THE MIDLAND EXTENSION RAILWAY COMPANY

(powers granted under the Charter lapsed March 29, 1876)

INCORPORATED: March 2, 1872 - Ontario Act 35 Victoria Chapter 61.

March 24, 1874 - Ontario Act 37 Victoria Chapter 55, name changed (see History).

HISTORY: Under Ontario Act 35 Victoria Chapter 61, March 2, 1872, "The Omemee, Bobcaygeon

and North Peterborough Junction Railway Company" was incorporated to build a railway from any point on the line of The Midland Railway of Canada between Millbrook and Lindsay to Bobcaygeon to be completed before March 2, 1874. (The time for completion

was extended to March 29, 1876 by Ontario Chapter 93, 1873).

Under Ontario Act 37 Victoria Chapter 55, March 24, 1874, the name was

changed to "The Midland Extension Railway Company".

POWERS LAPSED: The Act of Incorporation provided for forfeiture of all rights conferred if the undertaking

was not completed within the specified time. Records do not disclose completion of the undertaking and the powers granted under the Charter apparently lapsed March 29, 1876.

Canadian National Railways records do not disclose that the Company was ever

organized or issued capital stock.

THE MIDLAND RAILWAY OF CANADA

(included in Canadian National Railway Company from January 31, 1923)

INCLUDES:

Grand Junction Railway Company

Toronto and Nipissing Railway Company

The Toronto and Ottawa Railway Company

The Victoria Railway Company

The Whitby, Port Perry and Lindsay Railway Company.

INCORPORATED:

Incorporated December 26, 1846 under Act, 10 Victoria, Chapter 109, Province of

Canada, as the Peterborough and Port Hope Railway Company.

Incorporated December 18, 1854 under Act 18 Victoria, Chapter 36, Province of Canada, the name changed to Port Hope, Lindsay and Beaverton Railway Company.

Incorporated December 24, 1869 under Act, 33 Victoria, Chapter 31, Province

of Ontario, the name was changed to the Midland Railway of Canada.

Incorporated March 10, 1882. Under consolidated agreement dated December 10, 1881. Approved by Act 45 Victoria Chapter 67, Province of Ontario, assented to March 10, 1882. Five railways consolidated by the Midland Railway of Canada.

HISTORY:

GRAND JUNCTION RAILWAY COMPANY

Under Province of Canada Act 17 Victoria, Chapter 43, November 10, 1852, "<u>The Grand Junction Railroad Company</u>" was incorporated to construct a railroad from Belleville to Peterborough; Peterborough to Toronto; and from Peterborough or West thereof to Lake Huron.

Effective July 1, 1853, under agreement dated April 12, 1853, duly authorized by shareholders of respective Companies, and confirmed by Province of Canada Act 18 Victoria, Chapter 33, December 18, 1854, this was one of six Companies which ware amalgamated under the name The Grand Trunk Railway Company of Canada. The Grand Trunk Railway Company of Canada having afterwards declined construction of this

railroad, with its consent the original charter was revived under Dominion Act 33 Victoria, Chapter 53, May 12, 1870, and vested in outside parties under the new corporate name "Grand Junction Railway Company".

The railway was completed and opened for traffic:

Belleville to Hastings 43.50 miles about December 31, 1878 Hastings to Peterborough 19.50 miles about December 31, 1879

Under consolidation agreement dated December 10, 1881, which was approved by Act 45 Victoria Chapter 47, Province of Ontario on March 10, 1882 the Grand Junction Railway Company was amalgamated with the Midland Railway of Canada.

Under Ontario Act 37 Victoria Chapter 38, March 24, 1874 (1) "The Belleville and North Hastings Railway Company" was incorporated to construct a railway from any point on the Grand Junction Railway between Wallbridge's Mills or Stirling to Madoc, to Seymour Iron Mine, etc., etc. A line was constructed from Madoc Junction Eldorado (22.10 miles) and opened for traffic in 1878.

Subsidies were paid as follows:

*Dominion of Ca	anada		\$ 21,988
Province of Onta	rio		224,660
Principal	City of Belleville \$ 150,0	00	
	Village of Sterling	5,000	
	Township of Rawdon	15,000	
	Township of Seymour	35,000	
	Township of Percy		
	Township of Asphodel	8,000	213,000
	Total -		\$459,648

This Dominion Subsidy of \$ 21,888 was paid over to the Township of Madoc in December 1914.

* The portion of the line from Madoc to Eldorado (6.92 miles) was closed to traffic in February 1893, but the rails were not removed until October and November 1913. The amount of the Dominion Government subsidy (\$21,988) was paid over to the Township of Madoc in December 1914.

NOTE: - In May 1913, the Department of Railways and Canals was approached on behalf of the Township of Madoc and Village of Madoc, for authority to sue The Grand Trunk Railway Company of Canada (successor to Grand Junction Railway Company) for breach of the Subsidy Act. In the data furnished it was stated that the Belleville and North Hastings Railway had been built in 1887, between Madoc and Eldorado, operated for only a short period, then finally abandoned. The lines of the former Grand Junction and Belleville and North Hastings Railways between Belleville and Madoc still function as part of the Canadian National Railways.

By Deed of Amalgamation dated June 29, 1880, executed by Grand Junction Railway Company and The Belleville and North Hastings Railway Company, confirmed by Ontario Act 44 Victoria Chapter 64, March 4, 1881, The Belleville and North Hastings Railway Company and Grand Junction Railway Company were amalgamated into one company under the latter name.

Effective April 1, 1882, under Agreement executed by the respective companies on December 10, 1881, ratified by Ontario Act 45 Victoria Chapter 67 March 10, 1882, Grand Junction Railway Company and five other companies were consolidated into one company under the name "The Midland Railway of Canada".

TORONTO AND NIPISSING RAILWAY COMPANY

Under Ontario Chapter 41, March 4, 1868, "Toronto and Nipissing Railway Company" was incorporated to construct a railway from Toronto to Lake Nipissing, etc.

The line was constructed from Scarboro to Coboconk (78.29 miles), and sections were opened for traffic as follows:

were opened for trui	iie as ioliows.		
		Miles	Opened for Traffic
Scarboro	- Uxbridge	32.00	July 1, 1871
Uxbridge	- Sunderland	11.93	November 1, 1871
Sunderland	- Cannington	5.80	November 30, 1871
Cannington	- Coboconk	<u>28.56</u>	November 26, 1872
_	Total	78.29	
Subsidies were paid	as follows:		
Province of			\$105,212.00
Municipal (City of Toronto	\$ 150,000	
Township of	=	10,000	
-	of Markham	30,000	
-	of Uxbridge	50,000	
Township of	•	10,000	
Township of		50,000	
Township of		44,000	
Township of		15,000	
	of Somerville	15,000	
Township of		,	
Township of			
	of Langford	12,500	
Town of U	_	2,000	
	Total -	\$ 388,500	
Lapsed		11,797.41	\$376,702.59
F	Total Aid	,.,,	\$481,914.59

Under Agreement dated July 14, 1876 Toronto and Nipissing Railway Company leased the Lake Simcoe Junction Railway for 21 years after construction, for 25% of gross earnings. Operation was taken over by The Midland Railway of Canada effective April 1, 1882 when Toronto and Nipissing Railway Company was amalgamated with The Midland Railway of Canada. Operation was taken over by The Grand Trunk Railway Company of Canada when that Company leased The Midland Railway effective January 1, 1884.

Effective April 1, 1882, under Agreement executed by the respective companies on December 10, 1881, ratified by Ontario Act 45 Victoria Chapter 67, March 10, 1882, Toronto and Nipissing Railway Company and five other companies were consolidated into one company under the name "The Midland Railway of Canada".

THE TORONTO AND OTTAWA RAILWAY COMPANY

Under Ontario Act 37 Victoria Chapter 47, March 24, 1874, "The Huron and Quebec Railway Company" was incorporated to construct a railway from Goderich through Huron, Perth, Wellington, Simcoe, York, Ontario, Victoria, Durham and Peterborough Counties to connect with the Ontario and Quebec Railway, with branches to Sarnia, Fergus, Elora, Guelph, Toronto, etc.

Under Ontario Act 40 Victoria Chapter 80, March 2, 1877, the name was changed to "The Toronto and Ottawa Railway Company", and power was granted to construct from Toronto to Ottawa via Peterborough.

About 30 Miles of line were constructed and opened for traffic as follows:

	Total	29.64	
Peterborough	- Omemee Junction	<u>14.51</u>	1883
Blackwater Junction	- Manilla Junction	6.38	1883
Bridgewater Junction	 Bridgewater 	8.75	July 1, 1882
		<u>Miles</u>	Opened for Traffic

Abandoned 1884 Blackwater Junction to Blackwater 8.75 miles.

THE VICTORIA RAILWAY COMPANY

Under Ontario Act 34, Victoria Chapter 43, February 15, 1871, "The Fenelon Falls Railway Company" was incorporated to build from a point on the Toronto and Nipissing Railway in Township of Eldon to Fenelon Falls, etc.

Under Ontario Act 35 Victoria Chapter 60, March 2, 1872, the name was changed to "The Lindsay, Fenelon Falls and Ottawa River Railway Company" with power to construct a railway from a point on the Toronto and Nipissing Railway between Uxbridge and Sunderland to Lindsay, thence to Fenelon Falls.

Under Ontario Act 36, Victoria Chapter 97, March 29, 1873, the name was changed to the "Victoria Railway Company".

The line was completed and opened for traffic as follows:

Lindsay	to Kinn	nount	33.50 miles	April 1, 1877
Kinmount	to Halib	ourton	21.95 miles	November 23, 1878
	Total	-	55.45 miles	
Subsidies were paid as follows:				
Province of Ontario				\$312,000
Municipal Town of Linds	ay		\$ 85,000	
Village of Fenelon Falls			25,000	
Township of Verulam				
Township of Somerville			22,000	
County of Haliburton			54,000	
Total	-			<u>186,000</u>
				\$ 498,000

Effective April 1, 1882, under Agreement executed by the respective companies on December 10, 1881, ratified by Ontario Act 45 Victoria Chapter 67, March 10, 1882, The Victoria Railway Company and five other companies were consolidated into one company under the name "The Midland Railway of Canada".

THE WHITBY PORT PERRY AND LINDSAY RAILWAY COMPANY

Under Ontario Act 31 Victoria Chapter 42, March 4, 1868, "The Port Whitby and Port Perry Railway Company" was incorporated to construct a railway from Whitby to at or near Port Perry on Lake Scugog, etc.

The line was completed and opened for traffic:

Whitby to Port Perry 19.47 miles about July 1, 1871 Under Ontario Act 37 Victoria Chapter 59, March 24, 1874 the name was changed to "The Whitby and Port Perry Extension Railway Company".

Under Ontario Act 40 Victoria Chapter 82, March 2, 1877 the name was changed to "The Whitby Port Perry and Lindsay Railway Company".

The line was completed and opened for Traffic:

	Total -	26.12 miles	
Manilla Junction	to Lindsay	<u>12.24</u> miles	August 1, 1877
Port Perry	to Manilla Junction	13.88 miles	August 1, 1877

Abandoned

Line from Whitby to Manilla Junction 33.35 miles.

Subsidies were paid as follows:

The Province of Ontario		\$ 94,957
Municipal Town of Whitby	\$70,000	
Township of Whitby	15,000	
Township of Reach	30,000	
Township of Scugog	2,000	
County of Victoria	85,000	
Village of Port Perry	20,000	
Manufacturing Company	95	\$222,095
	Total -	\$317,052

Effective April 1, 1882, under Agreement executed by the respective companies on December 10, 1881, ratified by Ontario Act 45 Victoria Chapter 67, March 10, 1882, The Whitby, Port Perry and Lindsay Railway Company and five other companies were consolidated into one company under the name The Midland Railway of Canada.

THE MIDLAND RAILWAY OF CANADA

Under Province of Canada Act 10 Victoria Chapter 109 given Royal Assent on October 30, 1846, Proclamation thereof made in Canada Gazette of December 26, 1846 "The Peterborough and Port Hope Railway Company" was incorporated to build a railroad from Peterborough to Port Hope.

Under Province of Canada Act, 18 Victoria Chapter 36, December 18, 1854, the name was changed to "The Port Hope Lindsay and Beaverton Railway Company".

Sections of the line were constructed and opened for traffic as follows:

		Miles	Opened for Traffic
Port Hope	- Lindsay (South Junction)	42.17	December 30, 1857
Millbrook	- Peterborough	<u>12.91</u>	August 18, 1858
		55.08	

Under Ontario Act 33 Victoria Chapter 31, December 24, 1869, the name was changed to "The Midland Railway of Canada" after which the following sections were constructed and opened for traffic:

		Miles	Opened for Traffic
Peterborough	- Lakefield	9.51	January 1, 1871
Lindsay	- Beaverton	22.50	January 1871
Beaverton	- Orillia	19.90	January 1, 1873
Orillia	- Waubaushene	19.80	August 9, 1875
Waubaushene	- Midland	<u>11.03</u>	July 14, 1879
		82.74	

Under Agreement dated July 14, 1876, Toronto and Nipissing Railway was leased for 21 years after construction, for 25% of gross earnings.

Effective April 1, 1882, under Agreement executed by the respective companies on December 10, 1881, ratified by Ontario Act 45 Victoria Chapter 67, March 10, 1882 the six companies listed below were consolidated into one company under the name The

Midland Railway of Canada.

Grand Junction Railway Company

The Midland Railway of Canada

Toronto and Nipissing Railway Company

The Toronto and Ottawa Railway Company

The Victoria Railway Company

The Whitby, Port Perry and Lindsay Railway Company.

Effective January 1, 1884 the entire Midland Railway System, including the Lake Simcoe Junction Railway which was under lease to The Midland Railway of Canada, was leased to The Grand Trunk Railway Company of Canada.

