Canadian Celanese Limited

Annual Report FOR THE YEAR ENDED DECEMBER 31st 1936

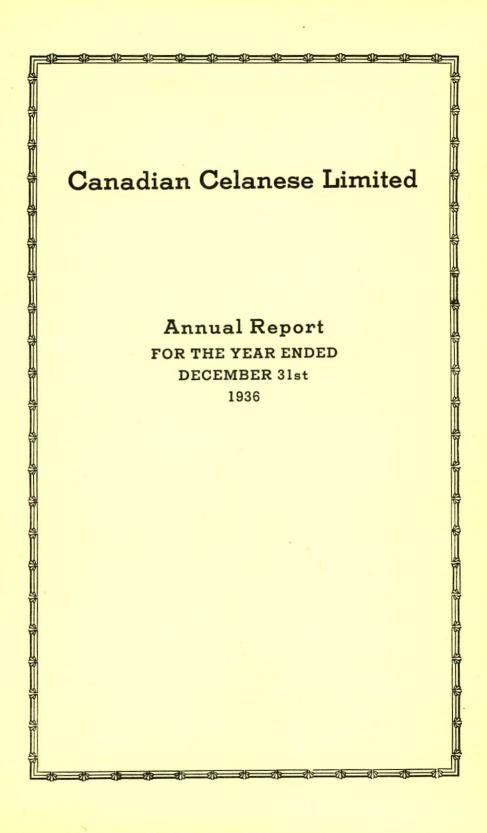
CELANESE

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MIGHEL UNIVERSITY





Directors

BRIG.-GEN. SIR WILLIAM ALEXANDER K.B.E., C.B., C.M.G., D.S.O., M.P.

C. L. AUGER

DR. HENRI DREYFUS

LEE CADIEN

A. SCHWARTZ

W. McC. Cameron

P. A. THOMSON

Dr. Camille Dreyfus

G. H. WHIGHAM

Finance and Executive Committee

P. A. THOMSON (Chairman) DR. CAMILLE DREYFUS

G. H. WHIGHAM

W. McC. Cameron

Officers

G. H. WHIGHAM, Chairman of Board of Directors DR. CAMILLE DREYFUS, President W. McC. CAMERON, Vice-President

LEE CADIEN, Secretary and Treasurer

H. Blancke, Assistant Secretary and Assistant Treasurer

C. W. PALMER Vice-President

R. H. SPERLING Factory Manager

C. HESSEY-WHITE Sales Manager

General Offices

Factory

1401 McGill College Avenue Montreal, P.O.

Drummondville P.O.

Auditors

Messrs. P. S. Ross & Sons Montreal, P.Q.

DIRECTORS' REPORT

February 16, 1937.

To the Shareholders of Canadian Celanese Limited:

Appended hereto are copies of the Balance Sheet and Earned Surplus Account as at December 31, 1936, Statement of Income and Expenditure for the year ended December 31, 1936, and a Statement showing the amount of Earned Surplus available for distribution as a participating dividend on the Preferred Stock, together with the Auditors' Certificate.

Net profits for the year were \$1,519,503.90 as compared with \$1,602,960.19 for the year 1935.

In accordance with the provisions of Special By-Law "A" there was appropriated from net profits for payment of interest on the Income Funding Rights and Sinking Fund an amount of \$122,400.00, leaving a balance of \$1,397,103.90 which was transferred to Earned Surplus Account. In addition there was credited to Surplus the premium received from the sale of 10,000 7% Cumulative Participating Preferred shares amounting to \$150,000.00; also to Distributable Surplus \$62,500.00 representing a proportion of the amount received from the sale of 10,000 Common shares.

The total consideration received for the 10,000 7% Cumulative Participating Preferred shares and the 10,000 Common shares issued during the year was \$1,400,000.00 cash.

The participating dividend to which the Preferred share-holders are entitled with respect to the year 1936, will be paid when declared by the Board of Directors.

During the year the Company spent approximately \$900,000.00 in Capital Expenditures for increased facilities at your Company's plant.

