

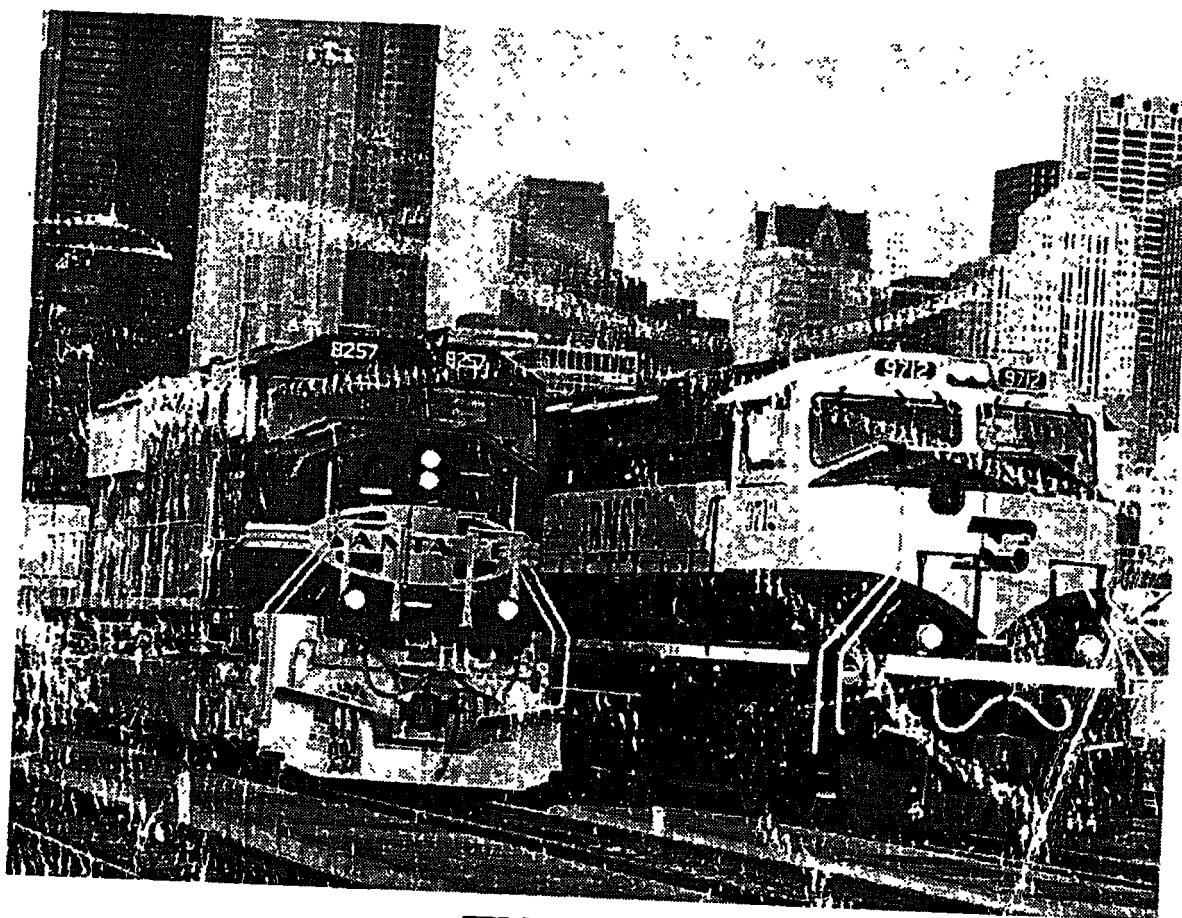
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APPROVED BY OMB
2140-0009
EXPIRES 08/30/97

Class I Railroad Annual Report

The Burlington Northern and Santa Fe Railway Company
Leased Lines and Wholly-Owned Subsidiaries
1700 East Golf Road
Schaumburg, IL 60173



BNSF



To The
Surface Transportation Board
For the Year Ending December 31, 1996

NOTICE

1. This report is required for every class I railroad operating within the United States. Three copies of this Annual Report should be completed. Two of the copies must be filed with the Surface Transportation Board, Office of Economics, Environmental Analysis, and Administration, The Mercury Building, 1925 K St. N.W., Suite 500, Washington, DC 20423, by March 31 of the year following that for which the report is made. One copy should be retained by the carrier.
2. Every inquiry must be definitely answered. Where the word "none" truly and completely states the fact, it should be given as the answer. If any inquiry is inapplicable, the words "not applicable" should be used.
3. Wherever the space provided in the schedules is insufficient to permit a full and complete statement of the requested information, inserts should be prepared and appropriately identified by the number of the schedule.
4. All entries should be made in a permanent black ink or typed. Those of a contrary character must be indicated in parenthesis. Items of an unusual character must be indicated by appropriate symbols and explained in footnotes.
5. Money items, except averages, throughout the annual report form should be shown in thousands of dollars adjusted to accord with footings. Totals for amounts reported in subsidiary accounts included in supporting schedules must be in agreement with related primary accounts. For purposes of rounding, amounts of \$500 but less than \$1,000 should be raised to the nearest thousand dollars, and amounts of less than \$500 should be lowered.
6. Except where the context clearly indicates some other meaning, the following terms when used in this Form have the following meanings
 - (a) Board means *Surface Transportation Board*
 - (b) Respondent means *the person or corporation in whose behalf the report is made.*
 - (c) Year means *the year ended December 31 for which the report is being made.*
 - (d) Close of the Year means *the close of business on December 31 for the year in which the report is being made.* If the report is made for a shorter period than one year, it means *the close of the period covered by the report*
 - (e) Beginning of the Year means *the beginning of business on January 1 of the year for which the report is being made.* If the report is made for a shorter period than one year, it means *the beginning of that period*
 - (f) Preceding Year means *the year ended December 31 of the year preceding the year for which the report is made*
 - (g) The Uniform System of Accounts for Railroad Companies means *the system of accounts in Part 1201 of Title 49, Code of Federal Regulations, as amended.*
- 7 The ICC Termination Act of 1995 abolished the Interstate Commerce Commission and replaced it with the Surface Transportation Board. Any references to the Interstate Commerce Commission or Commission contained in this report refer to the Surface Transportation Board.
- 8 Any references to the Bureau of Accounts or the Office of Economics contained in this report refer to the Office of Economics, Environmental Analysis, and Administration of the Surface Transportation Board

For Index, See Back of Form

OFFICE OF ECONOMICS
RAIL COSTING SECTION

APR 3 3 32 PM '97

RECEIVED
SURFACE TRANSPORTATION
BOARD

ANNUAL REPORT

OF

THE BURLINGTON NORTHERN AND SANTA FE RAILWAY COMPANY

TO THE

SURFACE TRANSPORTATION BOARD

FOR THE

YEAR ENDED DECEMBER 31, 1996

Name, official title, telephone number, and office address of officer in charge of correspondence with the Board regarding this report.

(Name) Thomas N. Hund (Title) Vice President, Controller and Chief Accounting Officer

(Telephone number) (847) 995-6001
(Area code) (Telephone number)

(Office address) 1700 E. Golf Road, 3rd Floor, Schaumburg, IL 60173
(Street and number, City, State, and ZIP code)

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SPECIAL NOTICE

Docket No. 38559 Railroad Classification Index, (ICC served January 20, 1983), modified the reporting requirements for Class II, Class III and all Switching and Terminal Companies. These carriers will notify the Board only if the calculation results in a different revenue level than its current classification.

The dark borders on the schedules represents data that are captured by the Board.

It is estimated that an average of 800 burden hours per response are required to complete this collection of information. This estimate includes time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Comments concerning the accuracy of this burden estimate or suggestions for reducing this burden should be directed to the Office of the Secretary, Surface Transportation Board, and the Office of Information and Regulatory Affairs, Office of Management and Budget.

A. SCHEDULES OMITTED BY RESPONDENT

1. The respondent, at its option, may omit pages from this report provided there is nothing to report or the schedules are not applicable
2. Show below the pages excluded and indicate the schedule number and title in the space provided below.
3. If no schedules were omitted indicate "NONE."

Page	Schedule No.	Title
		NONE

B. IDENTITY OF RESPONDENT

Answers to the questions asked should be made in full, without reference to data returned on the corresponding page of previous reports. In case any changes of the nature referred to under Inquiry 4 on this page have taken place during the year covered by this report, they should be explained in full detail.