AMALGAMATION:

Effective April 1, 1893, under Agreement dated October 1, 1892, ratified and confirmed by Dominion Act 56 Victoria Chapter 47, April 1, 1893, The Midland Railway of Canada and fourteen other companies were amalgamated into one company under the name "The Grand Trunk Railway Company of Canada".

DONATION AND GRANTS:

Subsidies were paid as follows:

Province of Ontario		\$ 168,350
Municipal Township of Thorah	\$ 50,000	
Town of Port Hope	30,000	
Township of Orillia		
Township of Matchedash	12,500	
Town of Orillia	12,500	
Township of Tay	21,370.85	
Village of Omemee	2,000	
Township of Mara	12,500	
Town of Peterborough	4,000	<u>\$ 144,871</u>
Total	-	\$313,221

\$313,221

MIDLAND RAILWAY

In operation December 31, 1960

Midland

y	
8.77	
	21.47
73.23	82.74
	63.89
	15.18
	78.29
,	

Whitby,	Port Perry	&	Lindsay	Railway	y Company

Manilla Junction to Lindsay

12.24

Port Whitby and Port Perry Railway

0.00

Victoria Railway

Lindsay to Halliburton

55.45

Toronto and Ottawa Railway Company

Peterborough to Omemee Junction 14.51

Total

Blackwater Junction to Manilla Junction

6.38 20.89

Medonte Tramway

0.00 **350.15**

ABANDONMENTS:

Madoc	to Eldorado	6.92 miles	1893
Coldwater	to Hillsdale	8.59 miles	1893
Bridgewater Junction	to Bridgewater	8.75 miles	1899
Sutton	to Jacksons Point 1.69 mi	les 1926	
Millbrook	to Omemee	15.64 miles	1927
Stouffville	to Zephyr	16.63 miles	1928
Port Perry	to Manilla Junction	13.88 miles	1936
Whitby	to Port Perry	19.47 miles	1941
Port Hope	to Millbrook	17.97 miles	1951
Zephyr	to Sutton	8.17 miles	1960
		117.69	
		350.1 <u>5</u>	
		467.89	

CAPITAL STOCK:

Prior to amalgamation on April 1, 1893:

\$6,600,000 (£1,356,164)

in shares of \$50 and £10 each.

All or majority of share capital owned by The Grand Trunk Railway Company of Canada.

Upon amalgamation on April 1, 1893, the share capital, other than Grand Trunk Railway, was converted into an equal amount of Ordinary Stock of The Grand Trunk Railway Company of Canada in accordance with the terms of Amalgamation Agreement.

LONG-TERM DEBT:

Prior to amalgamation on April 1, 1893:

£524,100 (\$2,550,620) First Mortgage Sectional Bonds issued May, 1878, and maturing May 1, 1908.

£1,572,500 (\$7,652,833) 5% Thirty Year, Consolidated Bonds issued May 10, 1882, and maturing January 1, 1912.

Of the above Bonds \$7,459,626.66 was in the hands of the Public.

Upon amalgamation The Grand Trunk Railway Company of Canada assumed the liability with respect thereto. The outstanding Bonds held by the Public were exchangeable for Four Per Cent Consolidated Debenture Stock of The Grand Trunk Railway Company of Canada.

THE MINNESOTA AND MANITOBA RAILROAD COMPANY

(wholly owned subsidiary of Canadian National Railway Company)

INCORPORATED: April 12, 1899 - State of Minnesota Articles of Incorporation filed in office of Secretary

of State for Minnesota, Book 2.

HEAD OFFICE: Minneapolis, Minnesota.

HISTORY: Under Articles of Incorporation filed in the office of Secretary of State for Minnesota,

Book 2 "The Minnesota and Manitoba Railroad Company" was incorporated on April 12, 1899 for the purpose of building the section of railroad through the State of Minnesota south of Lake of the Woods to connect the Canadian Northern Railway line in Manitoba with its line in Ontario. The line forms part of the transcontinental main line of the

Canadian Northern Railway section of Canadian National Railway System.

Under Lease dated December 31, 1901, effective October 1; 1901, the line is leased to The Canadian Northern Railway Company (now Canadian National Railway Company) for 99 years expiring September 30, 2000, with the option of purchasing the property and all the franchise, rights and powers of the Lessor in connection therewith at

any time during the term of lease for the sum of \$873,000.

PROPERTY INVESTMENT:

As at December 31, 1960: \$ 999,000

Road 409,075

Improvements on leased property

\$1,408,075

DONATIONS AND GRANTS:

As at December 31, 1960 \$3,699.99

LOCATION: The railway was completed and opened for traffic on December 9, 1900.

From Minnesota and Ontario Bridge Company bridge over Rainy River between

Beaudette, Minnesota and Rainy River, Ontario, to International Boundary near Longworth, Minnesota and Middlebro, Manitoba. A distance of 43.69 miles.

CAPITAL STOCK: As at December 31, 1960:

Authorized: 10,000 shares - \$100 par value \$1,000,000 Issued: 4,000 shares 400,000

All owned by The Canadian Northern Railway Company (now Canadian National

Railway Company) - Unpledged.

Under Agreement dated July 14, 1914, and by authority of Dominion Chapter 20, 1914, the Contractors, (Mackenzie, Mann & Company, Limited, Sir William Mackenzie and Sir Donald D. Mann) transferred all the shares of capital stock to the Trustee, The Canadian Northern Railway Company becoming the beneficial owner, subject to charges under the Trust Deed of June 30, 1903 securing The Canadian Northern Railway Company Perpetual Consolidated Debenture Stock. This Trust Deed was discharged on July 30, 1956. Payment was included in the \$23,000,000 of capital stock of The Canadian Northern Railway Company issued to the Contractors in consideration of their turning over control of the companies as set out in The Canadian Northern Railway Guarantee Act, 1914, Dominion Act 4 - 5 George V Chapter 20, June 12, 1914.

Certificates representing 3,995 shares in the name of National Trust Company,

Limited, Trustees, with Power of Attorney in favour of The Canadian Northern Railway Company (now Canadian National Railway Company) attached, and 5 shares in the names of Directors, endorsed in blank, are held in Royal Trust Company vaults, Montreal.

LONG TERM DEBT:

The Minnesota and Manitoba Railroad Company 4% First Mortgage bonds secured by Trust Deed dated October 1, 1900 and maturing October 1, 1930. These bonds were a first charge on the line of railway running through the State of Minnesota from Rainy River to the International Boundary near Warroad a distance of 43.69 miles at the rate of \$8,000.00 per mile or a total of \$352,000.00. It was desired to obtain a guarantee of the Province of Manitoba, but as the railway ran through the United States this could not be done, however the Manitoba Government turned over to the Company \$349,000.00 in Provincial Bonds, for deposit against which the Railway Company deposited as collateral its own Bond for \$352,000.00. The discharge of these Bonds was received from the National Trust Company Limited on November 27, 1931, and the bonds were cremated on June 22, 1932. The Bond for \$352,000.00 was returned by the Province of Manitoba following this discharge.

The Minnesota and Manitoba Railroad Company 5_ General Mortgage Bonds, secured by Trust Deed dated July 1, 1903, and maturing June 30, 1930. These bonds have no guarantee and are payable in Canadian Gold Coin. They were originally a second charge on the line of railway running through the State of Minnesota from Rainy River to the International Boundary near Warroad, a distance of 43.19 miles, but following the discharge of the 4% First Mortgage Bonds in November 27, 1931, they became a first charge. This mortgage was released and discharged on March 7, 1955.

Amount authorized and issued

These Bonds were acquired by Mackenzie Mann and Company Limited, in 1903, as part consideration for construction work and expenditures, and were turned over to the Canadian Northern Railway Company, who pledged them under the mortgage of June 30, 1903 securing the Canadian Northern Railway Company. First Mortgage 4% Perpetual Consolidated Debenture Stock and Bonds. They were also pledged as a second charge under the mortgage of July 15, 1914 securing the Canadian Northern Railway Company 4% Guaranteed Debenture Stock and Bonds, but as this issue was discharged on April 1, 1939, they are still pledged under the 4% Perpetual Issue. These Bonds are held by the National Trust Company Limited as Trustees under this Mortgage. These Bonds were cremated on January 5, 1955 and the Trust Deed was discharged on February 25, 1955.

THE MINNESOTA AND ONTARIO BRIDGE COMPANY

(wholly owned subsidiary of Canadian National Railway Company)

INCORPORATED: December 21, 1899 - State of Minnesota Articles of Incorporation filed in office of

Secretary of State of Minnesota, Book W-2, Page 555.

HEADQUARTERS: Minneapolis, Minnesota.

HISTORY: Under Articles of Incorporation filed in the office of Secretary of State of Minnesota,

Book W-2, page 555, "The Minnesota and Ontario Bridge Company" was incorporated on December 21, 1899 for the purpose of constructing a steel railway bridge across the Rainy River between the towns of Beaudette, Minnesota and Rainy River, Ontario, connecting the Minnesota and Manitoba Railroad with the Canadian Northern Railway.

By an Act of United State Congress, First Session, Chapter 37, March 9, 1900,

the Company was authorized and empowered to construct and maintain a bridge over Rainy River at or near a point known as Cathcarts Point in the State of Minnesota.

Construction work was performed by Mackenzie, Mann and Company, Limited during the year 1901 and opened for traffic on October 10, 1901 across Rainy River a distance of 0.204 miles.

Under Lease dated December 31, 1901, effective October 1, 1901, the bridge, approaches, buildings etc. and all appurtenances thereto are leased to The Canadian Northern Railway Company (now Canadian National Railway Company) for 99 years expiring September 30, 2000, with the option of purchasing the property and all the franchises, rights, and powers of the Lessor in connection therewith at any time during the lease for the sum of \$250,000.

PROPERTY INVESTMENT:

As at December 31, 1960: \$280,000

Improvements on leased property 21,298 \$301,298

LOCATION: Port Arthur Division - Sprague Subdivision.

The property consists of a single-track steel railway bridge over Rainy River between Beaudette, Minnesota and Mile 1.02 west of Rainy River, Ontario -

0.204 miles.

CAPITAL STOCK: As at December 31, 1960:

Authorized: 3,000 shares - \$100 each \$300,000 Issued: 1,000 shares 100,000

All owned by The Canadian Northern Railway Company (now Canadian National Railway Company). Acquired on June 30, 1903, at nominal value of \$1.00.

Certificates representing 995 shares in the name of National Trust Company, Limited, Trustees, with Power of Attorney in favour of The Canadian Northern Railway Company (now Canadian National Railway Company) attached, and 5 shares in the names of Directors, endorsed in blank, are in Royal Trust Company vaults, Montreal.

LONG-TERM DEBT: After March 7, 1955 - nil.

4½% First Mortgage Debenture Bonds, secured by Mortgage dated July 1, 1903, were issued in the amount of \$180,000. These Bonds were acquired by The Canadian Northern Railway Company at a cost of \$173,620. The Bonds were cremated on January 5, 1955 and the Mortgage was discharged March 7, 1955. The amount of \$180,000 remains due to The Canadian Northern Railway Company (Canadian National Railway Company) as reflected on the Balance Sheet.

MISSISQUOI VALLEY RAILROAD COMPANY

(property acquired by Central Vermont Railway Company (C.V. Rly. Inc.) April 15, 1899)

INCORPORATED: November 14, 1867 - State of Vermont Special Act #160.

December 24, 1886 - Reorganization and name changed - Articles of Association

filed with Secretary of State of Vermont December 24, 1886.

HISTORY: Under Vermont Special Act #160, November 14, 1867, "Missisquoi Railroad Company"

was incorporated. A line was built from St. Albans, Vermont, to Richford, Vermont,

27.40 miles, and opened for traffic July 1, 1873.

From July 1, 1873 to November 15, 1877 the road was leased to the Receivers of Vermont Central Railroad and Vermont and Canada Railroad Companies as authorized September 26, 1870 by Chancery Court Franklin County, Vermont (for 20 years from date of taking possession).

On November 15, 1877, the above mentioned lease was surrendered to Trustees of First Mortgage Bonds on Missisquoi Railroad Company, who operated the property from then until January 1, 1887.

On December 24, 1886 under authority of sections 3461 to 3479 of Chapter 158 of Revised Laws of Vermont approval November 28, 1882, Missisquoi Railroad Company was reorganized under the name Missisquoi Valley Railroad Company. Articles of Association being filed with Secretary of State of Vermont on that date.

The property was acquired under foreclosure by Missisquoi Valley Railroad Company January 1, 1887 and operated by its owners from then until June 30, 1888 when it was leased to Central Vermont Railroad Company until March 20, 1896, when the latter Company went into Receivership. The Receivers of the latter Company operated the property until April 20, 1899.

On April 15, 1899, Central Vermont Railway Company acquired the property and took over operation on April 20, 1899, since which date the property has formed part of Central Vermont Railway (Central Vermont Railway Incorporated).

LOCATION:

Central Vermont Railway - Northern Division - Richford Subdivision:

St. Albans to Richford Vermont 27.40 miles

MONCTON AND BUCTOUCHE RAILWAY COMPANY

(Included in "Canadian Government Railways" from June 1, 1918)

INCORPORATED: November 2, 1895 - New Brunswick Letters Patent.

HISTORY:

THE BUCTOUCHE AND MONCTON RAILWAY COMPANY

Under New Brunswick Act 46 Victoria, Chapter 78, May 30, 1883, <u>"The Buctouche and Moncton Branch Railway Company"</u> was incorporated to construct and maintain a railroad from some point at or near Buctouche to a point at or near Moncton connecting with the existing railway system.

Under New Brunswick Act 49 Victoria, Chapter 68, April 2, 1886, the name was changed to "The Buctouche and Moncton Railway Company".

