

present conditions, action must be left to your officers to deal with such unusual questions as may arise as they see fit. As it is often the case, we have no opportunity to call a meeting and get authority for action: within the limited time we have for action.

As stated to this meeting a year ago, this Company had made very large purchases in the country, at what proved to be the lowest prices paid by any one for tobacco of similar grade and quality, and due to these purchases, we have been able to fill our contracts and meet all of our obligations from our standpoint and we believe we will be able to sustain our position in this question; although it is only right to state that some of our customers do not take this same view and claim we are still short of our contracts to some extent. We do not think it is necessary to go into details on this question either, as we had the same claims during the past year, which if they had been sustained, would have resulted seriously to this Company, but we were able to maintain our position and to secure an acceptance of our action, and a release from further claims on 1916 business. We have no doubt but what the same thing will be the case in 1917 business, as our position is very much stronger than it was on 1916 business. These claims are unquestionably the result of the misunderstanding by our foreign customers either

through lack of information furnished them by their Agents, or an improper translation of this information. However we anticipate no serious trouble on this ground and do not think it is necessary to further consider this question.

As anticipated in our last report, serious trouble did arise in securing our deliveries from the country and indirectly we had to resort to the courts for the enforcement of our contracts. We are glad to say we were sustained at every point by the courts, but even with this, it resulted in considerable additional expense to secure our deliveries. The principal loss we have had this past season has been due to the fact that 1,600,000 lbs which we bought in the country last year was delivered to us in what is known as very "high" order and we were compelled to accept this tobacco in this order notwithstanding our contracts called for good order, as the farmers were most anxious for us to refuse to receive tobacco as he could get from \$3.00 to \$4.50 per 100 lbs more in the open market. Naturally, we could not afford, having our contracts, to allow this tobacco get away from us, consequently our loss in weight due to this high condition has been the greatest ever known and so great that it could not have been provided against in our quotations.

Experience has taught us a 10%

allowance for loss in weight was sufficient to cover all losses in the handling of our tobacco from the farmer to delivery to our customers, this past year a careful calculation shows we had a loss of $14\frac{1}{2}\%$ and when you consider the very high price of tobacco, it is easy to see what this has meant to us.

We do not wish the Stockholders to think we had not foreseen difficulties of this sort and provided as well as possible against same, as in making our contracts, added to our margin of profit, we figured sufficiently high to cover any trouble of this kind as well as any other advances which might occur, but the abnormal conditions which have prevailed and necessity of replacing with tobacco at market value this extra loss in weight proved that this margin was not sufficient and consequently our profit has been materially decreased. In addition to this loss, due to the great scarcity of labor and demand from other places taking labor away from the South, caused our labor costs to advance practically 60%. We have also had material advances in material, and everything else over 100%.

We cite especially our coal contract, where we had a contract with supposedly good people for \$2¹⁰ per ton. In February of 1917 these people came to us and told us they were insolvent, ~~and~~ if proceedings were taken against them, and they could

not comply with their contract, but would be willing to furnish our coal at cost to them and keep us supplied. Investigation proved this to be true and also showed it was more than probable, we could not sustain a contract under the then existing conditions, consequently our coal the past year for most of the time cost us \$5²⁵ per ton as against our contract of \$2¹⁰. We simply cite these as some of the difficulties which have had to be met.

When this country entered the war in April, our Junior, Collis O. Campbell, who occupied the position of Assistant to President, forth our consent immediately offered his services to the Country, entering the training camp at Fort Benjamin Harrison and we think in justice to him, it should be a matter of record, that he secured a commission as Major in the United States Army, being reported the youngest Major in the service. We believe this Company has a right to feel proud of his record and also that it ~~is~~ has contributed to this extent at least to the conduct of the War. Your directors felt it only fair to continue his salary during this period of preparation and consequently he was paid his salary to September 1st, about which time he went into active service and could depend

on his pay from the Government.

We think it only fair to our people to add that practically everyone in our employ was not only willing but desirous of doing what they could for their country, but no other volunteers took place at the request of your President, as we believed their value was greater in the work they were then doing than their immediate enlistment. However we may state that several of our men were called by the draft, and one of our foreman, Mr. Wayne Davis, is now in the Army, while one of our other foreman was rejected, although responding to the call and we lost another of our foreman through physical disability. This naturally has caused considerable disturbance in our organization, but we have been able to meet this fairly well and just at present have a fairly effective organization, which we trust will hold, although it is possible we will lose men in the second draft.