1. Give the exact name of the respondent in full. Use the words, "The" and "Company" only when they are parts of the corporate name. Be careful to distinguish between railroad and railway. The corporate name should be given uniformly throughout the report, notably on the cover, on the title page, and in the "Verification." If the report is made by receivers, trustees, a committee of bondholders, or individuals otherwise in possession of the property, state names and facts with precision. If the report is for a consolidated group, pursuant to Special Permission from the Board, indicate such fact on line 1 below and list the consolidated group on page 4.

2. If incorporated under a special charter, give date of passage of the act; if under a general law, give date of filing certificate of organization; if a reorganization has been effected, give date of reorganization. If a receivership or other trust, also give date when such receivership or other possession began. If a partnership, give date of formation and also names in full of present partners.

3. State the occasion for the reorganization, whether by reason of foreclosure of mortgage or otherwise, according to the fact. Give date of organization of original corporation and refer to laws under which organized.

1. Exact Name of common carrier making this report:

The Burlington Northern and Santa Fe Railway Company

2. Date of incorporation:

See line 4 below.

3. Under laws of what Government, State or Territory organized? If more than one, name all. If in bankruptcy, give court of jurisdiction and dates of beginning of receivership and of appointment of receivers or trustees:

Organized under the provisions of the General Corporation Law of the State of Delaware.

4. If the respondent was reorganized during the year, involved in a consolidation or merger, or conducted its business under a different name, give full particulars:

Incorporated on January 12, 1961, under the name Great Northern Pacific and Burlington Lines, Inc. under the laws of the State of Delaware

On May 14, 1981, the company name was changed to Burlington Northern Railroad Company. On December 31, 1996, The Atchison, Topeka

and Santa Fe Railway Company merged with and into the Burlington Northern Railroad Company ("the Merger") and subsequently the name was

changed to The Burlington Northern and Santa Fe Railway Company. Information included herein reflects the Merger as if it occurred on

December 31, 1995. Additionally, 1995 comparative information is shown on a combined basis. See Notes to Schedule 200 for further information.

STOCKHOLDERS' REPORTS

5. The respondent is required to send the Office of Economic and Environmental Analysis, immediately upon preparation, two copies of its latest annual report to stockholders.

Check appropriate box:

() Two copies are attached to this report.

() Two copies will be submitted on: _____

(date)

(X) No annual report to stockholders is prepared.

Two copies of the Burlington Northern Santa Fe Corporation Annual Report to Stockholders are attached.

Two copies of BNSF Railway SEC Form 10-K are attached.

C. VOTING POWERS AND ELECTIONS

1. State the par value of each share of stock: Common \$1.00 per share; first preferred, \$ N/A per share; second preferred,

\$ N/A per share; debenture stock, \$ N/A per share

2. State whether or not each share of stock has the right to one vote; if not, give full particulars in a footnote ☒ Yes ☐ No

3. Are voting rights proportional to holdings? ☒ Yes ☐ No. If not, state in a footnote the relation between holdings and corresponding voting rights

4. Are voting rights attached to any securities other than stock? ☐ Yes ☒ No. If yes, name in a footnote each security, other than stock, to which voting rights are attached (as of the close of the year), and state in detail the relation between holdings and corresponding voting rights, indicating whether voting rights are actual or contingent and, if contingent, showing the contingency

5. Has any class or issue of securities any special privileges in the election of directors, trustees, or managers, or in the determination of corporate action by any method?

☐ Yes ☒ No. If yes, describe fully in a footnote each such class or issue and give a succinct statement showing clearly the character and extent of such privileges

6. Give the date of the latest closing of the stock book prior to the actual filing of this report, and state the purpose of such closing

Stock books not closed and not required to be closed.

7. State the total voting power of all security holders of the respondent at the date of such closing, if within one year of the date of such filing, if not, state as of the close of the year 1,000 votes as of December 31, 1996.

8. State the total number of stockholders of record, as of the date shown in answer to Inquiry 7 One (1) stockholder.

9. Give the names of 30 security holders of the respondent who, at the date of the latest closing of the stock book or compilation of the list of stockholders of the respondent (if within 1 year prior to the actual filing of this report), had the highest voting powers in the respondent, showing for each his or her address, the number of votes he or she would have had a right to cast on that date had a meeting then been in order, and the classification of the number of votes to which he or she was entitled, with respect to securities held by him or her, such securities being classified as common stock, second preferred stock, first preferred stock, and other securities (stating in a footnote the names of such other securities, if any). If any such holder held in trust, give (in a footnote) the particulars of the trust. In the case of voting trust agreements, give as supplemental information the names and addresses of the 30 largest holders of the voting trust certificates and the amount of their individual holdings. If the stock book was not closed or the list of stockholders compiled within such year, show such 30 security holders as of the close of the year.

Line No	Name of Security Holder (a)	Address of Security Holder (b)	Number of Votes to Which Security Holder Was Entitled (c)	Number of Votes, Classified With Respect to Securities on Which Based			Line No
				Stock			
				Common (d)	Second (e)	First (f)	
1	Santa Fe Pacific Corporation	2650 Lou Menk Drive	1,000	1,000			1
2		Fort Worth, TX 76131-2830					2
3							3
4							4
5							5
6							6
7							7
8							8
9							9
10							10
11							11
12							12
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20							20
21							21
22							22
23							23
24							24
25							25
26							26
27							27
28							28
29							29
30							30

C. VOTING POWERS AND ELECTIONS - Continued

10. State the total number of votes cast at the latest general meeting for the election of directors of the respondent

_____ votes cast

11. Give the date of such meeting: _____

12. Give the place of such meeting: _____

NOTES AND REMARKS

- On December 31, 1996, The Atchison, Topeka and Santa Fe Railway Company ("ATSF") merged with and into Burlington Northern Railroad Company ("BNRR") and BNRR the surviving entity in the merger, changed its name to The Burlington Northern and Santa Fe Railway Company ("BNSF Railway"). Additionally, on December 30, 1996, Burlington Northern Inc. ("BNI") merged with and into Santa Fe Pacific Corporation ("SFP") and SFP, being the owner of all of the issued and outstanding shares of stock of both ATSF and BNRR, executed a consent, pursuant to Section 228(a) of the General Corporation Law of the State of Delaware, approving and authorizing the Agreement and Plan of Merger between ATSF and BNRR, which Agreement specified the officers of BNSF Railway following the merger of ATSF with and into BNRR. As information BNI was the former parent of BNRR and SFP was the former parent of ATSF.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - ASSETS

(Dollars in Thousands)

Line No.	Cross Check	Account	Title (a)	Balance at close of year (b)	Balance at beginning of year (c)	Line No.
Current Assets						
1		701	Cash	91,787	51,021	1
2		702	Temporary Cash Investments	2,707	2,706	2
3		703	Special Deposits	0	8,116	3
			Accounts Receivable			
4		704	-Loan and Notes	0	473	4
5		705	-Interline and Other Balances	98,054	64,101	5
6		706	-Customers	283,110	343,151	6
7		707	-Other	62,020	68,182	7
8		709, 708	-Accrued Accounts Receivable	362,511	253,130	8
9		708.5	-Receivables from Affiliated Companies	68,395	7,310	9
10		709.5	-Less: Allowances for Uncollectible Accounts	(57,018)	(50,606)	10
11		710, 711, 714	Working Funds Prepayments Deferred Income Tax Debits	305,691	336,347	11
12		712	Materials and Supplies	222,187	220,113	12
13		713	Other Current Assets	30,479	15,149	13
14			TOTAL CURRENT ASSETS	1,469,923	1,319,193	14
Other Assets						
15		715, 716, 717	Special Funds	15,807	10,965	15
16		721, 721.5	Investments and Advances Affiliated Companies (Schedule 310 and 310A)	714,602	844,369	16
17		722, 723	Other Investments and Advances	26,531	49,353	17
18		724	Allowances for Net Unrealized Loss on Noncurrent Marketable Equity Securities-Cr.			18
19		737, 738	Property Used in Other Than Carrier Operation (Less Depreciation) \$ (3,652)	84,610	85,603	19
20		739, 741	Other Assets	6,835	11,317	20
21		743	Other Deferred Debits	323,788	279,927	21
22		744	Accumulated Deferred Income Tax Debits			22
23			TOTAL OTHER ASSETS	1,172,173	1,281,534	23
Road and Equipment						
24		731, 732	Road (Schedule 330) L-30 Column h & b	17,685,302	16,491,472	24
25		731, 732	Equipment (Schedule 330) L-39 Column h & b	3,226,483	2,913,972	25
26		731, 732	Unallocated Items	469,491	255,681	26
27		733, 735	Accumulated Depreciation and Amortization (Schedules 335, 342, 351)	(4,301,600)	(4,164,075)	27
28			Net Road and Equipment	17,079,676	15,497,050	28
29			TOTAL ASSETS	19,721,772	18,097,777	29