The line from Buctouche to a connection with The Intercolonial Railway (29.95 miles) was completed on September 1, 1887, and a further 2 miles to Moncton was completed on February 20, 1888. The entire line, 32.37 miles, went into operation for both freight and passenger traffic on September 1, 1888.

In 1894, The Buctouche and Moncton Railway Company went into liquidation, and was sold by auction at Sheriff's Sale to **Captain Israel J. Merritt** of New York City on December 20, 1894.

Under New Brunswick Letters Patent, November 2, 1895, Captain Merritt obtained incorporation under the name "Moncton and Buctouche Railway Company", for the purpose of operating the Buctouche and Moncton Railway.

THE MONCTON AND NORTHUMBERLAND STRAIT RAILWAY COMPANY

Under Dominion Act 9-10 Edward VII, Chapter 73, May 4, 1910, <u>"The Buctouche Railway and Transportation Company"</u> was incorporated to construct and operate a railway from Buctouche to Richibucto in New Brunswick and from West Point to

Coleman in Prince Edward Island, with power to operate vessels, and to enter into agreement with any or all certain railway lines, etc., etc. The Company was also authorized to acquire the Moncton and Buctouche Railway.

On March 11, 1911, an agreement of sale of Moncton and Buctouche Railway was executed. The agreement was approved under Dominion P.C. 1309, June 8, 1911.

Under Dominion Act 3-4 George V, Chapter 79, May 16, 1913, the name The Buctouche Railway and Transportation Company was changed to "The Moncton and Northumberland Strait Railway Company".

At page 373 of Department of Transport Statutory History of Steam and Electric Railways of Canada 1836-1937, it is stated in part that "The Amalgamation forecast in Act 9-10 Edward VII, Chapter 73, 1910, and in P.C. 1309, June 8, 1911, never seems to have been seriously implemented. The officers, signing as President and as Secretary of both companies, were the same persons in each instance, and it is probable that the matter was one of internal economy rather than of outward form, and each company seems to have retained its individual entity." The Moncton and Buctouche Railway was actually acquired by Dominion Government under agreement of sale dated June 1, 1918.

Under New Brunswick Letters Patent, November 2, 1895, Captain Israel J. Merritt of New York City, who had purchased The Buctouche and Moncton Railway at Sheriff's Sale on December 20, 1894, under foreclosure, obtained incorporation under the name "Moncton and Buctouche Railway Company".

On March 11, 1911, under authority of Dominion Act 9-10 Edward VII, Chapter 73, May 4, 1910, an agreement of sale of Moncton and Buctouche Railway to The Buctouche Railway and Transportation Company was executed. The agreement was later approved under Dominion P.C. 1309, June 8, 1911. It seems that the agreement was never actually implemented.

Under Dominion Act 5 George V, Chapter 16, 1915, The Minister of Railways and Canals was authorized to acquire any railways directly connected with the existing Government Railways system in the Maritime Provinces, which in his opinion could be more conveniently or usefully operated as part of the Government Railways system.

Under agreement dated June 1, 1918, and Dominion Order in Council P.C. 1260, May 22, 1918, and Dominion Chapter 16, 1915, the Moncton and Buctouche Railway was purchased by the Dominion of Canada for the sum of \$70,000, but due to some difficulty in procuring title to lands on the right of way, clear title was not obtained until March 2, 1934. Payment of \$126,575.34 was made by Department of Railways and Canals. The additional amount of \$56,575.34, representing interest from June 1, 1918, to July 30, 1934, was charged to Profit and Loss.

When the railway was acquired on June 1, 1918, the line from Moncton to Buctouche Junction (approximately 2 miles) was abandoned, and the line from Buctouche Junction to Buctouche (29.94 miles) was merged in the Government Railways system.

PROPERTY

INVESTMENT: As at December 31, 1960:

Road \$716,465

DONATIONS AND

GRANTS: Subsidies were (Statistics of Steam Railways of Canada - 1938, Page 62)

Dominion \$101,600

Province of New Brunswick 95,000 \$196,600

LOCATION: Moncton Division:

Buctouche Junction - Buctouche 29.95 miles

DISCONTINUED

Moncton - Buctouche Junction

2.42 miles, June 1, 1918

THE MONTREAL AND CHAMPLAIN JUNCTION RAILWAY COMPANY

(included in Canadian National Railway Company from January 31, 1923)

INCORPORATED: Act 33 Victoria May 12, 1870 - Dominion Chapter 55.

HISTORY: Under Dominion Act 33 Victoria Chapter 55, May 12, 1870, "The Montreal and

Champlain Junction Railway Company" was incorporated to construct a railway from

near St. Remi, Quebec, to a point between St. John's and St. Lambert, etc.

Dominion Act 41 Victoria Chapter 29, April 16, 1878 revived the previous Act.

The line was constructed and opened for traffic as follows:

Brosseau	to St. Isidore	12.00 miles	January 1, 1881
St. Isidore	to St. Martins	9.75 miles	September 20, 1881
St. Martins	to Howick	5.25 miles	January 15, 1883
Howick	to Ormstown	8.50 miles	July 12, 1883
Ormstown	to Huntingdon	9.50 miles	October 8, 1883
Huntingdon	to International Bdrv.	16.58 miles	December 24, 1883

Total - 61.58 miles

Under Agreement dated December 31, 1880 the line was leased to The Grand Trunk Railway Company of Canada.

AMALGAMATION:

Effective April 1, 1893, under Agreement dated October 1, 1892, ratified and confirmed by Dominion Act 46 Victoria Chapter 47, April 1, 1893, The Montreal and Champlain Junction Railway Company and fourteen other companies were amalgamated into one company under the name "The Grand Trunk Railway Company of Canada".

Subsidies were paid as follows:

Dominion of Canada \$103,600 Province of Quebec 150,000

Municipal Ormstown, etc. 21,774

Total - \$ 275,374

LOCATION: St. Lawrence Division:

Brosseau - International Boundary 61.58 miles

(near Fort Covington, N.Y.)

CAPITAL STOCK: Prior to amalgamation on April 1, 1893:

2500 shares - \$100 each \$250,000

All owned by The Grand Trunk Railway Company of Canada.

Upon amalgamation on April 1, 1893, the share capital, other than Grand Trunk Railway, was converted into an equal amount of Ordinary Stock of The Grand Trunk Railway Company of Canada in accordance with the terms of Amalgamation Agreement.

LONG-TERM DEBT:

Prior to amalgamation on April 1, 1893:

First Mortgage 5% Bonds, issued November 1882 and maturing January 1, 1902, in the amount of \$839,986.67 (£172,600) were outstanding, of which \$332,393.33 was held in The Grand Trunk Railway Company of Canada Treasury, and \$507,593.34 was held by the Public. Upon amalgamation The Grand Trunk Railway Company of Canada assumed the liability with respect thereto. The outstanding Bonds held by the Public were acquired by the latter Company by the issue of its Four Per Cent Consolidated Debenture Stock.

MONTREAL AND CHAMPLAIN RAILROAD COMPANY

(included in "Canadian National Railway Company" from January 31, 1923)

INCLUDES:

The Company of Proprietors of the Champlain and St. Lawrence Railroad. The Montreal and New York Railroad Company.

ORGANIZED: May 27, 1857, Province of Canada Act 20 Victoria Chapter 142 (formed by

amalgamation).

HISTORY: Under Province of Canada Act 20 Victoria Chapter 142, 1857, "Montreal and Champlain

Railroad Company" was formed by amalgamation of The Company of Proprietors of the Champlain and St. Lawrence Railroad and The Montreal and New York Railroad

Company into one company under the new name.

Effective January 1, 1864, under Agreement of that date, confirmed by Province of Canada Act 27 - 28 Victoria Chapter 85, June 30, 1864, Montreal and Champlain Railroad was leased to The Grand Trunk Railway Company of Canada with the option of purchasing the property and capital stock of the Montreal and Champlain Railroad Company within five years for \$500,000. This arrangement secured a central permanent station (Bonaventure) in Montreal for The Grand Trunk Railway Company of Canada. The option to purchase was extended to 10 years under Dominion Act 31 Victoria,

Chapter 19, December 21, 1867.

SALE TO GRAND TRUNK RAILWAY:

Effective June 14, 1872, by authority of Dominion Act 35 Victoria. Chapter 64, June 14, 1872, The Grand Trunk Railway Company of Canada acquired the entire lines, assets, rolling stock, franchises, shares and rights of Montreal and Champlain Railroad Company, for the sum of \$500,000 plus the payment and redemption of all the bonded debt (\$883,144) and Preferential Stock (\$404,600) shown in Schedule "A" of the Act, and in the Agreement of January 1, 1864.

LOCATION: St. Lawrence Division:

Montreal and Lachine RailroadMilesBonaventure Station- Lachine Wharf8.00

Lake St. Louis and Province Line Railway

St. Isidore Junction - Hemmingford 29.65

Champlain and St. Lawrence Railroad (in Canada)

South end of "S" curve at St. Lambert

to International Boundary 40.38

(near Rouse's Point, N.Y.)

Total - 78.03

ABANDONED

		Miles	<u>Date</u>
Laprairie Junction	- Laprairie	6.00	1852
S. Curve	- St. Lambert Wharf	1.50	1852
Lachine Wharf	- Caughnawaga Ferry		1881
Caughnawaga	- St. Isidore Junction	5.50	1881
Hemmingford	- International Boundary	1.50	1924

CAPITAL STOCK:

Prior to Sale of property and shares on June 14, 1872:

2023 shares Preferential Stock - \$200 par value \$404,600 Consolidated Stock \$1,130,278

N //:1 - -

BONDED DEBT:

Prior to Sale of property and shares on June 14, 1872:

6% First Mortgage Bonds issued July 1, 1861, maturing July 1, 1881, £181,400

(\$882,815).

8% Second Mortgage Bonds issued January 2, 1871, maturing January 1, 1891

£76,027 (\$370,000).

These securities were acquired by The Grand Trunk Railway Company of Canada by the issue of Grand Trunk Railway 5% Debenture Stock under Dominion Act 35 Victoria Chapter 64, assented to June 14, 1872 issued July 1, 1872 under authority of Dominion Act 35 Victoria Chapter 64, assented to June 14, 1872.

7% Third Mortgage Bonds dated July 1, 1872 £102,800 \$500,000.

THE MONTREAL AND EUROPEAN SHORT LINE RAILWAY COMPANY

(property included in The Intercolonial Railway from 1887)

INCORPORATED:

March 10, 1882 - Nova Scotia Act 45 Victoria Chapter 23 May 17, 1882 - Dominion Act 45 Victoria Chapter 73

April 19, 1884 - Dominion Chapter 55, Act 47 Victoria name changed (see History).

HISTORY:

Under Nova Scotia Act 45 Victoria Chapter 23, March 10, 1882, and Dominion Chapter 73, May 17, 1882 "The Great American and European Short Line Railway" Company was incorporated to construct, maintain an operate a railway from a point at or near Cape North in Cape Breton Island to the Strait of Canso and from New Glasgow to Oxford, etc., and for the purpose of making the railway line and connection with the City of Montreal more direct may, insofar as may be consistent with the laws in the State of Maine, hold, acquire and maintain a part thereof across the State of Maine.

Under Dominion Act 47 Victoria, Chapter 55, April 19, 1884, the name was changed to "The Montreal and European Short Line Railway Company".

Capital Stock Authorized \$1,000,000

Having suspended construction work and failed to pay the contractors for work done on the line between Oxford and New Glasgow, under indenture dated July 27, 1883, confirmed by Nova Scotia Act, 48 Victoria Chapter 39, April 24, 1885, all the Company's property, rights, franchises, etc., in the Province were transferred to William Stewart and W. H. Chisholm as Trustees for the contractors with power to sell such assets at public auction.

Dominion Act 50 - 51 Victoria Chapter 27, June 23, 1887, authorized the Minister of Railways and Canals to acquire the incomplete works and property of this

Company and to construct the line from Oxford Junction to Brown Point as a branch of The Intercolonial Railway.

The Railway was completed by the Minister of Railways and Canals and opened for traffic as follows:

Oxford Junction to Brown Point 67.52 miles July 15, 1890 Pugwash Junction to Pugwash 4.56 miles July 15, 1890

Total - 72.08 miles

THE MONTREAL AND NEW YORK RAILROAD COMPANY

(included in "Canadian National Railway Company" from January 31, 1923)

INCLUDES:

The Lake St. Louis and Province Line Railway Company The Montreal and Lachine Railroad Company.

ORGANIZED: January 1, 1852 - Province of Canada Act 16 Victoria Chapter 46 - by amalgamation.

HISTORY: THE LAKE ST. LOUIS AND PROVINCE LINE RAILWAY COMPANY

Under Province of Canada Act 10 - 11 Victoria Chapter 120, presented for Royal Assent July 28, 1847, Assented April 15, 1848, Royal Assent signified by Proclamation June 24, 1848, "The Lake St. Louis and Province Line Railway Company" was incorporated to build a railway from at or near Sault St. Louis to a point in County of Beauharnois, etc.

A line was constructed from Caughnawaga (opposite Lachine) to the United States Boundary, near Hemmingford, Quebec, (29.65 miles) and was opened for traffic on August 1, 1852. This line was connected with a ferry service across the St. Lawrence River from Caughnawaga to Lachine Wharf. The portion of the line between St. Isidore Junction and Caughnawaga (5½ miles) and the ferry service was discontinued in 1881, when the Montreal and Champlain Junction Railway line from Ste. Martine through St. Isidore Junction to Brosseau was opened for traffic. The section between Hemmingford and the New York State Boundary was discontinued September 20, 1924.