For the Board of Directors,

CAMILLE DREYFUS,

President.

BALANCE SHEET AS

ASSETS

CURRENT:		
Cash on Hand and in Banks	\$1,225,058.36	
Government Bonds and Other Securities at cost		
(approximate market value \$1,332,044.00)	1,221,704.27	
Trade Debtors, less Reserve for Doubtful Accounts	763,598.35	
Other Accounts Receivable and Accrued Interest	27,026.28	
Inventories of Raw Materials, Supplies, Work in		
Process, and Finished Goods, as determined and	1 (20 272 01	
certified by the Management and valued at cost	1,620,372.01	\$ 4,857,759.27
		Q 4,001,109.21
DEFERRED AND PREPAID CHARGES:		
Unexpired Insurance and Taxes	22,852.93	
Inventories of Stationery and Advertising Materials.	9,511.78	
Expenses applicable to future operations	17,353.19	
Zaponeo apparente a anti-		49,717.90
SECURITIES HELD FOR INVESTMENT, valued at cost		235,574.39
FIXED:		
Real Estate, Plant, Machinery and Equipment, at cost		10,760,492.83
Patents, Processes, Trade Marks and Contracts		1,629,570.83
Tatelits, 110cesses, 11age Marks and Contracts		1,025,570.00
Company Property Designs of the		
SPECIAL FUND RE INCOME FUNDING RIGHTS, AS PER CONTRA		367,200.00
CONTRA		007,200.00
Assets held for Special Fund—		
Cash in Bank	105.00	
Government Bonds at cost (approximate market		
value \$303,480.00)	277,920.00	
Income Funding Rights, 3,567 Rights valued at		
\$25.00 per Right	89,175.00	
	\$ 367,200.00	

\$17,900,315.22

T DECEMBER 31, 1936

MONTREAL, February 15, 1937.