In addition to these troubles which we have had to contend with in the securing of our stock and preparing of same, we had to meet exceptional difficulties to secure deliveries and we no longer are able to do what we desire, but can only do what the Government will permit us and consequently cannot say with any definiteness what we can do.

Your President has made many trips East

and had many consultations with the Transportation Authorities and we believe that as a result, we have succeeded in securing a larger percentage of deliveries than any other Company in this business and in fact we have practically succeeded in delivering everything which we had prepared or contracted for except 184,418 lbs, which we can deliver as soon as shipping permits can be secured. This will clean up completely our business of 1917 and means the statement which we lay before you can be taken as an exact statement of the condition of this Company.

We may say that it has not been found possible for a trip to be made to Europe this year and our future business had to be taken up by correspondence. We are glad to say our friends abroad have appreciated the position and have shown their confidence in us by renewing their orders for this next ~~next~~ season on the basis of the past season's work, with instructions to buy a certain percentage of the order immediately, which in one case is 50% and in another 33 $\frac{1}{3}$ % at best price possible and as our judgment dictates.

It is exceedingly gratifying to know we have the confidence of our customers to this extent and will do our best to justify

this confidence.

In accordance with these instructions we have now bought in the country in round figures about 800,000 lbs at an average of \$4.83 per 100 lbs. The information we can get would indicate we have again made a very reasonable purchase and consequently should supply our customers on basis that will allow successful competition on their part.

Our customers have been advised fully of this action and have been asked to confirm same, as this amount will only cover about three-fifths of what we were instructed to buy as we saw fit. We did not increase our purchase, notwithstanding these instructions, as in the past two weeks the situation has become very uncertain and there is a lower tendency of values, with increasing difficulties in shipment. We feel under such conditions, it is wise to stop our buying and await further developments and possibly lower prices. We may also state that in figuring our prices to our customers this year, we have again attempted with experience of the past season, to protect every possible question that may arise and leave us with our agreed profit.

To accomplish this, has caused us to make an average advance over our last year's prices of about \$7.50 per 100 lbs and we admit we are rather anxious to see what effect this will have on the business before going too far.

with our buying.

We have written the above in detail so it may be a matter of record and possibly of benefit in the future.

Early in the year, your officers appreciated that our profits would be very small, and as their salaries had been based on their dividends rather than a just salary for work performed, your President believed it was only fair and just to them that their salaries should be increased in line with other increases we had been compelled to allow to our working force, and consequently under his instruction such increases became effective September 1st. It was impossible to get a meeting of the Board of Directors to pass on this, but this action was subsequently confirmed by the Board of Directors.

We believe this is all that is necessary to put in our report with the exception of the different statements, which are herewith attached.

In conclusion will say the Assets of this Company now show the amount of \$129,793.⁹⁸ and Liabilities \$123068.⁹⁶, showing a Net Gain for year 1917 of \$6,725.⁰².

Naturally, such a small earning must be a serious disappointment to you, at the same time a very careful consideration does not show any cause for alarm, but on the other hand, we believe is rather encouraging.

ing, as our Undivided Profit Account has not been reduced and the balance is on the right side of the ledger, notwithstanding the many and serious difficulties we have had to meet this past year, which could not have been foreseen under existing conditions and consequently provided against.

Preferred Dividends have been paid when due and we have no outstanding obligations with the exception of our Bills Payable account, current bills for December and personal accounts of officers and employees.

You may also state, as it is well known to you, the earnings may be increased or decreased by an inventory and we have been very careful in taking our inventory to take it at what we believe to be a fair but conservative figure, so you may take these statements as a safe statement of our condition.

I would recommend out of the earnings of the past year, a dividend of 20% on the Common Stock be paid to those stockholders of record December 31st - 1917.

Respectfully submitted,
C.D.Campbell
President

On motion all of the acts of the Officers and Board of Directors for the year 1917 were ratified and approved, including payment of dividend on Preferred Stock.