Effective January 1st, 1852 as authorized by the Province of Canada Act 13 - 14 Victoria, Chapter 112 of August 12, 1850 and confirmed by Province of Canada Act 16 Victoria Chapter 46, November 10, 1852, The Lake St. Louis and Province Line Railway Company and The Montreal and Lachine Railroad Company were amalgamated into one company under the name "The Montreal and New York Railroad Company".

THE MONTREAL AND LACHINE RAILROAD COMPANY

Under Province of Canada Act 9 Victoria, Chapter 82, June 9, 1846, "The Montreal and Lachine Railroad Company" was incorporated to build a railway from Montreal to Lachine and was empowered to operate steamboats from Lachine terminus to points on the St. Lawrence and Ottawa Rivers.

The line from Bonaventure Station (Montreal) to Lachine Wharf (7.92 miles) was constructed, and opened for traffic on November 22, 1847.

Province of Canada Act 13 - 14 Victoria Chapter 113, August 10, 1850 empowered the Company to extend its railroad to Prescott, and after completion of not less than twenty-five miles of the extension to change the name of the Company to "The St. Lawrence and Ottawa Grand Junction Railroad Company".

The proposed construction and change in name was not made. (The Grand

Trunk Railway Company of Canada built the line from Point St. Charles to Brockville which opened for traffic November 19, 1855).

Effective January 1, 1852, as authorized by Province of Canada Act 13 - 14 Victoria, Chapter 112, August 12, 1850 and confirmed by Province of Canada Act 16 Victoria, Chapter 46, November 10, 1852, The Lake St. Louis and Province Line Railway Company and The Montreal and Lachine Railroad Company were amalgamated into one company under the name "The Montreal and New York Railroad Company".

THE MONTREAL AND NEW YORK RAILROAD COMPANY

Effective January 1, 1852 as authorized by the Province of Canada Act 13 - 14 Victoria August 12, 1850 and confirmed by Province of Canada Act 16 Victoria Chapter 46, November 10, 1852 "The Montreal and New York Railroad Company" was formed by the amalgamation of The Montreal and Lachine Railroad Company and "The Lake St. Louis and Province Line Railway Company" into one company under the new name.

AMALGAMATION:

Under Province of Canada Act 20 Victoria, Chapter 142, May 27, 1857, "The Montreal and New York Railroad Company" and "The Company of Proprietors of the Champlain and St. Lawrence Railroad" were amalgamated into one company under the name "Montreal and Champlain Railroad Company".

LOCATION:

St. Lawrence Division:

2 —			
Lake St. Louis and Province Line Railway		<u>Miles</u>	
St. Isidore Junction	- Hemmingford	29.65	
Montreal and Lachine Railroad			
Montreal (Bonaventure Station)	- Lachine Wharf	8.00	

DISCONTINUED

		<u>Miles</u>	<u>Date</u>
Lachine Wharf	- Caughnawaga Ferry Service		1881
Caughnawaga	- St. Isidore Junction	5.50	1881
Hemmingford	- International Boundary	2.86	1924

THE MONTREAL AND PROVINCE LINE RAILWAY COMPANY (included in Canadian National Railway Company from June 8, 1954)

INCORPORATED: April 23, 1896 - Dominion Act 59 Victoria Chapter 26.

DECLARATORY: Declared to be a work for the general advantage of Canada - Dominion Chapter 26, April

23, 1896.

HISTORY: MONTREAL, CHAMBLY AND SOREL RAILWAY COMPANY

Under Quebec Act 35 Victoria Chapter 29, December 23, 1871, "Montreal, Chambly and Sorel Railway Company" was incorporated to construct a railway from Sorel via Chambly to Montreal and from Chambly through St. Johns to the Province line near Philipsburg.

The railway was completed and opened for traffic as follows:

St. Lambert to Chambly Canton 12.00 miles September 26, 1873 Chambly Canton to Farnham 20.03 miles September 22, 1877

Farnham	to Stanbridge East	12.00 miles	November 11, 1879
Stanbridge East	to International Bdy.	9.40 miles	September 9, 1882
M. & S.C. Junction	to Longueuil	4.00 miles	September 10, 1879
Marieville	to St. Cesaire	8.66 miles	November 15, 1882
	Total	66.09 miles	

Operation of the line from Farnham to the International Boundary was discontinued on March 1, 1883 a distance of 22.00 miles. About December 31, 1891 the line from M. & S.C. Junction to Longueuil a distance of 4.00 miles was abandoned and subsequently dismantled. About September 30, 1901 the Montreal and Province Line Railway Company rehabilitated the line from Farnham to Frelighsburg a distance of 18.28 miles and opened it for traffic.

Under Quebec Act 32 Victoria, Chapter 59, April 5, 1869, "<u>The Missisquoi Junction Railway Company</u>" was incorporated to build a railway from a point on Stanstead, Shefford and Chambly Railway to the Province Line, through townships of Dunham and St. Armand East.

Under Act 36 Victoria, Chapter 87, Dominion of Canada, assented to May 23, 1873 the Montreal, Chambly and Sorel Railway was declared to be a work for the general advantage of Canada.

By authority of Quebec Act 37, Victoria, Chapter 24, January 28, 1874, Montreal, Chambly and Sorel Railway Company and The Missisquoi Junction Railway Company were amalgamated under the name "The Montreal, Chambly and Sorel Railway Company".

Under Dominion Chapter 70, April 8, 1875, the name was changed to "The Montreal, Portland and Boston Railway Company".

The Montreal Portland and Boston Railway was operated by the South Eastern Railway Company until July 1, 1891 when operation was taken over by the Central Vermont Railroad Company.

At sale by the Sheriff of Montreal on March 2, 1896, made under an execution issued at the instance of the Bank of Hochelaga, a judgement creditor, the Honourable Farand Stewart Stranahan purchased the franchise, railway and property, in trust for himself and others.

Under Dominion Chapter 26, April 23, 1896, "The Montreal and Province Line Railway Company" was incorporated and vested with the franchise, railway property and appurtenances of The Montreal, Portland and Boston Railway Company.

Following the flood in Vermont on November 3^{rd.}, and 4^{th.}, 1927 which resulted in foreclosure sale of Central Vermont Railway Company assets to Central Vermont Railway Incorporated the capital stock of The Montreal and Province Line Railway Company was transferred in January 1930 at book value of \$1 to Central Vermont Railway Incorporated, as authorized by I.C.C. Central Vermont Supplemental Order dated January 28, 1930 (Finance Docket 7821), and in the same month was sold to The Centmont Corporation for \$1.00.

Under agreement dated October 30, 1950, The Centmont Corporation transferred all the shares of the capital stock of The Montreal and Province Line Railway Company to Canadian National Railway Company for the sum of \$1.00.

Upon amalgamation on June 8, 1954, the outstanding shares were cancelled in accordance with the terms of amalgamation agreement dated May 13, 1954.

OPERATED: Operated Mileage as of December 31, 1960

M.& S.C. Junction to St. Cesaire 27.38 miles

ABANDONMENTS:

	Total	38.71 miles	
Marieville	to St. Angele	3.49 miles	October 1, 1956
Farnham	to Frelighsburg	17.90 miles	September 19, 1938
St. Angele	to Farnham	9.82 miles	September 1, 1925
M & S C Junction	to Longueuil	4.00 miles	December 31, 1891
Frelighsburg	to International Boundary	3.50 miles	March 1, 1883

The lines were operated by Central Vermont Railway until November 1, 1923, after which they were leased to Canadian National Railway Company, except that a portion of the line from St. Lambert to St. Cesaire and from Marieville to Ste. Angele was sublet to Montreal and Southern Counties Railway.

AMALGAMATION:

On June 8, 1954, Canadian National Railway Company, The Montreal and Province Line Railway Company and five other companies were amalgamated into one company under the name "Canadian National Railway Company".

SUBSIDIES:

Subsidies were as follows: (Statistics of Steam Railways - 1938, Page 65).

Dominion	\$ 58,560	Montreal & Province Line Railway
Quebec	231,122	Montreal Portland & Boston Railway
Municipal	25,000	Montreal Portland & Boston Railway
	\$ 314 682	

CAPITAL STOCK:

Prior to amalgamation on June 4, 1954:

Authorized:	10,000 shares -	\$100	\$1,000,000
Issued:	10,000 shares -	\$100	1,000,000

Central Vermont Railway Company acquired the 10,000 shares of capital stock of The Montreal and Province Line Railway Company at a cost of \$1.00 in consideration of guaranteeing the principal and interest of \$200,000 4% First Mortgage Gold Bonds of The Montreal and Province Line Railway Company dated October 1, 1900 and secured by Trust Deed to National Trust Company dated December 7, 1900.

FUNDED DEBT:

As at June 4, 1954 - nil.

Mortgage Trust Deed to National Trust Company dated December 7, 1900 was discharged April 4, 1952, after payment of \$200,000, 4% First Mortgage Bonds which matured October 1, 1950.

MONTREAL AND SOUTHERN COUNTIES RAILWAY COMPANY

INCORPORATED:

June 29^{th.}, 1897, (Canada) Act 60 - 61 Victoria, Chapter 56

HISTORY:

The Montreal and Southern Counties Railway Company was incorporated on June 29, 1897 under Act 60 - 61 Victoria, Chapter 56, Dominion of Canada for the purpose of building and operating a railway by electricity, or any other mechanical power, except steam, through the Counties of Chambly, Vercheres, Rouville, St. Hyacinthe, St. Johns, Laprairies, Iberville, Missisquoi, Brome, Shefford, Stanstead and Sherbrooke. Under Act 61 Victoria, Chapter 78 this power was extended to the Counties of Beauharnois, Chateauguay, Huntingdon and Napierville. Capital Stock authorized \$500,000.

The Original incorporators of this railway were:

The Honourable Treffle Berthiaume
Francis Joseph Bissailor
Montreal
Henry Hogan
Montreal
Treffle Bastien
Charles Boger
Montreal
Maurice Perrault
S. T. Willet
Montreal
Chambly Canton

Alexander Macdonald St. Johns Raoul Abbe St. Johns

J. Emery Molleur St. Johns Albert Corriveau Iberville Charles Haquet France

CAPITAL STOCK:

Capital Stock authorized	10,000 Shares of \$100 each	\$ 1,000,000
Capital Stock issued	5,000 Shares of \$100 each	500,000
Capital Stock owned by C.N.R.		359,400
Capital Stock owned by Public		140,600

The Capital Stock authorized was increased from \$500,000 to \$1,000,000 under authority of Act 4 - 5 Edward VII, Chapter 129, Dominion of Canada assented to May 15, 1905.

In March 1906 the Grand Trunk Railway Company of Canada secured control of the Montreal and Southern Counties Railway Company by the purchase of 3,000 shares of the Capital Stock and since that date the holdings have been increased so that at December 31, 1955 their successor the Canadian National Railway Company holds 3594 shares.

LOCATION:

Construction was started in 1908, and the cost was financed by the Grand Trunk Railway Company of Canada advancing the necessary funds, for which the Montreal and Southern Counties Railway Company issued notes. The line from the corner of Youville and McGill Streets in Montreal across the Victoria Jubilee Bridge to St. Lambert, a distance of about 3.00 miles, was opened for traffic on November 1, 1909. Further extensions as completed were put into operation as follows:

Front Street, St. Lambert	to Montreal South,	May 22, 1910
	Longueuil	
Front Street, St. Lambert	to Country Club	September 2, 1911
Front Street, St. Lambert	to M. & S.C. Junction	November 1, 1912
M. & S.C. Junction	to Richelieu	June 28, 1913
Richelieu	to Marieville	September 28, 1913
Marieville	to St. Cesaire	May 3, 1914
St. Cesaire	to Abbotsford	December 18, 1915
Abbotsford	to Granby	April 30, 1916
Marieville	to St. Angele	September 1, 1925

Operation over the line between M. and S.C. Junction and St. Cesaire was obtained by lease of the line from the Montreal and Province Line Railway Company. Under agreement dated April 7, 1906; the Montreal and Southern Counties Railway Company agreed to pay the Grand Trunk Railway Company of Canada \$12,000 per annum for the use of the Victoria Jubilee Bridge in addition to a further sum of forty cents for each car passing over the Bridge. Under Supplementary agreement dated August 7, 1916 the Grand Trunk Railway Company and its successor may terminate this trackage rights by

giving three months notice to the Montreal and Southern Counties Railway Company.

LEASE: MONTREAL & PROVINCE LINE RAILWAY COMPANY:

The railway and property of the Montreal and Province Line Railway Company was leased to the Canadian National Railway Company under agreement dated November 1, 1923 at a rental of \$8,000 per annum based on 4% interest on \$200,000 Mortgage Bonds. Under agreement dated May 3, 1925 the portion of line from M. and S.C. Junction to St. Cesaire a distance of 25.04 miles was sub-leased to the Montreal and Southern Counties Railway Company at an annual rental of \$3,695.55 and on September 1, 1925 agreement the line from Marieville to St. Angele a distance of 3.49 miles was also leased at a rental of \$415.90.

On December 8, 1924 a cut-off was opened for traffic so as to divert traffic from the streets of the city of Granby. This cut-off was 1.65 miles long and 1.00 miles of trackage rights over the Stanstead, Shefford and Chambly Railroad Company was secured so as to reach Granby Station. On January 2, 1925 the trackage through the streets of Granby 1.36 miles was abandoned.

56.41

Mileage: December 31, 1925

In December 1926 a portion of the Longueuil Loop (1.13 miles) was abandoned and dismantled in 1927. In 1932 the Country Club Branch and lines in Montreal South and Longueuil totalling 2.00 miles were abandoned. In 1951 a further Abandonment of 1.02 miles was made. On December 31, 1952 operation between Marieville and Granby, a distance of 23.67 miles was discontinued.