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - LIABILITIES AND SHAREHOLDERS' EQUITY
(Dollars in Thousands)

Line No.	Cross Check	Account	Title (a)	Balance at close of year (b)	Balance at begin ning of year (c)	Line No.
Current Liabilities						
30	751		Loans and Notes Payable			30
31	752		Accounts Payable; Interline and Other Balances	59,486	38,472	31
32	753		Audited Accounts and Wages	275,918	256,721	32
33	754		Other Accounts Payable	48,475	32,869	33
34	755, 756		Interest and Dividends Payable	21,254	29,294	34
35	757		Payables to Affiliated Companies	186,640	14,521	35
36	759		Accrued Accounts Payable	1,509,347	1,666,483	36
37	760,761,761.5,762		Taxes Accrued	285,177	153,490	37
38	763		Other Current Liabilities	94,042	97,298	38
39	764		Equipment Obligations and Other Long-Term Debt due Within One Year	157,313	73,148	39
40			TOTAL CURRENT LIABILITIES	2,637,652	2,362,296	40
Non-Current Liabilities						
41	765,767		Funded Debt Unmatured	525,082	835,555	41
42	766		Equipment Obligations	384,947	403,964	42
43	766.5		Capitalized Lease Obligations	374,229	141,994	43
44	768		Debt in Default			44
45	769		Accounts Payable; Affiliated Companies	456	109	45
46	770.1,770.2		Unamortized Debt Premium	(41,360)	(44,720)	46
47	781		Interest in Default			47
48	783		Def. Revenues-Transfers from Gov. Authorities	31,188	23,551	48
49	786		Accumulated Deferred Income Tax Credits	4,472,476	4,015,351	49
50	771,772,774,775, 782,784		Other Long-Term Liabilities and Deferred Credits	1,935,288	1,970,180	50
51			TOTAL NON-CURRENT LIABILITIES	7,682,306	7,345,984	51
Shareholders' Equity						
52	791,792		Total Capital Stock: (Schedule 230, lines 53 & 54)	1	951,639	52
53			Common Stock	1	951,640	53
54			Preferred Stock			54
55			Discount on Capital Stock			55
56	794,795		Additional Capital (Schedule 230)	6,491,823	5,540,184	56
57	797		Retained Earnings: Appropriated			57
58	798		Unappropriated (Schedule 220)	2,909,990	1,897,673	58
59	798.1		Net Unrealized Loss on Noncurrent Marketable Equity Securities			59
60	798.5		Less Treasury Stock			60
61			NET SHAREHOLDERS' EQUITY	9,401,814	8,389,497	61
62			TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	19,721,772	18,097,777	62

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES
(Dollars in Thousands)

The notes listed below are provided to disclose supplementary information on matters which have an important effect on the financial condition of the carrier. The carrier shall give the particulars called for herein and where there is nothing to report, insert the word "none"; and in addition thereto shall enter in separate notes with suitable particulars other matters involving material amounts of the character commonly disclosed in financial statements under generally accepted accounting and reporting principles, except as shown in other schedules. This includes statements explaining (1) service interruption insurance policies and indicating the amount of indemnity to which respondent will be entitled for work stoppage losses and the maximum amount of additional premium respondent may be obligated to pay in the event such losses are sustained by other railroads; (2) particulars concerning obligations for stock purchase options granted to officers and employees; and (3) what entries have been made for net income or retained income restricted under provisions of mortgages and other arrangements.

1. Amount (estimated, if necessary) of net income or retained income which has to be provided for capital expenditures, and for sinking and other funds pursuant to provisions of reorganization plans, mortgages, deeds of trust, or other contracts \$ None

2. Estimated amount of future earnings which can be realized before paying Federal income taxes because of unused and available net operating loss carryover on January 1 of the year following that for which the report is made \$ 0

3.(a) Explain the procedure in accounting for pension funds and recording in the accounts the current and past service pension costs, indicating whether or not consistent with the prior year See Note 2 on page 9

(b) State amount, if any, representing the excess of the actuarially computed value of vested benefits over the total of the pension fund

See Note 2 on page 9

(c) Is any part of pension plan funded? Specify. Yes X No

(i) If funding is by insurance, give name of insuring company

If funding is by trust agreement, list trustee(s) Northern Trust Company

Date of trust agreement or latest amendment June 21, 1996

If respondent is affiliated in any way with the trustee(s), explain affiliation: Not affiliated See Note 1 page 9.

(d) List affiliated companies which are included in the pension plan funding agreement and describe basis for allocating charges under the agreement

See Note 2 on page 9

(e) (i) Is any part of the pension plan fund invested in stock or other securities of the respondent or any of its affiliates? Specify

Yes No X N/A

If yes, give number of the shares for each class of stock or other security N/A

(ii) Are voting rights attached to any securities held by the pension plan? Specify. Yes No N/A X

If yes, who determines how stock is voted?

4. State whether a segregated political fund has been established as provided by the Federal Election Campaign Act of 1971 (18 U.S.C. 610).

Yes X No

5 (a) The amount of employers contribution to employee stock ownership plans for the current year was \$ None

(b) The amount of investment tax credit used to reduce current income tax expense resulting from contributions to qualified employee stock ownership plans for the current year was \$ None

6. In reference to Docket No. 37465 specify the total amount of business entertainment expenditures charged to the non-operating expense account

\$ None

Continued on following page

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES

7. Give particulars with respect to contingent assets and liabilities at the close of the year, in accordance with Instruction 5-6 in the Uniform System of Accounts for Railroad Companies, that are not reflected in the amounts of the respondent.

Disclose the nature and amount of contingency that is material.

Examples of contingent liabilities are items which may become obligations as a result of pending or threatened litigation, assessments or possible assessments of additional taxes and agreements or obligations to repurchase securities or property. Additional pages may be added if more space is needed (Explain and/or reference to the following pages.)

See Note 3 on Page 11

(a) Changes in Valuation Accounts

8. Marketable Equity Securities. None

		Cost	Market	Dr. (Cr.) to Income	Dr. (Cr.) to Stockholders Equity
(Current Yr.)	Current Portfolio	N/A	N/A	N/A	N/A
as of / /	Noncurrent Portfolio	N/A	N/A	N/A	N/A
(Previous Yr.)	Current Portfolio	N/A	N/A	N/A	N/A
as of / /	Noncurrent Portfolio	N/A	N/A	N/A	N/A

(b) At 12/31/96, gross unrealized gains and losses pertaining to marketable equity securities were as follows:

	Gains	Losses
Current	\$ 0	\$ 0
Noncurrent	0	0

(c) A net unrealized gain (loss) of \$ 0 on the sale of marketable equity securities was included in net income for 1996.
The cost of securities sold was based on the N/A (method) cost of all the shares of each security held at time of sale.

Significant net realized and net unrealized gains and losses arising after date of financial statements but prior to the filing, applicable to marketable equity securities owned at balance sheet date shall be disclosed below:
None.

NOTE: 12/31/96 Balance sheet date of reported year unless specified as previous year.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION-EXPLANATORY NOTES-Concluded

NOTES TO FINANCIAL STATEMENTS

Note 1

Changes to Company Organization and Reporting Presentation

The Burlington Northern and Santa Fe Railway Company ("BNSF Railway"), formerly known as Burlington Northern Railroad Company ("BNRR"), was incorporated in the State of Delaware on January 13, 1961. BNSF Railway is a subsidiary of Santa Fe Pacific Corporation ("SFP") which in turn is a subsidiary of Burlington Northern Santa Fe Corporation ("BNSF"). On September 22, 1995, Burlington Northern Inc. ("BNI") and SFP became subsidiaries of BNSF pursuant to a business combination of the two companies. On December 30, 1996, BNI merged with and into SFP. On December 31, 1996, ATSF merged with and into BNRR, and BNRR changed its name to The Burlington Northern and Santa Fe Railway Company.