Accounts Payable and Accrued Liabilities	LIABILITIES		
RESERVES: For Depreciation of Buildings, Machinery and Equipment. For Amortization of Patents and Processes. For Contingencies, Unascertained Charges, etc. Special Reserve. CAPITAL STOCK: Authorized— 150,000 Shares 7% Cumulative Participating Preferred, Par Value \$100.000 per share. 300,000 Shares Common, without nominal or Par Value. Issued— 100,000 Shares Preferred. 100,000 Shares Common issued during 1936 for cash.) Income Funding Rights having the attributes set forth in Special By-Law "A": Issued under the Scheme of Arrangement of November 7, 1934. Less: Purchased and held in Special Fund, as per Contra. 3 per Contra. 3,567 Purchased for and delivered to Sinking Fund. 4 grey Cannot be re-issued) BALANCE OF SINKING FUND RE INCOME FUNDING RIGHTS set aside in accordance with the provisions of Clause 3 of Special By-law "A" BALANCE OF SINKING FUND RE INCOME FUNDING RIGHTS set aside in accordance with the provisions of Clause 3 of Special By-law "A" SPECIAL FUND RE INCOME FUNDING RIGHTS, as per Contra: Set aside in accordance with the provisions of Clause 5 of Special By-law "A" SURPLUS ACCOUNTS: Capital Surplus— Premium received on 10,000 Preferred Shares issued during the year. Proportion of amount received upon the issue of 10,000 Common Shares during the year, set aside by the Board of Directors as "Distributable Surplus" in accordance with the provisions of Sub-section 7 of Section 12 of The Companies Act, 1934. Less: Expenses re issue of Preferred and Common Shares during the year. Less: Expenses re issue of Preferred and Common Shares during the year. 200,003,15,22	Provision for Dominion, Provincial and Municipal Taxes.	343,574.39	
Reserves: For Depreciation of Buildings, Machinery and Equipment. For Amortization of Patents and Processes. For Contingencies, Unascertained Charges, etc. Special Reserve. CAPITAL STOCK: Authorized— 150,000 Shares 7% Cumulative Participating Preferred, Par Value \$100.00 per share. 300,000 Shares Common, without nominal or Par Value. Issued— 100,000 Shares Preferred. 100,000 Shares Common. (Including 10,000 Shares Preferred and 10,000 Shares Common issued during 1936 for cash.) Income Funding Rights having the attributes set forth in Special By-Law "A": Issued under the Scheme of Arrangement of November 7, 1934. Less: Purchased and held in Special Fund, as per Contra. as per Contra. 3,567 Purchased for and delivered to Sinking Fund. (Rights purchased by the Company cannot be re-issued) BALANCE OF SINKING FUND re INCOME FUNDING RIGHTS set aside in accordance with the provisions of Clause 3 of Special By-law "A" BBLANCE OF SINKING FUND re INCOME FUNDING RIGHTS set aside in accordance with the provisions of Clause 3 of Special By-law "A" SPECIAL FUND re INCOME FUNDING RIGHTS, as per Contra: Set aside in accordance with the provisions of Clause 5 of Special By-law "A" SURPLUS ACCOUNTS: Capital Surplus— Premount received upon the issue of 10,000 Common Shares during the year, set aside by the Board of Directors as "Distributable Surplus" in accordance with the provisions of Sub-section 7 of Section 12 of The Companies Act, 1934. Less: Expenses re issue of Preferred and Common Shares during the year EARNED SURPLUS, per Statement attached 2,237,76.20 2,437,344.23 \$17,900,315.22	Interest on Income Funding Rights	84,965.00	\$ 829,673,71
CAPITAL STOCK: Authorized— 150,000 Shares 7% Cumulative Participating Preferred, Par Value \$100.00 per share. 300,000 Shares Common, without nominal or Par Value. Issued— 100,000 Shares Preferred. 100,000 Shares Preferred. 100,000 Shares Common. (Including 10,000 Shares Preferred and 10,000 Shares Common issued during 1936 for cash.) Income Funding Rights having the attributes set forth in Special By-Law "A": Issued under the Scheme of Arrangement of November 7, 1934. Less: Purchased and held in Special Fund, as per Contra. 5,567 Purchased for and delivered to Sinking Fund. (Rights purchased by the Company cannot be re-issued) BALANCE OF SINKING FUND RE INCOME FUNDING RIGHTS set aside in accordance with the provisions of Clause 3 of Special By-law "A" SPECIAL FUND RE INCOME FUNDING RIGHTS, as per Contra: Set aside in accordance with the provisions of Clause 5 of Special By-law "A" SURPLUS ACCOUNTS: Capital Surplus— Premium received on 10,000 Preferred Shares issued during the year. Proportion of amount received upon the issue of 10,000 Common Shares during the year, set aside by the Board of Directors as "Distributable Surplus" in accordance with the provisions of Sub-section 7 of Section 12 of The Companies Act, 1934. Less: Expenses re issue of Preferred and Common Shares during the year. Less: Expenses re issue of Preferred and Common Shares during the year. 208,568.03 2,228,776.20 2,437,344.23 \$17,900,315.22	For Depreciation of Buildings, Machinery and Equipment	576,206.48 39,066.19	,