On May 27, 1955 the Board of Transport Commissioners issued Order No. 86306, authorizing The Montreal and Southern Counties Railway Company to abandon operation of the line between McGill Street, Montreal and St. Lambert, a distance of 2.99 miles. Operation terminated June 19, 1955. This order also authorized abandonment of the lines between St. Lambert and Montreal South and between St. Lambert and M. and S.C. Junction 30 days after the new railway over Victoria Bridge is completed.

Mileage: December 31, 1955 26.18

A Perpetual Mortgage, dated May 3, 1926 was given by the Montreal and Southern Counties Railway Company to the Canadian National Railway Company to secure advances made to the former Company. This Mortgage was made

\$3,761,224.99
1,612,598.09
\$2,148,626.00

Capital Stock	Authorized:	\$1,000,000
	Issued	500,000
	Held by System	359,400
	Held by public	\$ 140,600

THE MONTREAL AND VERMONT JUNCTION RAILWAY COMPANY

(merged in Canadian National Railway Company from June 11, 1956)

INCORPORATED: May 18, 1861 - Province of Canada Act 21 Victoria Chapter 81

HISTORY: Under Province of Canada Act 12 Victoria Chapter 178, May 30, 1849 "The Montreal

and Vermont Junction Railway Company" was incorporated to construct a railway from

St. Lambert to Vermont Boundary near Highgate.

Under Province of Canada Act 24 Victoria Chapter 81, May 18, 1861, "The Montreal and Vermont Junction Railway Company" was incorporated to complete a railway from a junction at or near Highgate, Vermont with a railway from Burlington Vermont, to a point on the Stanstead, Shefford and Chambly Railway near Iberville.

The formation of the Company was a project of Vermont and Canada Railroad Company, which built the line from the northern end of its road from Swanton, Vermont at Canada Line to Stanstead, Shefford and Chambly Junction near Iberville, Quebec, 22.77 miles, opened for operation in November 14, 1864 Central Vermont Railway Company acquired the property in 1899 at a cost of \$500,000.

AMALGAMATION:

On June 11, 1956, Canadian National Railway Company, The Montreal and Vermont Junction Railway Company and 16 other companies amalgamated into one company under the name "Canadian National Railway Company".

CAPITAL STOCK:

Authorized - 3,946 shares of \$50 each \$197,300 Issued - 3,946 shares of \$50 each 197,300

Ownership of capital stock was transferred to Central Vermont Railway Company in 1899 at a cost of \$1.00. In January 1930 ownership was transferred at cost of \$1.00 to Central Vermont Railway Incorporated and pledged by the latter to the Trustee (New York Trust Company) under its First and General Mortgage, as authorized by I.C.C. Central Vermont Reorganization Order dated December 14, 1929 (Finance Docket 7821). In December 1955 the capital stock was released from above mentioned mortgage and sold to Canadian National Railway Company for \$1.00.

Upon amalgamation on June 11, 1956, in accordance with the terms of amalgamation agreement dated May 17, 1956, the capital stock was treated as cancelled.

FUNDED DEBT:

As at June 11, 1956 - nil.

MONTREAL FRUIT AND PRODUCE TERMINAL COMPANY, LIMITED

(Wholly owned subsidiary of "Canadian National Railway Company")

INCORPORATED: July 24, 1929 - Dominion Letters Patent.

HEAD OFFICE: Montreal, Quebec.

HISTORY:

Under Dominion Letters Patent dated July 24, 1929 "Montreal Fruit and Produce Terminal Company, Limited" was incorporated with powers to carry on business in Canada or elsewhere of handling fruit, vegetables, dairy products, and all produce of the soil of every description, wholesale or retail; to act as merchants, brokers auctioneers, salesmen, importers, exporters, producers, distributors, commission agents, and general traders; to carry on business of warehousemen, etc. and all business incidental thereto, refrigerators, manufacturers and dealers in brine, ammonia and ice, etc.

The Company was formed pursuant to recommendation of a committee of Traffic and Operating officers of Canadian National Railways after investigating conditions in connection with handling fruit traffic into Montreal.

On November 1, 1929 Montreal Fruit and Produce Terminal Company, Limited occupied the warehouse owned by Canadian National Railway Company on Mountain Street in Montreal and commenced operations.

On August 1, 1931 the operations were transferred to a new building constructed

for this purpose by the Canadian National Railway Company and located along the Railway tracks west of Guy Street in Montreal. The building cost \$440,523 and is leased to the Fruit Company. It consists of a basement 639.31 feet by 75 feet, and two storeys both of which are 639.31 feet by 58.4 feet. The basement is used for dry storage, the ground floor for receiving goods, and the second storey has an auction room and 66 offices, 3 of which are occupied by the Company's office staff, and the others are leased to merchants in the trade. On January 1, 1935 a new agreement was entered into increasing rental to \$40,000 per annum.

The Company does not exercise all its powers' and its operation is presently carried on at the above mentioned location in Montreal only, and is valuable in procuring fruit and vegetable traffic for the Railway.

PROPERTY INVESTMENT:

As at December 31, 1960:

Warehouse equipment \$2,917

Office furniture <u>276</u> \$3,193

CAPITAL STOCK: Authorized: 400 shares N.P.V.

Issued: 100 shares @ \$5 each \$500 unpledged.

All owned by Canadian National Railway Company.

ADVANCES DUE TO C.N.R.:

As at December 31, 1960:

Advances Canadian National Railway Company \$22,734

MONTREAL RAILWAY TERMINUS COMPANY

INCORPORATED: 1861 - Province of Canada Act 24 Victoria, Chapter 82, May 18, 1861

HISTORY: Under Province of Canada Act 24 Victoria, Chapter 82 May 18, 1868 "Montreal Railway

<u>Terminus Company</u>" was incorporated to build a line from The Grand Trunk Railway of Canada Station at Point St. Charles to a point in Montreal, with station, offices, etc., and to enter into an agreement with The Grand Trunk Railway Company of Canada or the

Government regarding the same.

Authorized Capital Stock £200,000

Canadian National Railways records do not disclose any further information respecting

this Company.

THE MONTREAL STOCK YARDS COMPANY

(wholly owned subsidiary of "Canadian National Railway Company")

INCORPORATED: March 13, 1885 - Quebec Letters Patent.

HEAD OFFICE: Montreal, Quebec.

HISTORY: The Montreal Stock Yards Company was incorporated by Province of Quebec Letters

Patent dated March 13, 1885 with powers to erect, maintain, operate and carry on the business of Stock Yards, the feeding and housing of cattle and livestock the building, operation and maintenance of abattoirs, pork packing and curing establishments,

rendering lard and tallow, soap making and any business incidental thereto, within the City of Montreal.

Under agreement dated May 19, 1885 the Grand Trunk Railway Company of Canada leased certain premises at Point St. Charles to the Montreal Stock Yards Company at an annual rental of \$300 - the majority of the shares and not less than 1001 shares of the Capital Stock of the Montreal Stock Yards Company to be held by such persons as shall designated and approved by the Grand Trunk Railway Company, it being understood that the Grand Trunk Railway Company will control the ownership of the Capital Stock as well as the system of conducting the Cattle operations in regards to prices of provender, or otherwise, as well as all business on the premises which are to be used for the purpose of erecting an abattoir, and for the stabling of cattle or other live stock carried by the Grand Trunk Railway Company to or from Montreal.

The original Capital Stock was

\$ 200,000

Under agreement dated May 25, 1904 the Grand Trunk Railway Company assented to an increase in the Capital Stock of the Montreal Stock Yards Company from \$200,000 to \$275,000 on the understanding that at least 1376 shares of the issued Capital Stock would be transferred and assigned to Mr. J. W. Loud to be held by him in trust, under the provisions of and for the purposes stipulated in the lease and agreement of May 19, 1885.

Under agreement dated July 19, 1905 the Grand Trunk Railway Company assented to a further increase in the Capital Stock of the Montreal Stock Yards Company from \$275,000 to \$350,000 on the understanding that at least 1751 shares of the issued Capital Stock be transferred and assigned to Mr. J. W. Loud, to be held by him in trust under the provisions of and for the purposes stipulated in the lease and agreement of May 19, 1885.

Under Agreement dated November 6, 1911 the Grand Trunk Railway Company designated Martin M. Reynolds to act as trustee in the place and stead of John W. Loud, and Mr. Reynolds thereupon acted as trustee for 1875 shares including 54 trustee shares standing in the name of Estate C. M. Acer.

On the death of Mr. Reynolds on June 17, 1914, this Trusteeship was transferred to Mr. Frank Scott by assignment dated October 16, 1914 from Bessie Livingstone Reynolds, covering 1823 shares, and by proxy from Mr. Chas. Percy to vote the 54 shares standing in the name of the Acer Estate, two additional shares having been transferred to Free Stock.

The Canadian National Railway Company purchased the entire capital stock on July 1, 1928 and thereby obtained control of the Company. The price was \$70.00 per share amounting to \$245,000.

The property is located on the easterly side of Bridge Street, Point St. Charles, on which barns and buildings are erected, and is leased by the Canadian National Railway Company from the Dominion Government and is sub-leased to the Montreal Stock Yards Company at the same rental as paid to the Government namely \$3153.00 per annum from March 1, 1928. The Stock Yards Company pay all the assessments and taxes.

CAPITAL STOCK:

Authorized: 4,000 shares par value \$100. \$400,000 Issued: 3,500 shares par value \$100. 350,000

All owned by the Canadian National Railway Company. There is no funded debt.

OFFICERS

Donald Gordon Chairman & President
N. J. MacMillan Executive Vice-President

A. H. Hart Vice-President S. F. Dingle Vice-President E. A. Bromley Vice-President Dr. O. M. Solandt Vice-President J. L. Toole Vice-President W. T. Wilson Vice-President Vice-President - Law H. C. Friel J. A. McDonald Vice-President

R. H. Tarr Vice-President and Secretary

H. C. Grayston Vice-President

O. A. Boivin General Superintendent

R. Cannon Manager

J. M. Young Assistant Secretary
L. J. Mills Comptroller
D. W. Gilmour Assistant Secretary

E. J. Denyar Treasurer

H. M. Blaiklock General Manager of Real Estate

DIRECTORS

Donald Gordon Wilfrid Gagnon J. A. Northey J. R. Griffith W. G. Stewart H. W. Marsh

THE MONTREAL TERMINAL RAILWAY COMPANY

(line from La Salle Avenue Montreal to Bout de L'Isle and Marzon Avenue acquired by Canadian National Railway Company February 1924)

INCORPORATED: February 27, 1893 - Quebec Act 56 Victoria Chapter 70.

DECLARATORY: Declared to be a work for the general advantage of Canada - Dominion Act 57 - 58

Victoria, Chapter 83, July 23, 1894.

HISTORY: Under Quebec Act 56 Victoria Chapter 70, February 27, 1893, "The Montreal Island Belt

Line Railway Company" was incorporated to build from Montreal to and through various

municipalities on the Island, the line to be elevated in the City of Montreal, etc.

Under Dominion Act 57 - 58 Victoria Chapter 83, July 23, 1894, the Company was declared to be a corporate body within the authority of the Parliament of Canada.

Under Dominion Act 62 - 63 Victoria Chapter 76, August 11, 1899, the name

was changed to "The Montreal Terminal Railway Company".

Dominion Order in Council P.C. 2868, dated December 16, 1911, approved transfer of Montreal Terminal Railway Company's undertaking to Montreal Street

Railway Company.

Quebec Act 2 George V Chapter 84, 1912 (1) confirmed Agreement of sale of Montreal Street Railway and its subsidiaries to Montreal Tramways Company.

PURCHASE OF LINE BY C.N. RAILWAYS:

In February 1924, under authority of Dominion Order in Council P.C. 288 dated February

27, 1924, the line known as Montreal Terminal Railway extending from La Salle Avenue, Montreal to Bout de L'Isle and Marion Avenue, 10.68 miles was acquired by Canadian National Railways to provide additional right-of-way and trackage to serve Industrial development in the East end of the City of Montreal. The price of \$1,278,201.89 was financed through the Railway Budget.

THE MONTREAL WAREHOUSING COMPANY

(majority stock owned by Canadian National Railway Company from January 31, 1923)

INCORPORATED: March 18, 1865 - Province of Canada - Act 28 Victoria Chapter 48.

January 28, 1874 - Province of Quebec - Act 37 Victoria Chapter 57, Amendment June 30, 1881 - Province of Quebec - Act 44 - 45 Victoria Chapter 77, Amendment April

2, 1890 - Province of Quebec - Act 53 Victoria Chapter 99, Amendment

HEAD OFFICE: Montreal, Quebec.

HISTORY: Under Province of Canada Act 28 Victoria Chapter 48, March 18, 1865, "The Montreal

Warehousing Company" was incorporated, and empowered to erect sheds, stores, warehouses, tramways, elevators etc. for the storage, safekeeping and shipment of merchandise, produce, etc., and may own real estate within limited value. The Company's charter was amended by Acts of the Legislature of Quebec in 1874, 1881 and 1890. The authorized Capital Stock was \$600,000 in shares of \$50 each, but by Quebec Act of 1890 was reduced to \$240,000 in shares of \$100 each less \$4,000 unpaid stock, which was

written off, leaving the present paid up Capital Stock \$236,000.

By authority of Quebec Act 37 Victoria Chapter 57, 1874, and Resolution of Board of Directors dated April 5, 1906, ratified by Shareholders at meeting on the same date, a 4% First Mortgage Bond issue dated April 1, 1906, maturing April 1, 1936, totalling \$1,000,000 was created to cover the cost of Windmill Point Elevator and to provide for the payment of a 4% Mortgage Loan of \$250,000 payable in 20 years from March 1, 1898, with the right to repay the loan any time after March 1, 1903. These Bonds were redeemed at maturity. The Trust Deed dated May 14, 1946 was discharged on July 22, 1936, and deposited in the Bureau of Registration, Division of Montreal, on July 27, 1936.