In motion the stockholders entered into an election of directors to serve during the ensuing year. The following received 310 votes each, all that were present at the meeting and were declared elected:

Eug. Campbell
Jarena Dallam
Frank Sutton

In motion the stockholders adjourned

Approved
July 12th 1819
Frank Sutton
Acting Secy

January 14-1918.

Directors Meeting of Campbell & Cummings Co., Inc.

All of the Directors of the Campbell & Cummings Co., Inc., being present in person, the meeting was called to order by the President, Mr. C. D. Campbell.

On motion Mr. Sutton was elected Secretary of the Meeting and an election of Officers entered into.

On motion of Mr. Hallam, Mr. C. D. Campbell was re-elected President of the Company to serve during the ensuing year at an annual salary of Six Thousand Dollars (\$6000.00).

On motion of Mr. Hallam, Mr. Frank Sutton was re-elected General Manager and Treasurer of the Company, to serve during the ensuing year at an annual salary of Thirty-six Hundred Dollars (\$3600.00).

On motion of Mr. Hallam, Miss Alice P. Holt was re-elected Secretary of the Company to serve during the ensuing year, at an annual salary of Nine Hundred Dollars (\$900.00).

On motion of Mr. Sutton, Mr. Clarence Hallam was elected Attorney of the Company to serve during the ensuing year at an annual salary of Three Hundred Sixty Dollars (\$360.00).

The President submitted a report of the condition of the Company, showing a Net Gain for the year 1917 of \$6725⁰² and an

Undivided Profit from the earnings of
previous years of \$19667.¹⁷ or a total Undivided
Profit on December 31, 1917 of \$26,392¹⁹. and on
motion, his recommendation that a Cash
Dividend of 20% be paid to Common Stockholders
of record December 31, 1917, was adopted.

In motion the Directors adjourned.

Approved January 13/19
Frank Luther
Secretary

January 13, 1919.

Directors' Meeting of Campbell & Cummings Co., Inc.

A regular meeting of the Board of Directors of the Campbell & Cummings Co., Incorporated, held this day, January 13, 1919, at the office of the Company, 1114 West Liberty St., Louisville, Ky., all of the Directors being present in person.

The minutes of the two regular meetings held January 14, 1918, were read and approved.

The President submitted a statement showing Inventory on December 31, 1918, of \$61,303.94, and Balance Sheet showing net earnings for the year 1918, of \$15,847.41, and Undivided Profit for earnings of previous years of \$19,988.76, or a total Undivided Profit on December 31, 1918, of \$35,836.17.

The President reported that the Company had purchased an additional \$10,000 of Liberty Bonds during the year 1918, making a total of \$15,000 Liberty Bonds now held by the Company. The President also reported a Bills Payable account on December 31, 1918 of \$40,000, all as shown in Balance Sheet.

On motion the President's report was received and filed.

The President recommended that a Dividend of 25% payable in Common Stock of the Company be paid to Common Stockholders of record Dec. 31, 1918, said Dividend to be payable July 1, 1919.

On motion a Dividend of 25%, payable

in Common Stock of the Company, was declared to Common Stockholders of record December 31, 1918, said Dividend to be payable July 1, 1919.

On motion the Directors adjourned.

Approved May 12 1920
Frank Batten
Secretary

Directors Meeting of Campbell & Cummings Co., Inc.

January 13, 1919.

All of the Directors of the Campbell & Cummings Co., Incorporated, being present in person, the meeting was called to order by the President, Mr. Campbell.

On motion Mr. Frank Sutton was elected Secretary of the meeting and an election of Officers entered into.

On motion of Mr. Clarence Dallam, Mr. C.D. Campbell was re-elected President of the Company, to serve during the ensuing year at a salary of \$7200 per annum.

On motion of Mr. Clarence Dallam, Mr. Frank Sutton was re-elected General Manager and Treasurer of the Company, to serve during the ensuing year at a salary of \$4500 per annum.

On motion of Mr. Clarence Dallam, Miss Alice R. Kolb was re-elected Secretary of the Company to serve during the ensuing year at a monthly salary of \$100.

On motion of Mr. C.D. Campbell, Mr. Clarence Dallam was re-appointed attorney of the Company, to serve during the ensuing year at a salary of \$480 per annum.