100,000 Shares Preferred	Authorized— 150,000 Shares 7% Cumulative Participating Preferred, Par Value \$100.00 per share. 300,000 Shares Common, without nominal or Par Value.		3,097,042.28
in Special By-Law "A": Issued under the Scheme of Arrangement of November 7, 1934	100,000 Shares Preferred	1.169.045.00	11,169,045.00
(Rights purchased by the Company cannot be re-issued) BALANCE OF SINKING FUND re INCOME FUNDING RIGHTS set aside in accordance with the provisions of Clause 3 of Special By-law "A". SPECIAL FUND re INCOME FUNDING RIGHTS, as per Contra: Set aside in accordance with the provisions of Clause 5 of Special By-law "A". SURPLUS ACCOUNTS: Capital Surplus— Premium received on 10,000 Preferred Shares issued during the year. Proportion of amount received upon the issue of 10,000 Common Shares during the year, set aside by the Board of Directors as "Distributable Surplus" in accordance with the provisions of Sub-section 7 of Section 12 of The Companies Act, 1934. Less: Expenses re issue of Preferred and Common Shares during the year. EARNED SURPLUS, per Statement attached . 208,568.03 2,228,776.20 2,437,344.23	in Special By-Law "A": Issued under the Scheme of Arrangement of November 7, 1934 Less: Purchased and held in Special Fund, as per Contra	90,000	Rights
BALANCE OF SINKING FUND RE INCOME FUNDING RIGHTS set aside in accordance with the provisions of Clause 3 of Special By-law "A". SPECIAL FUND RE INCOME FUNDING RIGHTS, as per Contra: Set aside in accordance with the provisions of Clause 5 of Special By-law "A". SURPLUS ACCOUNTS: Capital Surplus— Premium received on 10,000 Preferred Shares issued during the year. Proportion of amount received upon the issue of 10,000 Common Shares during the year, set aside by the Board of Directors as "Distributable Surplus" in accordance with the provisions of Sub-section 7 of Section 12 of The Companies Act, 1934. Less: Expenses re issue of Preferred and Common Shares during the year. EARNED SURPLUS, per Statement attached. 208,568.03 2,228,776.20 2437,344.23		5.064	Rights
Balance of Sinking Fund re Income Funding Rights set aside in accordance with the provisions of Clause 3 of Special By-law "A"			•
set aside in accordance with the provisions of Clause 3 of Special By-law "A"		84,936	Rights
Set aside in accordance with the provisions of Clause 5 of Special By-law "A". SURPLUS ACCOUNTS: Capital Surplus— Premium received on 10,000 Preferred Shares issued during the year. Proportion of amount received upon the issue of 10,000 Common Shares during the year, set aside by the Board of Directors as "Distributable Surplus" in accordance with the provisions of Sub-section 7 of Section 12 of The Companies Act, 1934. Less: Expenses re issue of Preferred and Common Shares during the year. EARNED SURPLUS, per Statement attached. 208,568.03 2,228,776.20 2,437,344.23	set aside in accordance with the provisions of Clause 3		10.00
Capital Surplus— Premium received on 10,000 Preferred Shares issued during the year. Proportion of amount received upon the issue of 10,000 Common Shares during the year, set aside by the Board of Directors as "Distributable Surplus" in accordance with the provisions of Sub-section 7 of Section 12 of The Companies Act, 1934. Less: Expenses re issue of Preferred and Common Shares during the year. EARNED SURPLUS, per Statement attached. EARNED SURPLUS, per Statement attached. 2,437,344.23	Set aside in accordance with the provisions of Clause 5		367,200.00
Act, 1934	Capital Surplus— Premium received on 10,000 Preferred Shares issued during the year. Proportion of amount received upon the issue of 10,000 Common Shares during the year, set aside by the Board of Directors as "Distributable Surplus" in accordance with the provisions of	150,000.00	
Less: Expenses re issue of Preferred and Common Shares during the year	1 1001	62,500.00	
Less: Expenses re issue of Preferred and Common Shares during the year			
EARNED SURPLUS, per Statement attached	Less: Expenses re issue of Preferred and Common		
EARNED SURPLUS, per Statement attached	Shares during the year		
	EARNED SURPLUS, per Statement attached	208,568.03 2,228,776.20	2,437,344.23
Examined and Certified in accordance with our attached Certificate.			\$17,900,315.22
	Examined and Certified in accordance with our attached	Certificate.	