Under agreement of May 21, 1890, The Grand Trunk Railway Company of Canada agreed with the bondholders to take up \$250,000 of the Company's bonds, on which interest was in arrears with no prospect of payment, in consideration of sufficient stock to control the Company. 6232 shares of \$50 each were delivered to Grand Trunk Railway for \$1,500. These shares were later exchanged for $1758^{2}/_{5}$ shares of new stock at \$100 each. The Grand Trunk Railway afterwards disposed of the bonds for \$250,000.

Under Dominion Letters Patent dated December 20, 1905, "<u>Terminals</u> Warehouse and Cartage Company, Limited" was incorporated and authorized to issue Capital Stock and Bonds as under:

Pursuant to Agreement dated June 27, 1912, between Quebec Savings and Trust Company and The Grand Trunk Railway Company of Canada, "Grand Trunk Terminal Warehousing Company Limited" was incorporated under Dominion Letters Patent dated July 5, 1912, for the purpose of constructing warehouses at various terminal points on the

Grand Trunk Railway System. The authorized capital stock was \$6,500,000, of which \$5,500,000 par value was allotted and issued to the Trust Company as fully paid and non-assessable.

In pursuance of these plans and under agreement dated July 8, 1912, between National Securities, Limited (the authorized representative and Agent of Terminals Warehouse and Cartage Company, Limited) and Quebec Savings and Trust Company, Grand Trunk Terminal Warehousing Company, Limited acquired the property of Terminals Warehouse and Cartage Company, Limited situated on McGill and Common Streets in Montreal, taking over the warehouse business as a going concern.

Subsequently certain difficulties arose in connection with the agreement and the matter was finally settled under agreement dated October 7, 1912, with Quebec Savings and Trust Company for transfer of the former Terminal Warehouse and Cartage Company property to a nominee of The Grand Trunk Railway Company of Canada, and the organizers of Grand Trunk Terminal Warehousing Company, Limited agreed to cancel all Stock and Bond issues, abandon its charter, and do no further business. The agreed purchase price of the property was \$750,000 (£154,109), the Grand Trunk to receive all income of the property and assume cost of operation from July 1, 1912.

On November 4, 1912, the property was transferred to Frank Scott, as Nominee of The Grand Trunk Railway Company of Canada. After necessary declarations were filed in March 1913, the business was carried on under the name "Terminal Warehouse, Registered".

Under Dominion Letters Patent dated April 18, 1922, "The Terminal Warehousing Company, Limited" was incorporated with an authorized Capital Stock of \$1,000,000.

Under agreement dated May 17, 1922, Frank Scott (as Nominee of The Grand Trunk Railway Company of Canada) sold all the property, goodwill and other assets of Terminal Warehouse, Registered, to The Terminal Warehousing Company, Limited, as of May 1, 1922, for the sum of \$1,000,000 payable in stock of The Terminal Warehousing Company, Limited, issued to The Grand Trunk Railway Company of Canada.

Construction of a warehouse at North Bay was approved by Directors of Canadian National Railway Company on March 11, 1929, on recommendation of the Industrial Department. The Canadian Pacific Railway had been operating through North Bay for some years prior to construction of the Canadian National Railways line, and it was thought that the furnishing of warehouse facilities would result in the securing of additional traffic which would fully warrant the expenditure. The building is one-story of fire-proof brick construction measuring 410 feet by 50 feet with floor capacity of 20,000 square feet and is located beside the C.N.R. tracks at Sherbrooke Street and Second Avenue, about 2,000 feet east of North Bay station.

On November 18, 1930 The Montreal Warehousing Company acquired the property of The Terminal Warehousing Company, Limited, situated on Grey Nun and Common Streets, Montreal, for \$798,758.13; also acquired the North Bay Warehouse from Canadian National Railway Company for \$113,861.83. The Company also constructed a modern six-storey warehouse adjoining the Montreal property at a cost of \$317,000. The affairs of The Terminal Warehousing Company Limited were then wound up and its Charter surrendered on January 9, 1931.

Under agreement effective November 1, 1934, entrustment of North Bay Warehouse for management and operation was transferred to Canadian National Railways (Central Region) on similar terms.

CAPITAL STOCK: As at December 31, 1960: \$ 236,000

Issued: 2360 shares at \$100.00 each \$236,000

PROPERTY INVESTMENT:

As at December 31, 1960:

Grey Nun Street \$ 1,216,625.74 North Bay 101,995.72 \$ 1,318,621.46

The following properties in Montreal were sold:

Name Location Storage Capacity
Warehouse "A" Wellington Street (stone & brick) 250,000 bushels grain

60,000 barrels flour 165,000 square feet of General Merchandise, with special floors, sheds &

cellars.

Elevator "B" Windmill Point (steel) 1,000,000 bushels grain

(opened April 28, 1906)

Elevator "B" Annex (concrete) 1,000,000 bushels grain

(opened May 1, 1914)

Elevator "C" Mill Street 600,000 bushels grain

On August 31, 1931, Warehouse "A" was sold to Canadian National Railway Company for \$213,585.51, and razed to meet space requirements of Montreal Terminal Development.

On March 1, 1928, Elevator "B" and Annex was sold to Montreal Harbour Commissioners for \$1,750,000.

On May 1, 1913, Elevator "C" was sold to Ogilvie Flour Mills for \$142,500.

INVESTMENT IN AFFILIATED COMPANIES:

As at December 31, 1960:

Advances to Canadian National Railway Company, for working capital\$1,562,658

DEPRECIATION: As at December 31, 1960:

Depreciation on buildings and equipment, January 1, 1935 to December 31, 1960 \$1,082,694

OTHER INVESTMENTS:

As at December 31, 1960:

Government of Canada 3% 3¼ year Bonds December 1, 1961 54,728 Government of Canada 3³/₄% 7 year Bonds September 1, 1965 281,266

Canadian National Railway Company 2⁷/₈%

Guaranteed Bonds September 13, 1969 205,000

\$ 540,994

CASH: As at December 31, 1960:

Cash: \$4,252

DIVIDENDS ON CAPITAL STOCK:

By resolution of Trustees (Directors) on November 28, 1934 a dividend of \$800 per share of Capital Stock was declared to shareholders of record on that date.

Shares held by Public $131^{2}/_{5}$ \$ 105,120

Canadian National Railway Co. $2228^{3}/_{5}$ $\frac{$1,782,880}{}$ \$1,888,000

RETAINED INCOME BALANCE:

As at December 31, 1960:

Prop. due minority shareholders \$ 13,540 Prop. due C.N. Rly. Co. 2,117,598

\$ 2,131,138

CAPITAL STOCK: Authorized: 2400 shares at \$200 each

\$ 240,000

Issued: - Public $104^{2}/_{3}$

* - C.N.R. 2255 ³/₅ 225,560

* Owned by Canadian National Railway Company (unpledged). Certificates are in the name of Canadian National Realties, Limited in trust for Canadian National Railway Company, and are held in Royal Trust Company vaults, Montreal.

10,440

FUNDED DEBT: As at December 31, 1960:

Nil.

ACCOUNTING: The annual surplus or deficit from operation is included in Canadian National Railway

Company accounts as Separately Operated Properties.

DIRECTORS

Donald Gordon Wilfrid Gagnon J. A. Northey J. R. Griffith W. G. Stewart H. W. Marsh

OFFICERS

Donald Gordon	Chairman & President
N. J. MacMillan	Executive Vice-President
A. H. Hart	Vice-President
S. F. Dingle	Vice-President
E. A. Bromley	Vice-President
Dr. O. M. Solandt	Vice-President
J. L. Toole	Vice-President
W. T. Wilson	Vice-President
H. C. Friel	Vice-President - Law
J. A. McDonald	Vice-President

R. H. Tarr Vice-President and Secretary

H. C. Grayston
J. M. Young
D. W. Gilmour
L. J. Mills
Comptroller
E. J. Denyar
Vice-President
Assistant Secretary
Comptroller
Treasurer

H. M. Blaiklock General Manager of Real Estate

MOUNTAIN PARK COAL COMPANY LIMITED

(leased railway line)

LUSCAR COLLIERIES LIMITED

INCORPORATED:

The Mountain Park Coal Company Limited was incorporated on May 5, 1911 under the provision of the Companies Ordinance of the North West Territories.

HISTORY:

Under Agreement dated February 6, 1911 between The Grand Trunk Pacific Branch Lines Company, The Grand Trunk Pacific Railway Company and "Mountain Park Coal Syndicate Limited", (incorporated under the Companies' Consolidation Act 1908 of the United Kingdom) the Branch Lines Company undertook to construct a line of railway from its Alberta Coal Branch in a general southwesterly direction up the valley of the McLeod River to the boundary of the coal fields which the Syndicate held under lease from the Crown - a distance of about 25 miles. The cost of construction of the line was to be borne by the Syndicate, also the Syndicate was to construct at its own expense such tracks and sidings on its own property as are deemed necessary. The Syndicate also obtained the right to make use of telegraph poles on the right-of-way for the purpose of placing telephone wires thereon. The Branch Lines Company undertook to reimburse the Syndicate for the cost of the line, not including the tracks on the Syndicates own property, by an allowance of 20¢ per ton (2,000 lbs) on coal shipped over the railway from the mine, and interest at 6% per annum to be computed half-yearly on the balances remaining unpaid from time to time and added to the cost of the work. The cost of maintenance and renewal to be Dorne by the Syndicate, who shall be at liberty to include the same in the cost of the work pending complete reimbursement. As soon as complete reimbursement is made the line becomes the property of The Grand Trunk Pacific Branch Lines Company (now Canadian National Railway Company).

Under Agreement dated July 19, 1911, between Mountain Park Coal Syndicate, Limited and Mountain Park Coal Company, Limited, (a Company registered under the Companies' Ordinance of the North West Territories of Edmonton, Alberta, Canada), the Syndicate sold the whole of its property including its mining rights and leases as well as its interests in the line of railway under Agreement of February 6, 1911, to Mountain Park Coal Company, Limited.

Agreement dated July 19, 1911 between Mountain Park Coal Company, Limited, The Grand Trunk Pacific Branch Lines, Company, and The Grand Trunk Pacific Railway Company confirmed that Mountain Park Coal Company, Limited succeeded Mountain Park Coal Syndicate, Limited in the latter's rights and obligations under Agreement of February 6, 1911.

Under Agreement dated January 23, 1912, between The Grand Trunk Pacific Branch Lines Company, The Grand Trunk Pacific Railway Company and Mountain Park Coal Company, Limited, the Agreement dated February 6, 1911 was cancelled, and construction was provided for under generally similar conditions except that the line of railway was to be about 31 miles in length instead of 25 miles, and reimbursement of the cost at 20ϕ per ton was not restricted to the movement of coal from the mine, but applied also to coal shipped from any source as well as upon all freight carried over the line.

The railway was completed and opened for traffic from Coalspur to Mountain Park a distance of 29.93 miles on November 29, 1913 and was operated as part of the Grand Trunk Pacific Railway Company.

The Agreement of February 16, 1912 as shown in the schedule to Act 2 - 3 George V, Chapter 42, Alberta, assented to February 10, 1912 was ratified and confirmed and the construction of the line was authorized.

Under supplementary Agreement to Agreement dated January 23, 1912, dated May 10, 1921, length of the Mountain Park Branch Line was fixed at 30 miles instead of

approximately 31 miles. The rate of reimbursement was increased effective July 1, 1919, from 20¢ to 30¢ per ton (2,000 lbs) of freight traffic moved over the Mountain Park Branch Line, but it was stipulated no allowances would be made in respect of traffic (other than coal) carried over the Mountain Park Branch Line for The Grand Trunk Pacific Branch Lines Company or The Grand Trunk Pacific Railway Company.

THE LUSCAR COLLIERIES LIMITED

Under Act 11 George V Chapter 78 assented to April 19, 1921 Luscar Collieries Limited was authorized to construct and operate a railway from Leyland to Luscar. The line was completed and opened for traffic from Leyland to Luscar a distance of 4.91 miles on December 21, 1921.

The above mentioned supplementary Agreement also provided that in the event of the Coal Company developing coal mines on Greasebone Creek and also building or causing to be built a line of railway from the Mountain Park Branch Line (Leyland) to these mines (approximately 5 miles, referred to as the Luscar Branch Line) the provisions of Agreement of January 23, 1912 would apply to the Luscar Branch Line and the Coal Company would be reimbursed for the amount paid in respect of the cost thereof at the rate of 30¢ per ton of freight traffic moved over the Luscar Branch and the Mountain Park Branch north of Leyland, etc., etc. The Coal Company was given the right to assign or sub-lease these benefits of reimbursement to any allied company, but would still be required to observe and perform its obligations under the provisions of the Agreement. The Coal Company undertook, unless prevented by strikes, by the act of God, or other causes beyond its control, to ship over the Mountain Park Branch Line, at least 150,000 tons of coal per annum, and over the Luscar Park Line, when constructed, at least 75,000 tons per annum.

Under Agreement dated May 20, 1921 between Mountain Park Coal Company, Limited and <u>Luscar Collieries</u>, <u>Limited</u>, the Mountain Park Company assigned to the Luscar Company all the benefits and advantages arising to the former from the Agreement of May 10, 1921.

Under Agreement dated April 2, 1923 between Mountain Park Coal Company, Limited, Luscar Collieries, Limited, The Grand Trunk Pacific Branch Lines Company and The Grand Trunk Pacific Railway Company, the Luscar Collieries, Limited were granted the privileges and assumed the obligations with respect to the Luscar Branch as successor of Mountain Park Coal Company, Limited under Agreement of January 23, 1912 and supplementary Agreement of May 10, 1921, and it was provided that the rebates of 30¢ per ton on traffic over the Luscar Branch and the Mountain Spur Branch north from Leyland be paid at the rate of 9¢ per ton to the Luscar Company, and 21¢ per ton to the Mountain Park Company.