The President submitted a report of the condition of the Company, showing a net gain for the year 1918 of \$15,847.41 and an undivided Profit from the earnings of previous years of \$19,988.76, or a total undivided Profit for December 31, 1918 of \$35,836.17, and on motion his recommendation that a Common Stock Dividend of 25% be paid on

July 1, 1919 to Common Stockholders of record
December 31, 1918, was adopted.

The President then recommended that as the
\$8000 of Common Stock unissued would be the
exact amount required to pay the 25% stock
Dividend declared, this Common stock should
be issued July 1st in payment of said Dividend,
and on motion the President's recommenda-
tion was adopted.

On motion the Directors adjourned.

Ap 11, 1920 Approved June 12, 1920
Frank Luther
Attinger

February 27, 1919.

A called meeting of the Board of Directors of the Campbell & Cummings Co., Incorporated, was held this day, February 27, 1919, at the office of the Company, 1114 West Liberty St., Louisville, Ky., with C. D. Campbell, Clarence Dallam and Frank Sutton present, these being all of the Board of Directors.

The reading of the minutes of the previous meeting was waived until the next regular meeting of the Board of Directors.

The Directors were advised of the resignation of Miss Alice R. Koll as Secretary of the Company said resignation to take effect March 1, 1919, due to her intended marriage and removal from Louisville.

On motion the resignation of Miss Alice R. Koll, to take effect March 1, 1919, was accepted with regret.

In motion Mr. C. O. Campbell was elected Secretary of the Company, at a salary of \$2000 per annum.

The President was instructed to notify the Banks and interested parties of the appointment of Mr. C. O. Campbell as Secretary of the Company with authority to countersign, as provided in the By-Laws of the Company.

There being no further business, on motion the Directors adjourned.

Approved Jan 12, 1920
Frank Sutton
Action from

October 7, 1919.

Stockholders Meeting - Campbell & Cummings Co. Inc.

A call meeting of the Stockholders of the Campbell & Cummings Co., Incorporated, was held this day October 7, 1919, at the office of the Company, 1114 West Liberty Street, Louisville, Ky., at which were present the holders of a majority of stock issued.

The meeting adjourned to
October 7, 1919.

Approved Jan 12, 1920

John Butler
Acting Pres.

October 2, 1919.

Stockholders' Meeting - Campbell & Cummings Co. Inc.

A meeting of Stockholders of the Campbell & Cummings Co., Incorporated, adjourned from October 1, 1919, was held this day, October 2, 1919 at the office of the Company, 1114 West Liberty Street, Louisville, Ky., at which all Stockholders were present in person or by proxy.

On motion the following resolution was unanimously adopted:

Resolved, That the President and Board of Directors be requested and authorized to have an amended Articles of Incorporation executed, changing the name of the corporation from Campbell & Cummings Co. to Campbell Company.

Also that Section 4 of the Articles of Incorporation be amended by increasing the preferred stock from \$40,000 to \$100,000, being divided into 1000 shares of \$100 each par value, and that the common stock of said corporation be increased from \$40,000 to \$100,000, being 1000 shares at \$100 each par value, so that Section 4 of said Articles of Incorporation shall read as follows:-

Section 4. The amount of its capital stock shall be \$200,000 divided into two thousand (2,000) shares of \$100 each par value, of which stock one thousand (1,000) shares of \$100 each par value shall be preferred and non-voting stock, and that \$100,000 shall be common stock divided

into one thousand (1,000) shares of \$100 each."

The President submitted a subscription list for \$20,000 preferred and \$10,000 common stock, which subscription list is in words and figures as follows:-

"We, the undersigned, do hereby subscribe for the number of shares of stock of Campbell Company set opposite our name, and agree to pay for same at par when and as called for by the Board of Directors of the Company.

C. D. Campbell	700 shares	Preferred
C. D. Campbell	72 "	Common
Frank Sutton	15 "	"
Clarence Dallam	8 "	"
C. D. Campbell	5 "	"

On motion the subscription list was approved by the Stockholders.

On motion the Stockholders adjourned.

Op. 11th Approved Jan 12, 1920.

Frank Sutton
Acting Pres.

October 2, 1919.

Directors' Meeting - Campbell & Cummings Co. Inc.

A meeting of Directors of Campbell & Cummings Co., Incorporated, was held this day October 2, 1919, at the office of the Company, 1114 West Liberty Street, Louisville, Ky., all of the Directors being present in person.

