55,221,499	\$47,580,501
Dividends paid per common share	\$1.50	\$1.35

CONSOLIDATED STATEMENT OF UNREALIZED GAIN ON INVESTMENTS

	Year end	led December 31
	1980	1979
Increase during the year.	\$24,670,935	\$ 7,830,435
Deferred income taxes	(6,628,640)	(3,525,787)
Interest of minority shareholders	(72,174)	(4,114)
•	6,700,814	(3,529,901)
	17,970,121	4,300,534
Balance at beginning of year	57,092,174	52,791,640
Balance at end of year	\$75,062,295	\$57,092,174

CONSOLIDATED STATEMENT OF CHANGES IN NET ASSETS

	Year e	nded December 31
	1980	1979
Net assets at beginning of year	\$139,074,363	\$122,498,908
Net income for the year	6,184,808	13,712,029
less minority interest and income taxes	7,225,109 17,970,121	3,751,973 4,300,534
	170,454,401	144,263,444
Less: Cash dividends paid	5,365,867	5,189,081
Net assets at end of year	\$165,088,534	\$139,074,363
Gain on investments disposed of during year Cost of investments at beginning of year. Add	\$ 78,276,303	\$ 58,896,692
Purchase of investments during year Dividend received in shares of Hollinger Argus Limited	22,410,029	15,100,969 7,665,000
	22,410,029	22,765,969
	100,686,332	81,662,661
Less: Cost of investments at end of year	87,137,027	78,276,303
Cost of investments disposed of during year	13,549,305 21,774,207	3,386,358 7,347,861
Gain on investments disposed of during year before minority interest and income taxes	8,224,902	3,961,503
Current	(1,111,963) 109,000	(206,150)
	(1,002,963)	(206,150)
Interest of minority shareholders	3,170	(3,380)
	(999,793)	(209,530)
Gain on investments disposed of during year	\$ 7,225,109	\$ 3,751,973
Apparent liquidating value per common share At beginning of year	\$36.18	\$31.87
At end of year	\$42.76	\$36.18

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

December 31, 1980

1. ACCOUNTING POLICIES

(a) Basis of consolidation—

The consolidated financial statements include the accounts of the Company and its 90% owned subsidiary, C.G.I. and Third Venture Capital Limited.

(b) Valuation of investments-

The indicated market values of quoted securities are the result of pricing the companies' holdings at the closing quoted market prices as at December 31. Such amounts do not necessarily represent the value of the total holding in any company which may be more or less than that indicated by market quotations. Securities not having a quoted market value have been included at values determined by the directors based principally on the underlying value of the assets represented by these securities.

(c) Dividend income-

Dividend income is recorded on the date the dividend is payable by the issuing company.

2. TAXATION

(a) The companies do not qualify as "investment corporations" as defined in Section 130 of the Canadian Income Tax Act and are accordingly, subject to income tax as "public corporations." "Taxable dividends" received from "taxable Canadian Corporations," as defined by the Act, are excluded from taxable income; one-half of gains on disposal of investments, to the extent that these have accrued since December 31, 1971, are subject to income tax at full corporation rates.

(b) Unrealized gain on investments includes approximately \$61,439,000 which has accrued since December 31, 1971. In addition, the parent company has received dividends of approximately \$5,133,000 since December 31, 1971 which were paid out of "tax-paid undistributed surplus on hand" and "1971 capital surplus on hand" of the payor corporations and, therefore, must be applied to reduce the adjusted cost base of the investments in the payor corporations resulting in a corresponding increase in the gain which may ultimately be realized on these investments. A provision for deferred income taxes on these unrealized gains has been made in the accounts.

3. CAPITAL STOCK

Effective July 1, 1980, the Company allotted and reserved 156,236 of the authorized common shares of the corporation for distribution under an Optional Stock Dividend Policy. Accordingly dividends declared payable on the outstanding common shares may be paid in cash or, at the option of the shareholder, by way of a stock dividend of common shares having a value equivalent to the cash dividend.

During the year, certain shareholders exercised their right under the Optional Stock Dividend Policy and were issued 16,997 common shares, in lieu of cash dividends, with an aggregate value of \$403,052.

4. MANAGEMENT FEES

Management fees are paid to a related corporation for services received in connection with the administration of the Company's financial accounts and investment portfolio.

