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FIFTY-SIXTH ANNUAL REPORT

FOR THE YEAR ENDED DECEMBER 31, 1981

DALHOUSIE

OIL COMPANY, LIMITED

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OIL COMPANY, LIMITED

REGISTERED OFFICE

80 Richmond Street West Suite 604-5 Toronto, Ontario M5H 2S9

OFFICERS

TODSON	H. BECKER	President
HOWARD	L. BANTING Vice-	President
I. EILEEN	GREEN Secretary-	Treasurer

DIRECTORS

HOWARD L. BANTING TODSON H. BECKER JEFFREY J. BECKER W. ARTHUR HASTIE

W. STRACHAN CLARK I. EILEEN GREEN

BANKERS

CANADIAN IMPERIAL BANK OF COMMERCE

REGISTRAR AND TRANSFER AGENT

GUARANTY TRUST COMPANY OF CANADA Toronto

REPORT OF THE DIRECTORS TO THE SHAREHOLDERS

Your Directors are pleased to present this Fifty-sixth Annual Report of your Corporation, including the Financial Statements as at December 31, 1981, together with the Auditors' Report to the Shareholders.

The net income from Turner Valley Units Nos. 3, 5 and 7, after deductions of royalties, taxes, lease rentals and well operations, increased from \$56,257 in 1976, to \$90,099 in 1977, to \$123,739 in 1978, to \$179,895 in 1979, to \$301,191 in 1980 and to \$353,468 in 1981. All three Turner Valley Units again showed increased net profits for the year. Your Corporation also received increased revenue from a farmout to Gulf Oil Canada Limited from a gas well which came on stream in 1976 in Turner Valley in which a 15% overriding royalty is held. Net production income for this well rose from \$26,566 in 1978, to \$29,737 in 1979, to \$56,656 in 1980 and declined to \$39,672 in 1981. The total net income from Turner Valley production for the year was \$393,140 compared with \$357,847 for 1980.

On the Schaft Creek property of Liard Copper, Teck Corporation continued the core drilling program with 36,818 feet in 82 holes completed in 1981. The 1980 drilling program had increased ore reserves considerably and reserve figures were reported of one billion tons with a copper-equivalent grade of 0.61% and a waste-to-ore ratio of 1.2 to one. Drilling of the first production pit, which we understand is sufficient for twelve years, has been completed. The new data has not been fully processed and there are no new ore reserve figures reported for 1981. It had been Teck's intention to proceed with site and engineering and feasibility studies; however, weakness of the copper market has forced a change in priorities and Teck will do almost no work on the project this year. Your Corporation continues to maintain an approximate 7% interest in Liard Copper Mines Limited.

The drilling program completed in 1980 in Clergue and Stock Townships in Northern Ontario was sufficient to maintain claim groupings for several years.

Additional mining claims were staked around the old Devon Gold Mine in Beatty and Coulson Townships in Northern Ontario. Surface geophysical surveys are at present being completed prior to a planned diamond drill program.

In Cook Township, Northern Ontario, a group of ten contiguous mining claims was staked in 1979 following the release of the Kirkland Lake series of airborne Input survey maps. The anomalous area was staked in the hope that a sulphide zone might be indicated. The area was tested in July, 1981, with one hole drilled on mining claim No. L-545977 to a depth of 1,037 feet. A series of volcanic dacites, breccias with intrusive dikes were cut. Sulphide content reached several percent in places but sampling indicated only traces of gold. The argillite in the lower part of the hole was conductive due to graphite and is presumed to be the cause of the Input anomalies. Sufficient assessment work was recorded to place five of the mining claims in good standing for several years.

In Marriott Township a block of 37 mining claims were staked to straddle the projected strike of the Destor-Porcupine fault zone. Initial exploration is planned in this township in 1982.

Your Corporation maintained its gold properties in Knight and Tyrrell Townships in Northern Ontario in 1981, but with the continuing decline of the price of gold we were unable to arrive at an acceptable agreement for an exploration and development program on these properties. A very significant and sustained increase in the price of gold is urgently required to attract investments in the gold mining industry.