The Stockholders' amendment of the Articles of Incorporation was approved, and the Directors authorized amendments as follows:

Section 1 shall read: "The name of the Corporation shall be Campbell Company."

Section 4 shall read: "The amount of its capital stock shall be \$200,000 divided into two thousand (2,000) shares of \$100 each par value, of which stock one thousand (1,000) shares of \$100 each par value shall be preferred and non-voting stock, and \$100,000 shall be common stock divided into one thousand (1,000) shares at \$100 each par value."

The Directors also ratified the action of the Stockholders in approving and ratifying the subscription list set out in minutes of Stockholders' meeting, and the Directors also approved and ratified the subscription list.

On motion the Directors adjourned.

Approved Jan 12, 1920



October 23, 1919.

Directors Meeting - Campbell Company, Inc.

A call meeting of ^{Directors of} Campbell Company, Incorporated, was held this day, October 23, 1919, at the office of the Company, 1114 West Liberty Street, Louisville, Ky., with C. D. Campbell, Clarence Dallam, and Frank Sutton present, these being all of the Board of Directors.

The reading of unapproved minutes of previous meetings was waived until the next regular meeting of the Board of Directors.

On motion of Mr. Dallam, seconded by Mr. Sutton, it was

Resolved, That the President, General Manager, Treasurer and Secretary of this Company, and each of them for any factory for the handling of tobacco in any form now operated, or which may hereafter be established by this Company within the United States, be, and they are hereby, severally authorized to sign the name of this Company as principal to any and all Bond, or Bonds, of Dealers in Leaf Tobacco, Manufacturers of Tobacco, and Exporters of Tobacco, and to affix this Company's corporate seal thereto and to sign and swear to all Revenue returns and Inventories of this Company for any such factories, and to do all things which are or may be required of this Company.

by and under the United States Internal Revenue Laws for the transaction of its business at such factories.

On motion the Directors adjourned.

Approved January 12, 1920
Frank Luther
Secretary

November 14, 1919
Directors Meeting of Campbell Company, Incorporated.

A call meeting of the Directors of Campbell Company, Incorporated, was held this day at the office of the Company, 1114 West Liberty Street, Louisville, Ky., all the Directors being present.

The reading of unapproved minutes of previous meetings was waived.

The President stated that the object of the meeting was the desirability of declaring a Common Stock Dividend and recommended that a Dividend of 25% payable in the Common Stock of the Company be declared to the Common stockholders of record this day.

On motion unanimously carried, a Dividend of 25% payable in Common Stock of the Company was declared to Common Stockholders of record Nov. 14, 1919, said Dividend to be payable at once.

On motion the Directors adjourned.

Approved January 12, 1920
Frank Luther
Secretary

January 12, 1920.

Directors' Meeting of Campbell Company, Incorporated.

A regular meeting of the Board of Directors of Campbell Company, Incorporated, held this day January 12, 1920, at the office of the Company, 1114 W. Liberty St., Louisville, Ky., all of the Directors being present in person.

The minutes of the two regular meetings held January 13, 1919 were read and approved. The minutes of the special meetings held on February 27, 1919, October 2, 1919, and October 23, 1919, and November 14, 1919, were also read and approved.

The President submitted a statement showing Inventory on December 31, 1919 of \$76,505.44, and Balance Sheet showing net earnings for the year 1919 of \$48,884⁰⁰, and Undivided Profit from earnings of previous years of \$17,703⁶⁷, or a total Undivided Profit on December 31, 1919 of \$66,587⁶⁷.

The President reported the Company had purchased an additional \$2000⁰⁰ of Liberty Bonds during the year 1919, making a total of \$17,000⁰⁰ of Liberty Bonds now held by the Company.

The President recommended that a Dividend of 50% in quarterly installments of 12½% be paid to Common stockholders of record at time such installments are due.

On motion a Dividend of 50% payable 12½% January 15, 1920; 12½% April 15, 1920; 12% July 15, 1920,

and 12½% October 15, 1920, was declared, payable to stockholders of record at time such installments are due.

On motion a dividend of 7% was declared to Preferred Stockholders, 3½% payable January 1920, and 3½% July 1920, to Preferred Stockholders of record at time such payments are due.

On motion the Directors adjourned.

Approved July 10, 1920
Frank C. Cutler
Acting Presy