Under Agreement dated January 9, 1924 Mountain Park Coal Company, Limited assigned to Mountain Park Collieries, Limited all its interest in the Agreements of January 23, 1912, May 10, 1921 and April 2, 1923.

Under Agreement dated October 1, 1924 between The Grand Trunk Pacific Railway Company, The Grand Trunk Pacific Branch Lines Company, Mountain Park Coal Company, Limited, Mountain Park Collieries, Limited and Cadomin Coal Company Limited, the Coal Company and the Collieries consented to relocation of the main line of the Mountain Park Branch to permit use of a tipple which the Cadomin Company had erected partly upon the railway right-of-way, erection and use of new tipples, and construction and operation of loading tracks partly or wholly upon the right-of-way.

Under Agreement of December 1924, Mountain Park Coal Company Limited

covenanted with the Grand Trunk Pacific Branch Lines Company and The Grand Trunk Pacific Railway Company to observe, perform and permit all acts and things which Mountain Park Coal Company, Limited, in Agreement of January 23, 1912, May 10, 1921 and April 2, 1923 had covenanted to do.

The Mountain Park Branch, 29.93 miles was completed and opened for traffic on December 13, 1913 at a cost of \$1,184,972.49. Rebates paid by the railway from commencement of operation to June 30, 1927 totalled \$1,084,685.10.

Luscar Branch, 4.91 miles, was constructed at a cost of \$190,466.11. Rebates paid by the railway from January 1, 1922 to June 30, 1927 totalled \$68,918.37 and opened for traffic on December 21, 1921.

Effective July 1, 1927, under the terms of draft lease of that date between Mountain Park Collieries, Limited and Luscar Collieries, Limited "Lessors" and Canadian National Railway Company, The Grand Trunk Pacific Branch Lines Company, and The Grand Trunk Pacific Railway Company "Lessees" the Mountain Park Branch and the Luscar Branch were operated by Canadian National Railways at an annual rental of \$15,000. Execution of the lease was deferred owing to the transfer of Natural Resources from Dominion to Provincial jurisdiction, and the consequent necessity of the Coal Companies to obtain new leases from the Province of Alberta. The draft lease of July 1, 1927 was never actually executed although its terms had been acted upon.

Under two Leases dated February 10, 1936 the Province of Alberta granted leases of lands used as right-of-way for the Mountain Park Branch and the Luscar Branch to Mountain Park Collieries, Limited and Luscar Collieries, Limited, respectively.

Under Agreement dated November 30, 1936 Mountain Park Collieries Limited sold to Mountain Park Coals Limited (incorporated 1936) all its right, title and interest in the Mountain Park Branch, and in its leasehold estate and interest in the lease of the right-of-way of the branch.

Under Agreement dated November 30, 1936 Luscar Collieries, Limited sold to <u>Luscar Coals Limited</u> (incorporated 1936) all its right, title and interest in the Luscar Branch, and in its leasehold estate and interest, in the lease of the right-of-way of the branch.

The respective rights, titles and interests of Mountain Park Collieries, Limited and Luscar Collieries, Limited in Agreements dated January 23, 1912, May 10, 1921, April 2, 1923 and October 1, 1924, were also sold and assigned to Mountain Park Coals Limited and Luscar Coals Limited.

Under Agreement dated June 14, 1939 between Mountain Park Coals Limited and Luscar Coals Limited "Lessors" and Canadian National Railway Company, The Grand Trunk Pacific Branch Lines Company and The Grand Trunk Pacific Railway Company "Lessees", the Mountain Park and Luscar Branches were leased to the railways at an annual rental of \$15,000 plus taxes, with the option on three month notice of purchase for \$500,000. The term of the lease is for such time as the premises may be required for railway right-of-way purposes of the Lessees, subject to termination in the event of cancellation of leases of lands granted by the Province of Alberta, February 10, 1936, or in the event that the mines of either or both of the Lessors should become exhausted, or should either or both of the Lessors for any other reason permanently cease to operate their mines and give three month notice of cancellation of the lease.

Under the terms of the lease, the railway has the right to operate its trains over the Lessors tracks at Luscar without cost. The Lessors retain the telephone circuit strung on the telegraph poles between Mountain Park and Luscar, and have the right to operate a speeder between Mountain Park and Luscar, and to send free daily in each direction one night lettergram between Mountain Park and Edmonton, not exceeding 50 words in any one lettergram. The Lessors also have the right to erect at their own cost a single set of

poles or towers along the right-of-way to provide a power line from Northern Alberta Power Company plant. The Mountain Park Coals Limited binds itself to observe and perform all the covenants contained in Agreements dated January 23, 1912, May 10, 1921 and October 1, 1924, and the Lessors bind themselves jointly and severally to observe and perform all covenants contained in Agreement dated April 2, 1923.

During the term of the lease the Agreements of January 23, 1912, May 10, 1921 and October 1, 1924 are suspended except the obligation of the Lessors to ship annually over the Branch Lines the quantities of coal specified in the Agreements. The Lessors also undertake to give to the Lessees all traffic shipped to or by the Lessors.

PROPERTY INVESTMENT:

Information not available in Canadian National Railways records.

IMPROVEMENTS ON LEASED PROPERTY:

As at December 31, 1961: (a/c 702 Canadian National Railway Company).

Road \$446,759

LOCATION: Edson Division

 Miles
 Miles

 Mile 1.62
 - Mountain Park
 29.93

 Leyland
 - Luscar
 4.91

MOUNT ROYAL TUNNEL AND TERMINAL COMPANY, LIMITED

(wholly owned subsidiary of Canadian National Railway Company)

INCORPORATED: August 12, 1911 - Dominion Letters Patent.

January 10, 1914 - Supplementary Dominion Letters Patent, name changed (see History).

HEAD OFFICE: Montreal, Quebec.

DECLARATORY: Undertaking declared to be a work for the general advantage of Canada - Dominion

Chapter 74, 1912.

HISTORY: Under Dominion Letters Patent dated August 12, 1911, "Canadian Northern Montreal

<u>Tunnel and Terminal Company, Limited</u>" was incorporated to provide a railway tunnel and terminal facilities in Montreal. Special powers for this purpose were given in Dominion Act, 2 George V April 1, 1912 Chapter 74, 1912, including power to enter into agreements with any other railway authorized to construct and operate railway lines on

the Island of Montreal.

Under Dominion Letters Patent dated January 10, 1914, the name was changed

to "Mount Royal Tunnel and Terminal Company, Limited".

Under agreement dated January 15, 1914 ratified by Dominion Act, 4 0 5 George V Chapter 78, June 12, 1914, the Company's property was leased for 999 years from April 15, 1915 to The Canadian Northern Quebec Railway Company, The Canadian Northern Ontario Railway Company. Under the lease the Company must preserve its corporate organization, but amalgamation with any other company, with the approval of the Lessee is permitted.

The property in the Central Station area is presently owned by three different companies, viz., Canadian National Railway Company, Canadian National Realties, Limited, and Mount Royal Tunnel and Terminal Company, Limited.

The Company constructed a double track electrically operated tunnel through Mount Royal from what is now known as Central Station to a point near Cartierville, a distance of 5.82 miles, which was completed in April 1917 and opened for operation on October 4, 1918.

By General Permit of the Province of Quebec dated May 10, 1929, under provision of Revised Statues of 1925, Chapter 229, authority was granted to the Company to acquire and hold immoveable property in the Province of Quebec, and to exercise in this regard the rights conferred on corporations formed by Letters Patent.

PROPERTY INVESTMENT:

The cost of tunnel and station property amounting to \$14,208,352.62 as December 31, 1921 was transferred to property accounts of The Canadian Northern Railway Company, and property investment is included in the latter Company's property accounts since that date.

CAPITAL STOCK: As at December 31, 1955:

Authorized: 50,000 shares, - \$100 par value each \$5,000,000 Issued: 50,000 shares 5,000,000

All owned by The Canadian Northern Railway Company (now Canadian National Railway Company) - Unpledged.

Under Agreement dated July 14, 1914, the Contractors (Mackenzie, Mann & Company Limited, Sir William Mackenzie and Sir Donald D. Mann) transferred all the shares of capital stock to the Trustee, free of prior charges, to become and remain the property of The Canadian Northern Railway Company to form part of the mortgaged premises under Trust Deed dated July 15, 1914. This Trust Deed was discharged on April 1, 1939. Payment was included in the \$23,000,000 of capital stock of The Canadian Northern Railway Company issued to the Contractors in consideration of their turning over control of the companies as set out in The Canadian Northern Guarantee Act, 1914, Dominion Act 4 - 5 George V Chapter 20, June 12, 1914.

Certificate representing 50,000 shares in the name of Canadian National Realties, Limited in trust for The Canadian Northern Railway Company is held in Royal Trust Company vaults, Montreal.

LONG-TERM DEBT:

As at December 31, 1960 - nil.

FUNDED DEBT:

The Mount Royal Tunnel and Terminal Company Limited, 5% First Mortgage, Rent Charges, Debenture Stock and Bonds was secured by Trust Deed dated July 16, 1914 and maturing August 15, 1970. The issue was callable in whole or in part on any interest date on six months' notice at \$105. The Debenture Stock was payable in Sterling and the Bonds in Canadian dollars at $$4.86 - {}^{2}/_{3}$$ at the holders option.

Amount authorized: $$2,400,000 @ $4.86-^2/_3$ \$11,680,000 Amount issued: $2,349,100 @ $4.86-^2/_3$ \$11,431,800

This issue was a first charge on the railway from Central Station to Mile 5.81 and on the Mount Royal Tunnel and Terminal Company property. The entire issue was called for redemption on October 15, 1936.

MUSKEGON RAILWAY AND NAVIGATION COMPANY

(property included in Grand Trunk Western Railway Company from December 31, 1954)

INCORPORATED: May 22, 1918 - Under the general laws of the State of Michigan.

HEAD OFFICE: Detroit, Michigan.

HISTORY:

In 1918 the Town of Muskegon was served by the lines of the Pennsylvania Railroad System, the Pere Marquette Railway Company and the Toledo, Saginaw and Muskegon Railway Company.

On May 22, 1918 the "Muskegon Railway and Navigation Company" was organized to build a terminal transfer or belt railway connecting all railway lines in and around the Town of Muskegon and particularly to afford better facilities for the industrial section at Muskegon Heights, Michigan - with water front terminal - and to establish a through cross lake service to the Northwest and the diversion to this route of some of the freight then passing through the congested Chicago District. When the project of the Belt Railroad was commenced the Grand Trunk Railway Company of Canada advanced \$47,005 in cash and material, and received in exchange for the advance, bonds of the Muskegon Company in the amount of \$55,300 being equivalent to \$85 per bond.

Construction of the Belt Railroad was completed and put into operation by the Muskegon Company in the year 1923. The operating results however were unsatisfactory. In the Spring of 1924 the Grand Trunk Western Railway Company was approached with a view to leasing the Belt Railroad, The Pere Marquette Railway Company had approached certain larger stock and bondholders of the Muskegon Company with an offer to purchase, which offer, however was not acceptable. The Management of the Grand Trunk Western Railway Company investigated the circumstances, and negotiations were carried on which resulted in the consummation of an agreement.

Under agreement of October 20, 1926, between the Security Holders of the Muskegon Company, the Toledo, Saginaw & Muskegon Railway and the Grand Trunk Western Railway, the Security Holders deposited with the Union National Bank of Muskegon as Escrow \$161,293 par value of Muskegon Railway & Navigation Company stock, and \$515,900 par value of Muskegon Railway & Navigation Company 6% 30 year First Mortgage Gold Bonds including matured unpaid coupons for interest prior to December 15, 1924, the consideration being that the Railway Companies guarantee payment by the Muskegon Company to the Security Holder of bond interest as follows:-

December 15, 1924 to February 28, 1927 @ 2% per annum March 1, 1927 to February 28, 1929 @ 2½% Per annum March 1, 1929 to April 30, 1930 @ 3% per annum.

The Railway Companies agreed that in the case of no extension of the agreement being made before April 30, 1930, the Railway Companies would purchase the bonds then on deposit with the Escrow for cash on the basis of 60¢ on the dollar, in which event all the stock and bonds so deposited would be delivered to the Railway Companies.

The Canadian National Railway Company owning \$55,300 of the bonds which cost \$47,005 was not a party to the agreement.

On May 1, 1930, the Grand Trunk Western Railroad Company exercised the right granted under the agreement of October 20, 1926 with the security holders, for which approval had been given in Interstate Commerce Finance Docket 6141, of purchasing all stock (1612.93 shares of \$100 each at a recorded cost of \$9062.47) and bonds of the Company at the rate of 60ϕ per dollar of bonds outstanding (\$515,900 held by other security holders @ 60ϕ - \$309,540).

The deficit from operations to that date was - \$312,557.86 The unamortized discount on funded debt was - 65,859.62 The matured interest on bonds unpaid was -

The impairment of capital suffered by the former proprietors having been fully recognized in the amount paid for the stock and bonds the Grand Trunk Western Railroad Company in assuming full control made good the deficiency, including the amount of discount not amortized at May 1, 1930. Being subrogated with respect to interest arrears under the agreements of October 20, 1926, the parent company also forgave the interest liability of \$154,700.01 and allowed Muskegon Railway and Navigation Company to write it back to the credit of Profit and Loss. These adjustments resulted in a revised Profit and Loss debit balance at May 1, 1930, of \$223,717.47 which was charged to the Grand Trunk Western Railroad Company through advance account.