SUMMARY OF PORTFOLIO BY INDUSTRY

SUMMARY OF CHANGES IN PORTFOLIO

in 1980

) Portfolio	ADDITIONS TO PORTFOLIO Shares Alcan Aluminium Limited
17.9	The Algoma Steel Corporation Limited
15.4	Burlington Northern Inc
13.5	Calgary Power Ltd. 'A' .25,000 Calgary Power Ltd. 'A'1 .34,000 Calgary Power Ltd. 'A'2 .4,000
8.7	Canadian Pacific Enterprises Limited
8.4	Canadian Tire Corporation Limited
7.2	Denison Mines Limited
5.1	Halliburton Company ³
5.1	Husky Oil Ltd
4.6	Intel Corporation 18,750 Mobil Corporation 4,000
3.9	North Canadian Oils Limited Joint Venture \$688,608 Nova an Alberta Corporation 'A'
2.3	Onyx Petroleum Exploration Ltd.—common
2.0	Peabody International Corporation ⁵ 1,250
1.9	Queenstake Resources Ltd. 100,000 Renaissance Resources Ltd. Joint Venture. \$825,217
1.8	ROLM Corporation ³
1.1	Rupertsland Resources Ltd. ²
1.1	Stelco Inc
5 100.0	Trizec Corporation Ltd.7,000Hiram Walker—Consumers Home Ltd.75,000YCL Resources Inc.—common.350,000YCL Resources Inc. Prefd. Fund\$875,000
	DELETIONS FROM PORTFOLIO Shares Canadian Tire Corporation Limited 'A'20,000
	Canadian Utilities Ltd. ²
	CCCL Holdings Ltd. Prefd.² 2,340 Dofasco Inc. 100,000
	Hollinger Argus Limited 'A' 182,500 MacMillan Bloedel Ltd. 90,000
	Northern Telecom Ltd
	Peabody International Corporation
	5 17.9 5 15.4 13.5 8 8.7 8 8.4 7 7.2 5 5.1 9 4.6 9 2.3 9 2.3 1 2.0 1 1.1

PORTFOLIO OF INVESTMENTS as at December 31, 1980

No. of Shares	Т	otal Market Value \$	% of Portfolio	No. of Shares	י		% of rtfol <mark>i</mark> o
215,000	BEVERAGES The Seagram Company Ltd	15,050,00 15,050,00			Hiram Walker— Consumers Home Ltd		
89,000	BUSINESS FORMS Moore Corporation Limited	3,649,00			Rio Algom Ltd		
96.000	COMMUNICATIONS Southam Inc	4,068,00		10,000	FINANCE (A) BANKS Bank of Montreal	The second second second second	15.4
	ENERGY	24,125,91		45,000	The Royal Bank of Canada	2,700,000	
80,000	(A) OILS			50.0 6 00 10.00	The Toronto-Dominion Bank . (B) TRUST COMPANY		
	Husky Oil Ltd	1,025,00	0	855,000	Canada Trustco Mortgage Company 'A'	. 22,764,375	
200,000	Imperial Oil Limited 'A' Piper Petroleums Ltd Ram Petroleums Limited	1,050,00	0	100,000	FOREST PRODUCTS British Columbia Forest	9,062,500	5.1
	Ram Petroleums Limited— Warrants			200,000	Products Ltd		
	Queenstake Resources Ltd Rupertsland Resources Ltd	925,00	0	25,000	Great Lakes Forest Products Limited	1,775,000	
	(B) DRILLING VENTURES Canshore Exploration				INDUSTRIAL MANAGEMENT	8,262,500	4.6
	Limited Common	350,00	0		Argus Corporation Ltd. Class 'C' Prefd Canadian Pacific Investments	4,745,000	
	Limited Prefd North Canadian Oils Limited)		140,000	Limited	3,517,500	
	Joint Venture Onyx Petroleum	956,46	5	652.000	INVESTMENT TRUST Third Canadian General	12,877,000	7.2
	Exploration Company Ltd. Natural Resource Receipts	37,00	8		Investment Trust Limited		
,	Onyx Petroleum Exploration Company Ltd. Common	385,25	0	100,000	MERCHANDISING Canadian Tire	9,198,000	5.1
	Passburg Petroleums Ltd. Common	131,08	0		Corporation Ltd. 'A'	d. 2,962,500	
	Passburg Petroleums Ltd. (Conv. Debenture)	1,160,00	0	42,000	Cochrane-Dunlop Ltd		
	Renaissance Resources Ltd. Joint Venture	1,075,21	7	35,000	MANUFACTURING Canadian General Electric	3,207,750	1.8
	Renaissance Resources Ltd. Common				Co. Ltd	1,764,000	
programme and control of	YCL Resources Inc. Common YCL Resources Inc. Prefd. Fund	875,00			Magna International Inc. 'A' Magna International Inc. 'B'		
30,000	(C) PIPELINE. Nova, An Alberta			60,000			3.9
50,000	Corporation 'A' Nova, An Alberta Corporation 6%% Prefd				Denison Mines Limited Texas Gulf Inc		
90,000	(D) OTHER	7,810,00	0	42 000	REAL ESTATE Trizec Corporation Ltd	1,953,000 1,953,000	1.1
00,000	Caigary Fower Ltd. A	1,500,00		12,000	ee corporation ba	1,555,000	