On October 13, 1994, BNI and its subsidiary BNRR, and SFP and its subsidiary The Atchison, Topeka and Santa Fe Railway Company ("ATSF") filed a railroad merger and control application with the Interstate Commerce Commission ("ICC"). On August 23, 1995, the ICC issued its written decision approving and authorizing BNI's acquisition of control of SFP and the business combination by which BNI and SFP became subsidiaries of BNSF, the resulting common control of BNRR and ATSF by BNSF, the consolidation of BNRR and ATSF by BNSF, the consolidation of BNRR and ATSF operations, and the merger of BNRR and ATSF. Pursuant to the ICC's permissive authority, the business combination was effected on September 22, 1995.

Beginning in 1996, BNRR and ATSF were granted authority by the Surface Transportation Board ("STB"), the successor to the ICC, to file all quarterly and annual reports on a consolidated basis. Therefore, all 1996 amounts reported within this R-1 document represent consolidated BNSF Railway results and balances. Additionally, all 1995 amounts, contained herein, have been restated and represent the combined results and balances of BNRR and ATSF.

Note 2

Retirement plans

BNSF Railway and its subsidiaries are included with certain other BNSF affiliates in the qualified BNSF Retirement Plan and the nonqualified BNSF Supplemental Retirement Plan.

Prior to October 1, 1996, BNSF sponsored noncontributory defined benefit pension plans through its subsidiaries BNI and SFP and covering substantially all non-union employees. Additionally, BNI and SFP sponsored nonqualified defined benefit plans for certain officers and other employees. On October 1, 1996, the respective BNI and SFP qualified defined benefit pension plans were merged, creating the qualified BNSF Retirement Plan. The corresponding nonqualified defined benefit plans were merged on October 1, 1996, creating the nonqualified BNSF Supplemental Retirement Plan. The benefits under BNSF's plans are based on years of credited service and the highest five-year average compensation levels. BNSF's funding policy is to contribute annually not less than the regulatory minimum, and not more than the maximum amount deductible for income tax purposes.

Components of the net pension cost for BNSF plans, including the prior BNI and SFP plans, were as follows (in millions):

Year ended December 31,	BNSF 1996	BNSF 1995 (1)
Service cost, benefits earned during the period	\$ 17	\$ 11
Interest cost on projected benefit obligation	97	65
Actual return on plan assets	(148)	(114)
Net amortization and deferred amounts ..	43	61
Curtailment costs	-	10
Cost of special termination benefits ..	-	32
Net pension cost	<u>\$ 9</u>	<u>\$ 65</u>

(1) Represents full year BNI combined with SFP for the period from September 22, 1995 through December 31, 1995.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION-EXPLANATORY NOTES-Concluded

NOTES TO FINANCIAL STATEMENTS

The following table shows the reconciliation of BNSF's and SFP's funded status of the qualified plans and BNI's qualified and nonqualified plans with amounts recorded in BNSF's consolidated balance sheet (in millions):

December 31.	BNSF 1996	BNI 1995	SFP 1995
Actuarial present value of benefit obligations:			
Vested benefit obligation	<u>\$(1,081)</u>	<u>\$(641)</u>	<u>\$(547)</u>
Accumulated benefit obligation	<u>\$(1,161)</u>	<u>\$(696)</u>	<u>\$(575)</u>
Projected benefit obligation	<u>\$(1,247)</u>	<u>\$(758)</u>	<u>\$(614)</u>
Plan assets at fair value, primarily marketable equity and debt securities	<u>1,320</u>	<u>534</u>	<u>718</u>
Plan assets in excess of (less than) projected benefit obligation	73	(224)	104
Unrecognized net (gain) loss	(63)	93	-
Unrecognized prior service cost	(10)	2	-
Unamortized net transition obligation	15	20	-
Adjustment required to recognize minimum liability	-	(53)	-
Prepaid (accrued) pension asset (liability) ...	<u>\$ 15</u>	<u>\$(162)</u>	<u>\$ 104</u>

BNSF uses a September 30 measurement date. The prior BNI and SFP plans used measurement dates of December 31 and September 30, respectively. The assumptions used in accounting for the BNSF, BNI and SFP qualified and nonqualified plans were as follows:

	BNSF 1996	BNI 1995	SFP 1995
Discount rate	7.75%	7.0%	7.5%
Rate of increase in compensation levels	4.0%	4.0%	4.0%
Expected long-term rate of return on plan assets	9.5%	9.5%	9.75%

The following companies are participants in the BNSF Pension Plan:

Burlington Northern Santa Fe Corporation
 Santa Fe Pacific Corporation
 The Burlington Northern and Santa Fe Railway Company
 Los Angeles Junction Railway
 Santa Fe Pacific Pipelines, Inc.
 Santa Fe Terminal Services
 Santa Fe Pacific Timber, Inc.
 Western Fruit Express Company
 Catellus Development Corporation (Formerly Santa Fe Pacific Realty Co.; Catellus withdrew from the plan in 1989, however, vested participants at the date of withdrawal are still included in the plan)

The actuarial valuation of the plans determines the costs and contributions for each participating company.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION-EXPLANATORY NOTES-Concluded

NOTES TO FINANCIAL STATEMENTS

The following table shows the reconciliation of the BNSF and SFP funded status of the nonqualified supplemental plan with amounts recorded in the BNSF consolidated balance sheet (in millions):

December 31,	BNSF 1996	SFP 1995
Actuarial present value of benefit obligations:		
Vested benefit obligation	\$ (31)	\$ (7)
Accumulated benefit obligation	\$ (32)	\$ (8)
Projected benefit obligation	\$ (39)	\$ (11)
Unrecognized net loss	14	3
Unrecognized prior service cost	1	-
Unamortized net transition obligation	1	-
Adjustment required to recognize minimum liability	(9)	-
Accrued pension liability	\$ (32)	\$ (8)

Prior to December 31, 1996, BNSF sponsored 401(k) thrift and profit sharing plans through its subsidiaries, BNI and SFP, which covered substantially all non-union employees and certain union employees. The plans covering non-union employees were merged on December 31, 1996. Under the merged plan, BNSF matches 50 percent of the first 6 percent of non-union employees' contributions, which are subject to certain percentage limits of the employees' earnings, at each pay period. Depending on BNSF's performance, an additional matching contribution of up to 30 percent of the first 6 percent can be made at the end of the year. The prior BNI plan matched 35 percent of the first 6 percent of non-union employees' contributions, at the end of each quarter and depending on BNI's performance, matched an additional 20 to 40 percent at the end of the year. The prior SFP plan matched 100 percent of the first 4 percent of non-union employees' contributions and 25 percent of the first 4 percent of union employees' contributions. Under the prior plans, BNI employees were immediately fully vested in the employer match, while SFP employees became vested on a five year schedule based on length of service. As part of the transition to the BNSF plan, former SFP employees became fully vested in the employee match made through December 31, 1996. Employer contributions made subsequent to December 31, 1996, for all non-union employees, are subject to the five year length of service vesting schedule. BNSF's 401(k) matching expense was \$13 million in 1996 and 1995, and \$8 million in 1994.

Note 3

Hedging activities, leases, environmental and other commitments and contingencies

Hedging activities

BNSF Railway has a program to hedge against fluctuations in the price of its diesel fuel purchases. This program includes various commodity swap transactions which are accounted for as hedges. Any gains or losses associated with changes in market value of these hedges are deferred and recognized as a component of fuel expense in the period in which the hedged fuel is purchased and used. To the extent BNSF Railway hedges portions of its fuel purchases, it may not fully benefit from decreases in fuel prices.

As of February 7, 1997, BNSF Railway had entered into fuel swaps for approximately 635 million gallons at an average price of approximately 54 cents per gallon. These contracts have expiration dates ranging from March 1997 to December 1998.

The above prices do not include taxes, fuel handling costs, certain transportation costs and any differences which may occur from time to time between the prices of commodities hedged and the purchase price of BNSF's diesel fuel.