P. S. ROSS & SONS,

Chartered Accountants.

STATEMENT OF INCOME AND EXPENDITURE For the Year Ended December 31, 1936

NET OPERATING PROFIT before taking up the items below	10	\$ 2,120,551.17
Add: Income from Investments Profit on Income Funding Rights purchased for Special Fund and for Sinking Fund	\$ 134,337.02 21,922.95	156,259.97
		2,276,811.14
Remuneration of Executive Officers and Directors required to be shown separately under Section 113 (2) of The Companies Act. Fees of Directors not included above. Legal Fees. Depreciation. Reserve for Income Tax.	72,340.00 7,760.00 24,265.00 352,942.24 300,000.00	757,307.24
NET PROFIT FOR THE YEAR		1,519,503.90
DEDUCT: Amount appropriated for Interest for 1936 and Sinking Fund re Income Funding Rights, in accordance with the provisions of Clause 3 of Special Bylaw "A".		122,400.00
BALANCE OF NET PROFIT for the year transferred to Earned Surplus Account		\$ 1,397,103.90
EARNED SURPLUS ACC	OUNT	
as at December 31, 19		
Balance at Credit, January 1, 1936	00	\$ 2,402,747.86
Balance at Credit, January 1, 1936 Deduct: Amount set aside out of profits earned subsequent to December 31, 1934, in Special Fund re Income Funding Rights, in accordance with the provisions of		\$ 2,402,747.86
Balance at Credit, January 1, 1936 Deduct: Amount set aside out of profits earned subsequent to		367,200.00
Balance at Credit, January 1, 1936 Deduct: Amount set aside out of profits earned subsequent to December 31, 1934, in Special Fundre Income Funding Rights, in accordance with the provisions of Special By-law "A"		
Balance at Credit, January 1, 1936 Deduct: Amount set aside out of profits earned subsequent to December 31, 1934, in Special Fundre Income Funding Rights, in accordance with the provisions of Special By-law "A" Deduct: Additional Income Taxes for 1934 and 1935, less		367,200.00 2,035,547.86
Balance at Credit, January 1, 1936 Deduct: Amount set aside out of profits earned subsequent to December 31, 1934, in Special Fundre Income Funding Rights, in accordance with the provisions of Special By-law "A".		367,200.00 2,035,547.86 42,025.94
Balance at Credit, January 1, 1936 Deduct: Amount set aside out of profits earned subsequent to December 31, 1934, in Special Fund re Income Funding Rights, in accordance with the provisions of Special By-law "A" Deduct: Additional Income Taxes for 1934 and 1935, less adjustments of Other Taxes		367,200.00 2,035,547.86
Balance at Credit, January 1, 1936 Deduct: Amount set aside out of profits earned subsequent to December 31, 1934, in Special Fundre Income Funding Rights, in accordance with the provisions of Special By-law "A" Deduct: Additional Income Taxes for 1934 and 1935, less adjustments of Other Taxes Add: Net Profit for the year, after providing for Interest		367,200.00 2,035,547.86 42,025.94
Balance at Credit, January 1, 1936 Deduct: Amount set aside out of profits earned subsequent to December 31, 1934, in Special Fund re Income Funding Rights, in accordance with the provisions of Special By-law "A" Deduct: Additional Income Taxes for 1934 and 1935, less adjustments of Other Taxes		367,200.00 2,035,547.86 42,025.94
Balance at Credit, January 1, 1936. Deduct: Amount set aside out of profits earned subsequent to December 31, 1934, in Special Fundre Income Funding Rights, in accordance with the provisions of Special By-law "A". Deduct: Additional Income Taxes for 1934 and 1935, less adjustments of Other Taxes. Add: Net Profit for the year, after providing for Interest and Sinking Fundre Income Funding Rights, transferred from Statement of Income and Expenditure.		367,200.00 2,035,547.86 42,025.94 1,993,521.92
Balance at Credit, January 1, 1936 Deduct: Amount set aside out of profits earned subsequent to December 31, 1934, in Special Fundre Income Funding Rights, in accordance with the provisions of Special By-law "A". Deduct: Additional Income Taxes for 1934 and 1935, less adjustments of Other Taxes. Add: Net Profit for the year, after providing for Interest and Sinking Fundre Income Funding Rights, transferred from Statement of Income and Expenditure. Deduct: Dividends Paid: On Preferred Shares— At rate of 7% per annum, for 1936		367,200.00 2,035,547.86 42,025.94 1,993,521.92 1,397,103.90
Balance at Credit, January 1, 1936 Deduct: Amount set aside out of profits earned subsequent to December 31, 1934, in Special Fundre Income Funding Rights, in accordance with the provisions of Special By-law "A" Deduct: Additional Income Taxes for 1934 and 1935, less adjustments of Other Taxes Add: Net Profit for the year, after providing for Interest and Sinking Fundre Income Funding Rights, transferred from Statement of Income and Expenditure Deduct: Dividends Paid: On Preferred Shares—		367,200.00 2,035,547.86 42,025.94 1,993,521.92 1,397,103.90 3,390,625.82
Balance at Credit, January 1, 1936 Deduct: Amount set aside out of profits earned subsequent to December 31, 1934, in Special Fundre Income Funding Rights, in accordance with the provisions of Special By-law "A". Deduct: Additional Income Taxes for 1934 and 1935, less adjustments of Other Taxes. Add: Net Profit for the year, after providing for Interest and Sinking Fundre Income Funding Rights, transferred from Statement of Income and Expenditure. Deduct: Dividends Paid: On Preferred Shares— At rate of 7% per annum, for 1936	\$ 665,695.22	367,200.00 2,035,547.86 42,025.94 1,993,521.92 1,397,103.90 3,390,625.82
Balance at Credit, January 1, 1936. Deduct: Amount set aside out of profits earned subsequent to December 31, 1934, in Special Fund re Income Funding Rights, in accordance with the provisions of Special By-law "A". Deduct: Additional Income Taxes for 1934 and 1935, less adjustments of Other Taxes. Add: Net Profit for the year, after providing for Interest and Sinking Fund re Income Funding Rights, transferred from Statement of Income and Expenditure. Deduct: Dividends Paid: On Preferred Shares— At rate of 7% per annum, for 1936. Participating Dividend of 95 cents in respect of the year 1935.	\$ 665,695.22 85,500.00 751,195.22	367,200.00 2,035,547.86 42,025.94 1,993,521.92 1,397,103.90 3,390,625.82