PORTFOLIO OF INVESTMENTS as at December 31, 1980

No. of Shares	Т	otal Market Value \$	% Portf	
	STEEL	15,508,1	25	8.7
270,000	The Algoma Steel Corp. Ltd	. 10,125,0	00	
145,000	Stelco 'A'	. 5,383,1	25	
	VENTURE CAPITAL (see page 12)	1,882,8	00	1.1
5,850	C.G.I. and Third Venture Capital Limited Preference	. 585,0	00	
90,000	C.G.I. and Third Venture Capital Limited Common	. 1,297,8	00	
	MISCELLANEOUS	3,401,2	50	1.9
80,000	Extendicare Ltd	. 1,040,0	00	
80,000	Extendicare Ltd. 'A'	. 1,000,0	00	
90,000	Scott's Restaurants Co. Limited 'A'	. 686,2	50	
90,000	Scott's Restaurants Co. Limited 'C'	. 675,0	00	
	U.S. SECURITIES	32,057,4	196	17.9
402,870	Avco Corporation			
25,000	Burlington Northern Inc	. 1,921,0	000	
44,000	Halliburton Company	. 4,385,4	180	
37,500	Intel Corporation Ltd	. 1,824,0	000	
20,000	Joy Manufacturing Company	. 1,328,0	000	
4,000	Mobil Corporation	. 385,5	60	
20,000	National Mine Service Company	. 355,2	200	
18.000	ROLM Corporation			
105,400	Shared Medical Systems	. 1,00-1,0		
100,100	Corporation	. 3,397,0)42	
2,500	The Superior Oil Company			
40,000	Tektronix Inc		100	

Authorized Capital-

10,000 6% non-cumulative, non-voting preference shares with a par value of \$100 each redeemable at the amount paid up thereon.

100,000 common shares without par value.

Issued and outstanding—
6,500 preference shares
100,000 common shares.

As at December 31, 1980 Canadian General Investments Limited held 5,850 preference shares and 90,000 common shares for a total investment of \$675,000. Third Canadian General Investment Trust Limited held 650 preference shares and 10,000 common shares for a total investment of \$75,000. There are no other shareholders.

	No. Shares		Class		Total Value
	1.000	Computalog Gearhart Ltd.	Common	\$	15,500
+	5,000	Energy Conversion Devices	Common		99,950
*	20,000	Helix Investments Ltd.	Common		600,000
200	8,538	Helix Investments Ltd.	Preferred		85,380
2/5	106,855	Hermes Electronics Ltd	Common		53,428
2/5	2,000	Hermes Electronics Ltd	Preferred		20,000
*	14,286	Ionarc Smelters Ltd	Common		24,429
	15,948	Mitel Corporation	Common		334,908
2/2	\$16,625	Mitel Corporation 10% 1981	Debenture		16,625
+	39,000	Novametrix Medical Systems Inc	Common		291,593
2/5	\$16,307	NPS Automation Services Inc	Note		16,307
2/0	1 Unit	Pay TV	Common and Debenture		126,360
	26,162	Spar Aerospace Ltd	Common	13	225,647
	360	Spar Aerospace Ltd	Warrants		990
2/0	3,163	Venturetek International Limited	Common		15,815
		Miscellaneous			403
.LT	I C. Coouwitu	o /c NEW YORK		\$1,	927,335

†U.S. Security-o/c NEW YORK

^{*}Note: Securities not having a quoted market value have been included at values determined by the Directors based principally on the underlying value of the assets represented by these securities.