BNSF Railway's fuel hedging program covers approximately 35 percent of estimated 1997 fuel purchases and 25 percent of estimated 1998 fuel purchases. Quarterly hedges in 1997 range from 20 percent to 40 percent of anticipated purchases while 1998 hedges approximate 25 percent each quarter. Hedge positions are also closely monitored to ensure that they will not exceed actual fuel requirements in any period. Unrecognized gains from BNSF's fuel hedging transactions were approximately \$17 million at December 31, 1996 and were not material at December 31, 1995. BNSF Railway monitors its hedging positions and credit ratings of its counterparties and does not anticipate losses due to counterparty nonperformance.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION-EXPLANATORY NOTES-Concluded

NOTES TO FINANCIAL STATEMENTS

Leases

BNSF Railway has substantial lease commitments for locomotives, freight cars, trailers, office buildings and other property. Most of these leases provide the option to purchase the equipment at fair market value at the end of the lease. However, some provide fixed price purchase options. Future minimum lease payments (which reflect leases having non-cancelable lease terms in excess of one year) as of December 31, 1996 are summarized as follows (in millions):

Year ended December 31,	Capital Leases	Operating Leases
1997	\$ 55	\$ 366
1998	59	317
1999	55	260
2000	50	212
2001	50	182
Thereafter	<u>311</u>	<u>1,611</u>
Total	580	<u>\$2,948</u>
Less amount representing interest	<u>180</u>	
Present value of minimum lease payments	<u>\$400</u>	

Lease rental expense for all operating leases was \$505 million, \$408 million and \$325 million for the years ended December 31, 1996, 1995 and 1994, respectively. Contingent rentals and sublease rentals were not significant.

Environmental

BNSF Railway's operations, as well as those of its competitors, are subject to extensive federal, state and local environmental regulation. BNSF Railway's operating procedures include practices to protect the environment from the environmental risks inherent in railroad operations, which frequently involve transporting chemicals and other hazardous materials. Additionally, many of BNSF Railway's land holdings are and have been used for industrial or transportation related purposes or leased to commercial or industrial companies whose activities may have resulted in discharges onto the property. As a result, BNSF Railway is subject to environmental clean-up and enforcement actions. In particular, the Federal Comprehensive Environmental Response Compensation and Liability Act of 1980 (CERCLA), also known as the "Superfund" law, as well as similar state laws generally impose joint and several liability for clean-up and enforcement costs without regard to fault or the legality of the original conduct on current and former owners and operators of a site. BNSF Railway has been notified that it is a potentially responsible party (PRP) for study and clean-up costs at approximately 32 Superfund sites for which investigation and remediation payments are or will be made or are yet to be determined (the Superfund sites) and, in many instances, is one of several PRPs. In addition, BNSF Railway may be considered a PRP under certain other laws. Accordingly, under CERCLA and other federal and state statutes, BNSF Railway may be held jointly and severally liable for all environmental costs associated with a particular site. If there are other PRPs, BNSF Railway generally participates in the clean-up of these sites through cost-sharing agreements with terms that vary from site to site. Costs are typically allocated based on relative volumetric contribution of material, the amount of time the site was owned or operated, and/or the portion of the total site owned or operated by each PRP.

Environmental costs include initial site surveys and environmental studies of potentially contaminated sites as well as costs for remediation and restoration of sites determined to

be contaminated. Liabilities for environmental clean-up costs are initially recorded when BNSF Railway's liability for environmental clean-up is both probable and a reasonable estimate of associated costs can be made. Adjustments to initial estimates are recorded as necessary based upon additional information developed in subsequent periods. BNSF Railway conducts an ongoing environmental contingency analysis, which considers a combination of factors including independent consulting reports, site visits, legal reviews, analysis of the likelihood of participation in and the ability of other PRPs to pay for clean-up, and historical trend analyses.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION-EXPLANATORY NOTES-Concluded

NOTES TO FINANCIAL STATEMENTS

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210. RESULTS OF OPERATIONS

(Dollars in Thousands)

1 Disclose the requested information for the respondent pertaining to the results of operations for the year

2. Report total operating expenses from Schedule 410 of this report. Any disparities in expense amounts shown in this schedule and expense amounts reported in Schedule 410 must be fully explained on page 18.

3 List dividends from investments accounted for under the cost method on the appropriate line No. 19 for Account No. 513 "Dividend Income." List dividends accounted for by the equity method on the appropriate dividend line No. 25 under the "Income from Affiliated Companies" subsection of this schedule.

4 All contra entries hereunder should be indicated in parenthesis

5. Cross-checks

Schedule 210

Line 15, column (b)
Line 47 plus 48 plus 49, column (b)
Line 50, column (b)

Line 14, column (b)
Line 14, column (d)
Line 14, column (e)
Line 49, column (b)

Schedule 210

= Line 62, col (b)
= Line 63, col (b)
= Line 64, col (b)

Schedule 410

= Line 620, col (h)
= Line 620, col (f)
= Line 620, col (g)

Line No.	Cross-Check	Item (a)	Amount for current year (b)	Amount for preceding year (c)	Freight-related rev & exp (d)	Passenger-related rev & exp (e)	Line No.
		ORDINARY ITEMS OPERATING INCOME Railway Operating Income					
1		(101) Freight	8,148,887	8,012,948	8,148,887		1
2		(102) Passenger		29,427			2
3		(103) Passenger - Related					3
4		(104) Switching	56,488	62,138	56,488		4
5		(105) Water Transfers					5
6		(106) Demurrage	39,069	32,623	39,069		6
7		(110) Incidental	41,980	39,727	41,980		7
8		(121) Joint Facility - Credit	6,618	3,875	6,618		8
9		(122) Joint Facility - Debit	(104,147)	(1,268)	(104,147)		9
10		(501) Railway Operating Revenues (Exclusive of Transfers from Govt Authorities - Lines 1-9)	8,188,895	8,169,933	8,188,895		10
11		(502) Railway Operating Revenues-Transfers from Govt Authorities for Current Operations	(1,909)	(93)	(1,909)		11
12		(503) Railway Operating Revenues-Amortization of Deferred Transfers from Govt Authorities					12
13		TOTAL RAILWAY OPERATING REVENUES (LINES 10-12)	8,186,986	8,169,840	8,186,986	0	13
14	*	(531) Railway Operating Expenses	6,484,769	7,256,242	6,484,769		14
15	*	NET REVENUES FROM RAILWAY OPERATIONS	1,702,217	913,598	1,702,217	0	15
		OTHER INCOME					
16		(506) Revenue from Property Used in Other than Carrier Operations		858			16
17		(510) Miscellaneous Rent Income		10,591			17
18		(512) Separately Operated Properties-Profit		(10)			18
19		(513) Dividend Income (Cost Method)					19
20		(514) Interest Income	36,144	46,105			20
21		(516) Income from Sinking and Other Funds	304	392			21
22		(517) Release of Premiums on Funded Debt					22
23		(518) Reimbursements Received Under Contracts and Agreements					23
24		(519) Miscellaneous Income	17,264	19,055			24
25		Income from Affiliated Companies (519) A. Dividends (Equity Method)					25
26		B. Equity Undistributed Earnings (Losses)	12,542	46			26
27		TOTAL OTHER INCOME (LINES 16-26)	66,254	77,035			27
28		TOTAL INCOME (LINES 15, 27)	1,768,471	990,633			28
		MISCELLANEOUS DEDUCTIONS FROM INCOME					
29		(534) Expenses of Property Used in Other than Carrier Operations	6,500	10,078			29
30		(544) Miscellaneous Taxes		1,021			30
31		(545) Separately Operated Properties-Loss		117			31
32		(549) Maintenance of Investment Organizations					32
33		(550) Income Transferred Under Contracts & Agreements					33
34		(551) Miscellaneous Income Charges	22,827	27,123			34
35		(553) Uncollectible Accounts					35
36		TOTAL MISC DEDUCTIONS (LINES 29-35)	29,327	38,339			36
37		Income Available For Fixed Charges (LINES 28, 36)	1,739,144	952,294			37