Working capital and investments at market value amounted to over \$2.5 million at the year-end. The search for new oil and mining ventures will continue.

RESPECTFULLY SUBMITTED ON BEHALF OF THE BOARD

TODSHON H. BECKER President

AUDITORS' REPORT

The Shareholders,
Dalhousie Oil Company, Limited: —

We have examined the balance sheet of Dalhouse Oil Company, Limited as at December 31, 1981 and the statements of income, retained earnings and changes in financial position for the year then ended. Our examination was made in accordance with generally accepted auditing standards, and accordingly included such tests and other procedures as we considered necessary in the circumstances.

In our opinion these financial statements present fairly the financial position of the company as at December 31, 1981 and the results of its operations and the changes in its financial position for the year then ended, in accordance with generally accepted accounting principles applied on a basis consistent with that of the preceding year.

Toronto, Ontario June 25, 1982 Ralph & Thompson Chartered Accountants (Incorporated under the Canada Corporations Act)

Balance Sheet as at December 31, 1981

(With comparative figures for 1980)

ASSETS

	198	1	1980
Current Cash in bank On deposit including treasury bills		\$ 14,813 474,640	\$ 26,375 561,290
Accounts receivable, prepaid expenses and accrued interest Note receivable due 1 July 1981		326,247	150,623 3,225
		\$ 815,700	\$ 741,513
Investments in marketable securities —Note 1 (a) (Market Value 1981—\$1,928,987 1980—\$3,041,359)		1, 283,218	1,031,209
Non-marketable investments—Note 6 Investments in and advances to subsidiary		31,351	54,993
company—Note 1 (b) Capital Assets—Note 1 (c) and 1 (d)		1,100 20,467	1,100 18,135
		\$2,151,836	\$1,846,950
Current	ABILITIES		
Accounts payable Income taxes payable Employees tax deductions		\$ 20,813 136,780 866	\$ 34,654 97,560 769
		\$ 158,459	\$ 132,983
SHAREHOLD	ERS' EQUITY		
Capital Stock—Note 3 Authorized: 5,000,000 shares of no par value			
Issued: 3,000,000 shares	\$3,000,000		\$3,000,000
Capital Deficit Arising largely from appraisals of oil properties and equipment made in 1944			
and prior years (unchanged since 1945)	(\$2,237,807)		(\$2,237,807)
Retained Earnings	1,231,184		951,774
		1,993,377	\$1,713,967
		\$2,151,836	<u>\$1,846,950</u>

Approved on behalf of the Board:

TODSON H. BECKER, Director HOWARD L. BANTING, Director

Statement of Income and Retained Earnings for the year ended December 31, 1981

(With comparative figures for 1980)

	1981	1980
Operating income Sales Less—royalties	\$ 594,571 138,431 \$ 4	56,320 \$ 382,560
Operating expenses Taxes, lease rental and well operations Allowance for depreciation, depletion and amortization	\$ 60,962 2,219	63,181 24,713
		93,139 \$ 357,847
Exploration expenditures Consultants' fees and expenses Outside exploration Mining taxes	\$ 23,877 58,991 1,055	83,923 97,795
Income from investments	\$ 3	09,216 \$ 260,052 68,780 110,035
General and administrative expenses	77	77,996 \$ 370,087 73,327 66,629 04,669 \$ 303,458
Other Gain realized on disposal of marketable securities Loss on foreign exchange		66,880 190,320
Provision for income and gas production revenue taxes		71,549 \$ 493,778 59,965 104,939
Net income for the year Retained earnings—beginning of year	9	\$ 388,839 \$51,774 \$ 595,389 \$ 094,338
Refundable tax on investment income—Note 4 Retained earnings—end of year		\$ 984,228 32,174 31,184 \$ 951,774