Statement showing the amount of Earned Surplus as at December 31, 1936, available for distribution as a Participating Dividend on the 7% Cumulative Participating Preferred Stock.

Amount of Earned Surplus as at December 31, 1935, which was subject to payment of a Participating Dividend of 10%, when declared	\$ 855,647.86
DEDUCT:	
Earned Surplus on which a Participating Dividend of \$85,500.00 was paid on March 31, 1936	855,000.00
	647.86
Add:	
Net Profit for the year 1936, after providing for Interest and Sinking Fund re Income Funding Rights, per attached Statement of Income and Expenditure.	1,397,103.90
	1,397,751.76
DEDUCT:	
Net charges to Earned Surplus Account in 1936 in respect of Income and other taxes of prior years \$ 42,025.94 Dividends (other than Participating Dividends) paid	
on Preferred Shares in 1936	707,721.16
Amount of Earned Surplus as at December 31, 1936,	
which is subject to payment of a Participating Dividend of 10%, when declared	\$ 690,030.60

AUDITORS' CERTIFICATE

February 15, 1937.

Canadian Celanese Limited, Montreal.

We have examined the books of account and financial records of Canadian Celanese Limited for the year ended December 31, 1936, and have obtained all the information and explanations we have required.

As at December 31, 1936, the Reserve for Amortization of Patents and Processes was increased by an amount of \$63,372.64 which was appropriated by the Directors of the Company from the Reserve for Contingencies, Unascertained Charges, etc.

We certify that, in our opinion, the attached Balance Sheet and relative Statement of Income and Expenditure and Earned Surplus Account present a true and correct statement of the financial position of the Company as at December 31, 1936, and the result from operations for the year ended that date, according to the best of our information and the explanations given to us and as shown by the books of the Company.

There is attached a Statement showing the amount of Earned Surplus as at December 31, 1936, available for distribution as a Participating Dividend on the Preferred Stock; we certify that, in our opinion, this Statement is correct.

P. S. Ross & Sons,

Chartered Accountants.



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