210. RESULTS OF OPERATIONS - Continued
(Dollars in Thousands)

Line No.	Cross Check	Item (a)	Amount for current year (b)	Amount for preceding year (c)	Line No.
		FIXED CHARGES			
		(546) Interest on Funded Debt:			
38		(A) Fixed Interest not in Default	74,807	108,608	38
39		(B) Interest in Default			39
40		(547) Interest on Unfunded Debt	20,182	26,937	40
41		(548) Amortization of Discount on Funded Debt	3,707	4,270	41
42		TOTAL FIXED CHARGES (LINES 38-41)	98,696	139,815	42
43		INCOME AFTER FIXED CHARGES (LINES 37,42)	1,640,448	812,479	43
		OTHER DEDUCTIONS			
		(546) Interest on Funded Debt:			
44		(C) Contingent Interest		483	44
		UNUSUAL OR INFREQUENT ITEMS			
45		(555) Unusual or Infrequent Items (Debit) Credit			45
46		INCOME(LOSS) FROM CONTINUING OPERATION(BEFORE INC TAXES)	1,640,448	811,996	46
		PROVISIONS FOR INCOME TAXES			
		(556) Income Taxes on Ordinary Income:			
47	*	Federal Income Taxes	143,558	285,460	47
48	*	State Income Taxes	28,551	44,817	48
49	*	Other Income Taxes			49
50	*	(557) Provisions for Deferred Taxes	456,022	37,448	50
51		TOTAL PROVISIONS FOR INCOME TAXES (LINES 47-50)	628,131	367,725	51
52		INCOME FROM CONTINUING OPERATIONS (LINES 46-51)	1,012,317	444,271	52
		DISCONTINUED OPERATIONS			
		(560) Income or Loss from Operations of Discontinued Segments			
53		(Less: Applicable Taxes of \$ -)			53
		(562) Gain or Loss on Disposal of Discontinued Segments			
54		(Less: Applicable Taxes of \$ -)			54
55		INCOME BEFORE EXTRAORDINARY ITEMS (LINES 52 + 53 + 54)	1,012,317	444,271	55
		EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES			
56		(570) Extraordinary Items (Net)			56
57		(590) Income Taxes on Extraordinary Items			57
58		(591) Provisions for Deferred Taxes - Extraordinary Items			58
59		TOTAL EXTRAORDINARY ITEMS (LINES 56-58)	0	0	59
		(592) Cumulative Effect of Changes in Accounting Principles			
60		(Less: Applicable Income Taxes of \$62,397)		(100,519)	60
61	*	NET INCOME (LOSS) (LINES 55 + 59 + 60)	1,012,317	343,752	61
		RECONCILIATION OF NET RAILWAY OPERATING INCOME (NROI)			
62		NET REVENUES FROM RAILWAY OPERATIONS (NROI)	1,702,217	913,598	62
63	*	(556) Income Taxes on Ordinary Income (-)	172,109	330,277	63
64	*	(557) Provisions for Deferred Income Taxes (-)	456,022	37,448	64
65		Income from Lease of Road and Equipment (-)	13,398	15,298	65
66		Rent for Leased Roads and Equipment (+)			66
67		NET RAILWAY OPERATING INCOME (LOSS)	1,060,688	530,575	67

NOTES AND REMARKS FOR SCHEDULES 210 AND 220

220. RETAINED EARNINGS
(Dollars in Thousands)

1. Show below the items of Retained Earnings Accounts of the respondent for the year, classified in accordance with the Uniform System of Accounts for Railroad Companies.
2. All contra entries hereunder should be shown in parentheses.
3. Show under "Remarks" the amount of assigned Federal income tax consequences for Accounts 606 and 616.
4. Segregate in column (c) all amounts applicable to the equity in undistributed earnings (losses) of affiliated companies based on the equity method of accounting.
5. Line 3 (line 7 if debit balance), column (c), should agree with line 26, column (b), Schedule 210. The total of columns (b) and (c), lines 3 and 7, should agree with line 61 column (b), Schedule 210.
6. Include in column (b) only amounts applicable to retained earnings exclusive of any amounts included in column (c).

Line No.	Cross Check	Item	Retained earnings-unappropriated	Equity in undistributed earnings (losses) of affiliated companies	Line No.
		(a)	(b)	(c)	
1		Balances at beginning of year	\$ 1,840,672	\$ 57,001	1
2		(601.5) Prior period adjustments to beginning retained earnings			2
		CREDITS			
3	*	(602) Credit balance transferred from income	999,775	12,542	3
4		(603) Appropriations released			4
5		(606) Other credits to retained earnings**			5
6		TOTAL	999,775	12,542	6
		DEBITS			
7	*	(612) Debit balance transferred from income			7
8		(616) Other debits to retained earnings**			8
9		(620) Appropriations for sinking and other funds			9
10		(621) Appropriations for other purposes			10
11		(623) Dividends: Common stock			11
12		Preferred stock (1)			12
13		TOTAL	0	0	13
14		Net increase (decrease) during year (line 6 minus line 13)	999,775	12,542	14
15	*	Balances at close of year (Lines 1, 2, and 14)	2,840,447	69,543	15
16	*	Balances from line 15(c)	69,543	N/A	16
17		Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end (798) of year	2,909,990	N/A	17
18		(797) Total appropriated retained earnings			18
19		Credits during year \$ 0			19
20		Debits during year \$ 0			20
21		Balance at Close of year \$ 0			21
		Amount of assigned federal income tax consequences:			
22		Account 606 \$ 0			22
23		Account 616 \$ 0			23

(1) If any dividends have not been declared on cumulative preferred stock, give cumulative undeclared dividends at beginning of year and at end of year.

230. CAPITAL STOCK											
PART 1. CAPITAL STOCK (Dollars in Thousands)											
Line No.	Class of Stock	Par Value	Number of Shares				Book Value at End of Year				Line No.
			Authorized	Issued	In Treasury	Outstanding	Outstanding	In Treasury	Outstanding	In Treasury	
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)			
1	Common BNSF	1.00	1,000	1,000	None	1,000	1	None			1
2											2
3											3
4	Preferred	N/A									4
5											5
6											6
7											7
8											8
9											9
10	TOTAL	1.00	1,000	1,000	None	1,000	1	None			10

1. Disclose in column (a) the particulars of the various issues of capital stock of the respondent, distinguishing separate issues of any general class. If different in any respect.

2. Present in column (b) the par or stated value of each issue. If none, so state.

3. Disclose in columns (c), (d), (e) and (f) the required information concerning the number of shares authorized, issued, in treasury and outstanding for the various issues.

4. For the purposes of this report, capital stock and other securities are considered to be nominally issued when certificates are signed and sealed and placed with the proper officer for sale and delivery or are pledged or otherwise placed in some special fund of the respondent. They are considered to be actually issued when sold to a bona fide purchaser who holds them free from control by the respondent. All securities actually issued and not reacquired by or for the respondent are considered to be actually outstanding. If reacquired by or for the respondent, and not canceled or retired, they are considered to be nominally outstanding.

PART II. SUMMARY OF CAPITAL STOCK CHANGES DURING YEAR (Dollars in Thousands)										
Line No.	Items	Preferred Stock		Common Stock		Treasury Stock		Additional Capital \$	Line No.	
		Number of Shares	Amount \$	Number of Shares	Amount \$	Number of Shares	Amount \$			
	(a)	(b)	(c)	(d)	(e)	(f)	(g)			
11	Balance at the beginning of year	None	None	1,000	951,640	None	None	(h) 5,540,184	11	
12	Capital Stock Sold								12	
13	Capital Stock Reacquired								13	
14	Capital Stock Canceled (1)				(951,639)			951,639	14	
15									15	
16	Balance at close of year	None	None	1,000	1	None	None	6,491,823	16	
17	(1) In conjunction with the merger of ATSF & BNSF								17	

1. The purpose of this part is to disclose capital stock changes during the year.

2. Column (a) presents the items to be disclosed.

3. Column (b), (d) and (f) require disclosures of the number of preferred, common and treasury stock, respectively, applicable to the items presented in column (a).

4. Columns (c), (e) and (g) require the applicable disclosure of the book values of preferred, common and treasury stock.

5. Disclose in column (h) the additional paid-in capital realized from changes in capital stock during the year.

6. Unusual circumstances arising from changes in capital stock changes shall be fully explained in footnotes to this schedule.

(1) In conjunction with the merger of ATSF & BNSF Railway issued 1,000 shares of \$1 par value stock.

1. Disclose in column (a) the particulars of the various issues of capital stock of the respondent, distinguishing separate issues of any general class, if different in any respect.
2. Present in column (b) the par or stated value of each issue. If none, so state.
3. Disclose in columns (c), (d), (e) and (f) the required information concerning the number of shares authorized, issued, in treasury and outstanding for the various issues.
4. For the purposes of this report, capital stock and other securities are considered to be nominally issued when certificates are signed and sealed and placed with the proper officer for sale and delivery or are pledged or otherwise placed in some special fund of the respondent. They are considered to be actually issued when sold to a bona fide purchaser who holds them free from control by the respondent. All securities actually issued and not reacquired by or for the respondent are considered to be actually outstanding. If reacquired by or for the respondent, and not canceled or retired, they are considered to be nominally outstanding.