The cost to the Grand Trunk Western Railroad Company of Muskegon Railway and Navigation Company stock and bonds was as follows:

Payment to Security Holders for 1612.93 shares of stock, and bonds \$309,540.00
Payment to Canadian National Railway Company 47,005.00
Payment to Muskegon Railway & Navigation Company 223,717.47
\$580,262.47

These payments are reflected on the Grand Trunk Western Railroad Company balance sheet by carrying the bonds at par of \$571,200 and the stock at the remainder or \$9,062.47.

The Canadian National Railway Company holding of \$55,300 was sold to the Grand Trunk Western Railroad Company as of May 1, 1930, at cost of \$47,005, the entire issue of stock and bonds outstanding thereby being owned by the Grand Trunk Western Railroad Company.

The Grand Trunk Western and Pennsylvania Railroads having entered into an agreement for operation of a joint car ferry service between Muskegon and Milwaukee, the Muskegon Railway and Navigation Company granted running rights effective July 17, 1933, for the purpose of these companies securing access to new water terminals on Muskegon Lake over the line from the connection with Pennsylvania Railroad tracks on east side of Waalkes Street between Sherman Avenue and Hume Avenue in the City of Muskegon Heights, thence to a point in the vicinity of Lake Street, Muskegon, a distance of 2.46 miles, also from a point in the vicinity of Shaw to connection with Grand Trunk Western Railroad at Simpson 0.77 miles.

Effective December 31, 1954, the properties and franchises (except the franchise to be a corporation) of Muskegon Railway and Navigation Company were merged into Grand Trunk Western Railroad Company as authorized by Interstate Commerce Commission Order of August 23, 1955, Finance Docket No. 18793, in consideration of the payment by Grand Trunk Western Railroad Company of the sum of \$655,498.20 to the Muskegon Railway and Navigation Company, the proceeds to be applied first in full payment of all indebtedness of the Muskegon Company, any balance in value or kind remaining after such payment to be distributed in complete liquidation and redemption of all capital stock of the Muskegon Company.

DISSOLUTION:

In compliance with the terms of Section 36 of Chapter 210 Statutes of the State of Michigan the Company was considered dissolved Effective as of January 1, 1955.

LOCATION: Detroit Division:

3.99 road miles of track in the so-called Muskegon district, comprised of the

THE NATIONAL CONSTRUCTION COMPANY (LIMITED)

(wholly owned subsidiary of "The Grand Trunk Pacific Railway Company")

INCORPORATED: November 26, 1904 - Dominion Letters Patent.

HISTORY: Under Dominion Letters Patent dated November 26, 1904, "The National Construction

<u>Company (Limited)</u>" was incorporated for the purpose of carrying on a general contracting and construction business, etc. The Company was organized by The Grand

Trunk Pacific Railway Company on December 29, 1904.

The Company was organized by The Grand Trunk Pacific Railway Company interests for the purpose of complying with the provision in agreement dated November 28, 1904 with Messrs. Speyer Brothers re sale of bonds which provided that bonds shall be issued only in proportion to length of railway under construction or under contract for construction.

Under agreement between The National Construction Company (Limited) and The Grand Trunk Pacific Railway Company, The National Construction Company (Limited) contracted to construct the Lake Superior Branch (Superior Junction, east of Sioux Lookout to Fort William). The contract was sublet to Foley Brothers and Larsen.

The National Construction Company seems to have been originally formed to enable the Grand Trunk Pacific Railway Company to issue Government guarantee bonds on certain sections of the railway in advance of any construction done on these sections. According to the Act of incorporation the Government guaranteed bonds for a stated proportion of the cost of the railways constructed or under contract for construction by awarding contracts to this company, the Grand Trunk Pacific Railway Company could issue all necessary bonds and commence the actual construction when "good and ready". Ultimately the construction was performed by the contractors, who were paid directly by the Grand Trunk Pacific Railway Company.

CAPITAL STOCK:

Authorized: 2,500 shares - \$100 each \$250,000 Stock: Issued: 250 shares - \$100 each 25,000

All owned by The Grand Trunk Pacific Railway Company.

Certificates representing 250 shares, each of \$100 of Capital Stock were issued and are outstanding. *The Charter, Seal, original Minute Books and other corporate documents pertaining the corporate existence of The National Construction Company (Limited) are in the custody of the Secretary, Canadian National Railway Company, Montreal.

According to our ledger the outstanding share certificates have no value.

NATIONAL TERMINALS OF CANADA, LIMITED

(wholly owned subsidiary of "Canadian National Railway Company")

INCORPORATED: August 13, 1928 - Dominion Letters Patent.

HEAD OFFICE: Montreal, Quebec.

HISTORY: "National Terminals of Canada, Limited" was incorporated under Dominion Letters

Patent issued August 13, 1928 for the purpose of carrying on the business of warehousing,

cold and dry storage, wharfings and all the business incidental thereto, carters, contractors and forwarders in all its branches. The incorporators were Walter Meryl Armstrong, Alexander Fleming, Gordon Dewart Bantor, Edmund Percy Hanna, and Arthur Wilson.

The properties of the Terminal Warehousing Company Limited, located on King, Grey Nun and Common Streets were leased for a period of twenty-one years effective October 1, 1928 at an annual rental of approximately \$40,000.00.

As the National Terminals of Canada, Limited, were unable to carry out the provisions of the lease it was decided at a meeting of the Board of Directors of the Canadian National Railway Company held on December 16, 1929 to cancel the lease effective December 31, 1929 and formal notice to that effect was served on the National Terminals of Canada, Limited on December 18, 1929. At a meeting of the Board of Directors of the National Terminals of Canada Limited held January 13, 1930 it was decided to turn over the charter to the Canadian National Railway Company. The Board of Directors resigned on March 13, 1930 and on March 17, 1930 a new Board of Directors was elected with Sir Henry W. Thornton as President. However it was decided for trade purposes to continue the name "National Terminals of Canada, Limited" rather than revert to the old name "The Terminal Warehousing Company, Limited." Under agreement effective January 1, 1930 the properties of the Terminal Warehousing Company Limited, were entrusted to National Terminals of Canada, Limited for operation.

In view of the Canadian National Railway Company having come into possession of the charter of the National Terminals of Canada, Limited, resolutions were passed by the Board of Directors of each of the Montreal Warehousing Company, the Terminal Warehousing Company Limited, and the Canadian National Railway Company, that it was deemed advisable that the Terminal Warehousing Company Limited, should sell its properties in Montreal, Quebec, and North Bay, out to the Montreal Warehousing Company, the figures stipulated being:

Property in Montreal Property in North Bay **Total**

\$912,619.96

This was done and the affairs of the Terminal Warehousing Company Limited, were wound up and charter surrendered on January 9, 1931.

Capital Stock authorized 500 shares no par value

Capital Stock issued 500 shares at \$5.00 each \$250 unpledged The certificates are in the name of Canadian National Realties Limited, and are held in trust for the Canadian National Railway Company.

The Company has no bonds.

Under agreement effective January 1, 1931 the Montreal Warehousing Company entrusted the former Terminal Warehousing Company properties including the new six storey warehouse being built at a cost of \$317,000 to the National Terminals of Canada Limited, for management and operation, the property to be kept in good repair by the National Terminals of Canada Limited. No rental was charged but the Montreal Warehousing Company received the net profits, and absorbed any losses incurred in operation and maintenance.

Under agreement effective November 1, 1934 the operation of the warehouse at North Bay was transferred to the Central Region of the Canadian National Railways under terms similar to those of the agreement of January 1, 1931.

By agreement dated November 27, 1958, National Terminals of Canada Limited was amalgamated with and under the names of the Canadian National Railway Company. This agreement was approved by Order in Council P.C. 1958-1620 dated November 27, 1958 and effective December 12, 1958.

PROPERTY INVESTMENT:

As at December 31, 1956:

Office equipment \$679

CAPITAL STOCK: Authorized: 500 shares N.P.V.

Issued: 500 shares at \$5 each \$2,500, unpledged

All owned by Canadian National Railway Company.

ADVANCES DUE AFFILIATED COMPANIES:

As at December 31, 1956:

Advances due The Montreal Warehousing Company

LONG-TERM DEBT: Nil.

NATIONAL TRANSCONTINENTAL RAILWAY BRANCH LINES COMPANY

(included in "Canadian National Railway Company" from June 8, 1954)

INCORPORATED: April 3, 1925 - Quebec Act 15 George V, Chapter 110

March 11, 1926 - Quebec Act 16 George V, Chapter 84, name changed (see History).

HISTORY: Under Quebec Act 15, George V, Chapter 110, April 3, 1925 "Rouyn Mines Railway

<u>Company</u>" was incorporated to construct and operate a railway from O'Brien (Taschereau) on The National Transcontinental Railway southerly to a point in the township of Rouyn, etc., with power among other things to amalgamate with any other

railway company.

By authority of Dominion Order in Council P.C. 1758 dated September 26, 1925 and amended by Order in Council P.C. 2038 dated November 13, 1925, Rouyn Mines Railway Company leased its property to the Dominion Government (by agreement dated September 29, 1925) for 30 years from October 1, 1925 at a rental sufficient to meet interest and sinking fund payments under Trust Mortgage dated October 1, 1925 securing the First Mortgage 4½%, 30-year Sinking Fund Gold Bonds and the Government, in turn, entrusted the property to Canadian National Railway Company for management and operation (treated in accounts as Canadian Government Railways).

The railway was completed and opened for traffic from O'Brien now called Taschereau to Rouyn a distance of 42.81 miles on January 1, 1928. Two branches were constructed which were operated as spurs or sidings.

The Waite Montgomery Spur 3.71 miles

The Amulet Spur 2.75 miles

6.46 miles

\$48,695

FUNDED DEBT: National Transcontinental Railway Branch Lines Company. First mortgage 41/2%, 30

years Sinking Fund Gold Bonds, issued under Trust Deed, dated October 1, 1925 and maturing October 1, 1955, but callable on any interest date after April 1, 1931 at par.

Amount authorized: \$3,500,000.00 Amount issued: \$3,396,000.00

This issue was called for redemption on October 1, 1936 and the mortgage was

discharged on August 4, 1937.

OPERATIONS: Under agreement of September 30, 1925, between the Noranda Mines Limited and the Government of Canada it was stipulated that -

- 1. During the first five years of operations (i.e., 1928 1932) the Mines Company agreed to make a subsidy payment (maximum \$20,000 per annum) to the Canadian National, provided that operating net earnings of the Branch Lines Company in any of the first five years should be insufficient to cover the rental under the lease after crediting a subsidy of \$50,000 per annum which the Province of Quebec agreed to pay during the first five years of operation (subsidy covered by Quebec Statutes, Chapter 3 of March 24, 1926). The accounts were to be kept for all freight traffic moving over the Branch Lines and freight traffic originating upon or destined to points upon the said Branch Lines moving from, through, or to points upon the Canadian National Railways in Canada and 30% of Canadian National Railway Gross Earnings from this traffic was to be allocated as earnings attributable to the Branch Lines for purposes of agreement.
- 2. Years 1933 1937. If at the end of the second period of five years, the operating net earnings, as defined, from January 1, 1928, were sufficient to pay all rentals including Sinking Fund and interest, after crediting the \$250,000 received from the Province of Quebec, any surplus would be paid to the Mines Company, but not in excess of contributions made by it.
- **3.** Years 1938 1942. If full repayment had not been made under the last preceding clause, any surplus at the end of the third period of five years, i.e., at December 31, 1942, would be similarly paid to the Mines Company, but not in excess of contributions by it less any partial refund made.

The first five year period, January 1, 1928, the date operations commenced, to December 31, 1932, resulted in a loss of \$176,820.46, against which the Noranda Mines Limited had to contribute \$71,853.54. At the end of the ten year period there was a profit from operations of \$5,619.86 and this amount was paid over to the Mines Limited. At the end of the fifteen year period there was a profit of \$1,324,327.35 enabling the Railway to pay \$66,233.68, thus completing its refund to the Mines Limited.

Under Quebec Act 16, George V, Chapter 84, March 11, 1926, the name of the Company was changed to "National Transcontinental Railway Branch Lines Company."

In 1930 the capital stock of the company was transferred to Canadian National Railway Company.

Under Dominion Order in Council P.C. 595, March 7, 1935, the National Transcontinental Railway Branch Lines Company was declared to be comprised within Canadian National Railway Company.

By authority of Dominion Order in Council P.C. 890 dated February 24, 1949 the 30-year lease of the property was cancelled and the Order in Council entrusting the property to Canadian National Railway Company was rescinded. In the meantime the outstanding bonds were redeemed at par on October 1, 1936.

On June 8, 1954, Canadian National Railway Company, National Transcontinental Railway Branch Lines Company and five other companies were amalgamated into one company under the name "Canadian National Railway Company".

Transferred to investment account of Canadian National Railway Company on June 8, 1954:

Road \$3,386,060.80

By Province of Quebec: \$ 250,000

As authorized by Quebec Chapter 3, March 24, 1926.

MILEAGE: Cochrane Division - Rouyn Subdivision:

Taschereau - Rouyn, and Noranda Mines 43.88 miles

Also spurs of 3.71 miles to Waite Montgomery Mines and 2.75 miles to Amulet Mines.

CAPITAL STOCK: Prior to amalgamation on June 8, 1954:

Authorized: 5,000 shares - \$100 \$500,000

Issued: 5 shares - \$100 \$500 unpledged

All owned by Canadian National Railway Company (acquired in 1930)

Upon amalgamation on June 8, 1954, the outstanding shares were cancelled in accordance with the terms of amalgamation agreement dated May 13, 1954.

Under agreement date May 13, 1954 the National Transcontinental Railway Branch Lines Company agreed to amalgamate with the Canadian National Railway Company. This agreement was sanctioned and approved by Order in Council P.C. 1954-715 issued May 13, 1954 and became effective when filed with the Secretary of State on June 8, 1954.