Statement of Changes in Financial Position for the Year Ended December 31, 1981

	19	81	1980
Source of funds			
From operations Net income for the year Add amounts charged against income but not requiring the outlay of funds	\$311,584		\$388,839
—Depreciation	2,219		616
—Non-marketable investments written off	17,652		
—Mining claims abandoned and written off	516		17,165 —
	15	\$331,971	\$406,620
Reclassification of note receivable		_	3,225
		\$331,971	\$409,845
Application of funds			
Purchase of fixed assets	\$ 5,067		\$ —
Additions to mining claims	_		244
Investments in non-marketable securities	10,000		61,982
Payment of refundable tax on investment income Net increase in investments held excluding	32,174		32,454
\$15,990 transfer from non-marketable	226 040		100 602
securities	236,019		109,602
		283,260	\$204,282
Increase in Working Capital		\$ 48,711	\$205,563
Working Capital—beginning of year		608,530	402,967
Working Capital—end of year		\$657,241	\$608,530

NOTES TO FINANCIAL STATEMENTS, DECEMBER 31, 1981

1. Summary of Significant Accounting Policies

(a) Marketable securities

Marketable securities are valued at a carrying value which is cost (calculated using a weighted average basis) excepting when there has been a market value decline which appears to be other than temporary, in which case the investment is written down to recognize the anticipated loss.

(b) Investment in subsidiary company

It is the company's practice not to consolidate the subsidiary company as it is inactive, not wholly owned and not considered significant to the affairs of the company.

(c) Mining claims

The total amount of mining claims, at cost, represents accumulated costs and is not intended to reflect current or future values. The cost is \$6,013.

The company has claims in the following Ontario townships: Beatty, Coulson, Knight, Taylor, Tyrell, Stock, Clergue, Cook, Maisonville and Eby.

(d) Turner Valley oil properties

The net book value of Turner Valley oil properties and equipment is recorded at a value determined in 1944 by an independent geologist, with subsequent additions at cost.

Leases Less accumulated depletion	\$1,883,488 1,873,289	
		\$ 10,199
Wells and equipment	\$ 345,407	
Less accumulated amortization	341,152	
		4,255
		\$ 14,454

(e) Exploration costs

Exploration costs are written off in the year they are incurred.

2. Subsidiary Company

The financial statement of the subsidiary company, Tyranite Mines Limited, is summarized as follows:

(i) Balance Sheet Current assets Mining property assets	\$ 9,027 <u>2</u>	\$ 9,209
Curent liabilities	\$ 700	
Demand loan to parent company	444.050	
plus accrued interest	444,056_	444,756
Shareholders' deficiency		\$435,727
(ii) Statment of Profit and Loss and Deficit Net loss for the year Deficit—beginning of year		\$ 2,120 884,796
—end of year		\$886,916

The demand loan was largely acquired by the parent company when it acquired the shares. It is 73% owned by Dalhousie Oil Company, Limited.

3. Options

Options are outstanding to certain directors on 250,000 shares of capital stock at \$0.50 per share, exercisable at any time up to July 12, 1988.

NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 1981 (Continued)

4. Taxation

In 1981 taxes for the current year totalled approximately \$192,000 of which \$32,174 is refundable tax on investment income which has been charged to retained earnings. This tax can be recovered in the event of taxable dividends being paid in appropriate amounts. The refundable dividend tax accumulated is approximately \$114,000. The 1981 taxes also include approximately \$33,000 petroleum and gas revenue tax.

5. Directors' and Officers' Remuneration

Aggregate remuneration of the six directors, as directors, amounted to \$7,500 in 1981 and 1980. Three officers are also directors. Remuneration paid to officers totalled \$20,700 in 1981 and \$18,300 in 1980.

6. Non-Marketable Investments Consist of the Following Items

a) Investment in shares in private company These are valued at cost.	\$ 2,500
b) Resource Certificate This is valued at original cost of \$4,650 less amounts expended for exploration and 30% of development expenses.	720
c) Investment in Limited Partnerships These are valued at original cost less amounts expended for exploration and 30% of development expenses, and 10% of Canadian oil and gas property expenditures and income or losses incurred.	27,133
d) Investment in escrowed shares	998
These are valued at cost.	\$31,351

7. Related Party Transactions

Secretarial and administrative services are provided to the company by a related company. The company is related to Dalhousie Oil Company, Limited by virtue of common management control.

Fees for these services in 1981 were \$15,600.