1. The purpose of this part is to disclose capital stock changes during the year.
2. Column (a) presents the items to be disclosed.
3. Column (b), (d) and (f) require disclosures of the number of preferred, common and treasury stock, respectively, applicable to the items presented in column (a).
4. Columns (c), (e) and (g) require the applicable disclosure of the book values of preferred, common and treasury stock.
5. Disclose in column (h) the additional paid-in capital realized from changes in capital stock during the year.
6. Unusual circumstances arising from changes in capital stock changes shall be fully explained in footnotes to this schedule.

240 STATEMENT OF CHANGES IN FINANCIAL POSITION
(Dollars in Thousands)

Give the information as requested concerning the cash flows during the year. Either the direct or indirect method can be used. The direct method shows as its principal components operating cash receipts and payments, such as cash received from customers as cash paid to suppliers and employees, the sum of which is net cash flow from operating activities. The indirect method starts with net income and adjusts it for revenue and expense items that were not the result of operating cash transactions in the current period to reconcile it to net cash flow from operating activities. If direct method is used complete lines 1-41; indirect method complete lines 10-41. Cash for the purpose of this schedule shall include cash and cash equivalents which are short-term, highly liquid investments readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Information about all investing and financing activities which do not directly affect cash shall be separately disclosed in footnotes to this schedule. They shall clearly relate the cash (if any) and noncash aspects of transactions. Examples of noncash investing and financing transactions include converting debt to equity acquiring assets by assuming directly related liabilities, such as purchasing a building by incurring a mortgage to the seller; obtaining an asset by entering into a capital lease, and exchanging noncash assets or liabilities for other noncash assets or liabilities. Some transactions are part cash and part noncash; only the cash portion shall be reported directly in the statement of cash flows. Refer to FAS Statement No. 95, Statement of Cash Flows, for further details.

CASH FLOWS FROM OPERATING ACTIVITIES

Line No	Cross Check	Description (a)	Current Year (b)	Prior Year (c)	Line No
1		Cash received from operating revenues			1
2		Dividends received from affiliates			2
3		Interest received			3
4		Other income			4
5		Cash paid for operating expenses			5
6		Interest paid (net of amounts capitalized)			6
7		Income taxes paid			7
8		Other - net			8
9		NET CASH PROVIDED BY OPERATING ACTIVITIES (Lines 1 - 8)		0	9

RECONCILIATION OF NET INCOME TO NET CASH PROVIDED BY OPERATING ACTIVITIES

Line No	Cross Check	Description (a)	Current Year (b)	Prior Year (c)	Line No
10		Income from continuing operations	1,012,317	444,271	10

ADJUSTMENTS TO RECONCILE INCOME FROM CONTINUING OPERATIONS TO NET CASH PROVIDED BY OPERATING ACTIVITIES

Line No	Cross Check	Description (a)	Current Year (b)	Prior Year (c)	Line No
11		Loss (gain) on sale or disposal of tangible property and investments	(22,814)	(32,125)	11
12		Depreciation and amortization expenses	721,663	632,420	12
13		Net increase (decrease) in deferred income taxes	455,727	37,448	13
14		Net decrease (increase) in undistributed earnings (losses) of affiliates	(12,542)	(6,860)	14
15		Decrease (increase) in accounts receivable	(143,405)	119,447	15
16		Decrease (increase) in materials and supplies, and other current assets	(2,074)	(25,904)	16
17		Increase (decrease) in current liabilities other than debt	380,145	29,110	17
18		Increase (decrease) in other-net	(199,090)	575,144	18
19		Net cash provided from continuing operations (Lines 10-18)	2,189,927	1,772,951	19
20		Add (subtract) cash generated (paid) by reason of discontinued operations and extraordinary items	0	0	20
21		NET CASH PROVIDED FROM OPERATING ACTIVITIES (Lines 19 & 20)	2,189,927	1,772,951	21

CASH FLOWS FROM INVESTING ACTIVITIES

Line No	Cross Check	Description (a)	Current Year (b)	Prior Year (c)	Line No
22		Proceeds from sale of property	26,275	116,023	22
23		Capital expenditures	(2,246,701)	(1,132,875)	23
24		Net change in temporary cash investments not qualifying as cash equivalents	0	0	24
25		Proceeds from sale/repayment of investment and advances	0	632	25
26		Purchase price of long-term investment and advances	0	0	26
27		Net decrease (increase) in sinking and other special funds	0	628	27
28		Other - net	(13,306)	(103,951)	28
29		NET CASH USED IN INVESTING ACTIVITIES (Lines 22-28)	(2,233,732)	(1,119,343)	29

(Continued on next page)

240. STATEMENT OF CHANGES IN FINANCIAL POSITION (Concluded)
(Dollars in Thousands)

CASH FLOWS FROM FINANCING ACTIVITIES

Line No	Cross Check	Description (e)	Current Year (b)	Prior Year (c)	Line No
30		Proceeds from issuance of long-term debt	250,970	132,892	30
31		Principal payments of long-term debt and commercial paper	(300,010)	(384,283)	31
32		Proceeds from issuance of capital stock			32
33		Purchase price of acquiring treasury stock			33
34		Cash dividends paid		(153,270)	34
35		Other - net	134,177	(291,204)	35
36		NET CASH FROM FINANCING ACTIVITIES (Lines 30-35)	85,137	(695,665)	36
37		NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS (Lines 21, 29 & 36)	41,332	(42,257)	37
38		Cash and cash equivalents at beginning of the year	53,727	95,984	38
39		CASH AND CASH EQUIVALENTS AT END OF THE YEAR (Lines 37 & 38)	95,059	53,727	39
		Footnotes to Schedule 240			
40		Cash paid during the year for: Interest (net of amount capitalized)*	87,700	125,545	40
41		Income taxes (net)*	5,276	317,136	41

*Only applies if indirect method is adopted

NOTES AND REMARKS

1996 Supplemental noncash investing and financing activities information.
Assets financed through capital lease obligation \$43,241.

245. WORKING CAPITAL
(Dollars in Thousands)

1. This schedule should include only data pertaining to railway transportation services.
2. Carry out calculation of lines 9, 10, 20, and 21 to the nearest whole number.

Line No.	Item (a)	Source	Amount (b)	Line No.
	CURRENT OPERATING ASSETS			
1	Interline and Other Balances (705)	Schedule 200, line 5, column b	98,054	1
2	Customers (706)	Schedule 200, line 6, column b	283,110	2
3	Other (707)	NOTE A	34,235	3
4	TOTAL CURRENT OPERATING ASSETS	Line 1 + 2 + 3	415,399	4
	OPERATING REVENUE			
5	Railway Operating Revenue	Schedule 210, line 13, column b	8,186,986	5
6	Rent Income	NOTE B	159,228	6
7	TOTAL OPERATING REVENUES	Line 5 + 6	8,346,214	7
8	Average Daily Operating Revenues	Line 7 / 360 Days	23,184	8
9	Days of Operating Revenue in Current Operating Assets	Line 4 / Line 8	18	9
10	Revenue Delay Days Plus Buffer	Line 9 + 15 Days	33	10
	CURRENT OPERATING LIABILITIES			
11	Interline and Other Balances (752)	Schedule 200, line 31, column b	59,486	11
12	Audited Accounts and Wages Payable (753)	Schedule 200, line 32, column b (NOTE A)	275,918	12
13	Accounts Payable - Other (754)	Schedule 200, line 33, column b (NOTE A)	48,475	13
14	Other Taxes Accrued (761.5)	NOTE A	159,891	14
15	TOTAL CURRENT OPERATING LIABILITIES	Sum of lines 11 to 14	543,770	15
	OPERATING EXPENSES			
16	Railway Operating Expenses	Schedule 210, line 14, column b	6,484,769	16
17	Depreciation	Schedule 410, lines 136, 137, 138, 213, 232, 317, column h	696,347	17
18	Cash Related Operating Expenses	Line 16 + line 6 - line 17	5,947,650	18
19	Average Daily Expenditures	Line 18 / 360 Days	16,521	19
20	Days of Operating Expenses in Current Operating Liabilities	Line 15 / Line 19	33	20
21	Days of Working Capital Required	Line 10 - Line 20 (NOTE C)	0	21
22	Cash Working Capital Required	Line 21 x Line 19	0	22
23	Cash and Temporary Cash Balance	Schedule 200, line 1 + line 2, column b	94,494	23
24	Cash Working Capital Allowed	Lesser line 22 and line 23	0	24
	MATERIALS AND SUPPLIES			
25	Total Materials and Supplies (712)	Schedule 200, line 12, column b (NOTE A)	222,187	25
26	Scrap and Obsolete Material Included in Account 712	NOTE A	0	26
27	Materials and Supplies held for Common Carrier Purposes	Line 25 - line 26	222,187	27
28	TOTAL WORKING CAPITAL	Line 24 + line 27	222,187	28

NOTE (A) Use common carrier portion only. Common carrier refers to railway transportation service.
(B) Rent Income is the sum of Schedule 410, column (H), lines 121, 122, 123, 127, 128, 129, 133, 134, 135, 208, 210, 212, 227, 229, 231, 312, 314, and 316. Rent income is added to railway operating revenues to produce total revenues. Rent income is also added to total operating expenses to exclude the rent revenue items from operating expense.
(C) If result is negative, use zero.

GENERAL INSTRUCTIONS CONCERNING RETURNS IN SCHEDULES 310, 310A

1. Schedule 310 should give particulars of stocks, bonds, other secured obligations, unsecured notes, and investment advances of affiliated companies held by respondent at close of year. Also, disclose the investments made, disposed of, and written down during the year and the applicable dividends and interest credited to income as a result of those investments. They should exclude securities issued or assumed by respondent. For definition of affiliated companies, see the rules governing Account No. 721 "Investments and advances; affiliated companies," in the Uniform System of Accounts for Railroad Companies.

2. List the investments in the following order and show a total for each group and each class of investments by accounts in numerical order:

- (A) Stocks
 - (1) Carriers-active
 - (2) Carriers-inactive
 - (3) Noncarriers-active
 - (4) Noncarriers-inactive
- (B) Bonds (including U.S. Government Bonds)
- (C) Other secured obligations
- (D) Unsecured notes
- (E) Investment advances

3. The subclassification of classes (B), (C), (D), and (E) should be the same as that provided for class (A).

4. The kinds of industry represented by respondent's investments in the securities of other companies should be shown by symbol opposite the names of the issuing corporations, the symbols and industrial classifications to be as follows:

Symbol	Kind of Industry
I	Agriculture, forestry, and fisheries
II	Mining
III	Construction
IV	Manufacturing
V	Wholesale and retail trade
VI	Finance, insurance, and real estate
VII	Transportation, communications, and other public utilities
VIII	Services
IX	Government
X	All other

5. By carriers, as the term is used here, is meant companies owning or operating railroads, facilities auxiliary thereto such as bridges, ferries, union depots, and other terminal facilities, sleeping cars, parlor cars, dining cars, freight cars, express service and facilities, electric railways, highway motor vehicles, steamboats and other marine transportation equipment, pipe lines (other than those for transportation of water), and other instrumentalities devoted to the transportation of persons or property for hire. Telegraph and telephone companies are not meant to be included.

6. Noncarrier companies should, for the purpose of these schedules, include telephone companies, telegraph companies, mining companies, manufacturing companies, hotel companies, etc. Purely "holding companies" are to be classed as noncarrier companies, even though the securities held by such companies are largely or entirely those issued or assumed by carriers.

7. By an active corporation is meant one which maintains an organization for operating property or administering its financial affairs. An inactive corporation is one which has been practically absorbed in a controlling corporation and which neither operates property nor administers its financial affairs; if it maintains an organization it does so only for the purpose of complying with legal requirements and maintaining title to property or franchises.

8. Combine, in one amount, investments in which the original cost or present equity in total assets is less than \$10,000.

9. Include investments in unincorporated entities such as lessee organizations. Exclude amounts normally settled on a current basis.

10. Do not include the value of securities issued or assumed by respondent.

11. For affiliates which do not report to the Surface Transportation Board and are jointly owned, disclose in footnotes the name and extent of control of the other controlling entities.

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES

1. Give particulars of investments in stocks, bonds, other secured obligations, unsecured notes, and investment advances of companies affiliated with respondent, included in accounts Nos 715, "Sinking Funds"; 716, "Capital Funds"; 721, "Investments and Advances Affiliated Companies"; and 717, "Other Funds."
2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 18, classifying the investments by means of letters, figures, and symbols in columns (a), (b), and (c).
3. Indicate by means of an arbitrary mark in column (d) the obligation in support of which any security is pledged, mortgaged, or otherwise encumbered, giving names and other important particulars of such obligations in footnotes.
4. Give totals for each class and for each subclass and a grand total for each account.
5. Entries in column (d) should show date of maturity of bonds and other evidences of indebtedness. In case obligations of the same designation mature serially, the date in column (d) may be reported as "Serially 19__ to 19__." Abbreviations in common use in standard financial publications may be used to conserve space.

Line No	Account No	Class No	Kind of Industry	Name of issuing company and also ten reference, if any (included rate for preferred stocks and bonds)	Extent of Control	Line No
	(a)	(b)	(c)	(d)	(e)	
1	721	A-1	VII	Alameda Belt Line	Common 50.00	1
2			VII	Belt Railway Of Chicago, The	Common 18.66	2
3			VII	Camas Prairie Railroad Company	Common 50.00	3
4			VII	Central California Traction Co	Common 33.33	4
5			VII	Central California Traction Co	Preferred 33.33	5
6			VII	Davenport Rock Island & Northwestern Railway Co	Common 0.00	6
7			VII	Houston Belt & Terminal Railway Company	Common 50.00	7
8			VII	Iowa Transfer Railway Company	Common 25.00	8
9			VII	Kansas City Terminal Railway Company	Common 25.01	9
10			VII	Longview Switching Company	Common 50.00	10
11			VII	M T Properties Inc	Common 50.00	11
12			VII	Oakland Terminal Railway	Common 50.00	12
13			VII	Paducah & Illinois Railroad Company	Common 33.34	13
14			VII	Portland Terminal Railroad Company	Common 40.00	14
15			VII	St. Joseph Terminal R.R. Co.	Common 50.00	15
16			VII	Sunset Railway Co.	Common 50.00	16
17			VII	Terminal Railroad Association of St. Louis	Common 14.28	17
18			VII	Texas City Terminal Railway Co.	Common 33.33	18
19			VII	TTX Company	Common 17.13	19
20			VII	Wichita Union Terminal Railway Company	Common 33.34	20
21				Total Class A-1		21
22						22
23	721	A-3	VI	Peona Development Corporation	1.74	23
24				Total Class A-3		24
25						25
26	721	C-1	VII	Burlington Northern Leasing Corporation \$41,447 - due 08/01, \$28,338 - due 10/00		26
27				Total Class C-1		27
28						28
29	721	D-1	VII	St. Joseph Terminal R.R. Co. 6% Demand Note		29
30				Terminal Railroad Assoc. of St. Louis due 09/00		30
31				TTX		31
32				Total Class D-1		32
33						33
34	721	D-3	VII	Santa Fe Pacific Corporation - BNSF Railway's parent		34
35				Total Class D-3		35
36						36
37	721	E-1	VII	Camas Prairie Railroad Company		37
38			VII	Davenport Rock Island & Northwestern Railway Co.		38
39			VII	Denver Union Terminal Railway Company		39
40			VII	Houston Belt & Terminal Railway Company		40
41			VII	Kansas City Terminal Railway Company		41
42			VII	Longview Switching Company		42
43			VII	Paducah & Illinois Railroad Company		43
44			VII	Port Terminal Railroad Association		44
45			VII	Terminal Railroad Association of St. Louis		45
46			VII	Wichita Union Terminal Railway Company		46
43			VII	Wichita Terminal Association		43
44			X	Midwest Northwest Properties Inc		44
45						45
46						46

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES-Continued
(Dollars in Thousands)

6. If any of the companies included in this schedule are controlled by respondent the percent of control should be shown in column (e). In case any company listed is controlled other than through actual ownership of securities, give particulars in a footnote. In cases of joint control, give names of other parties and particulars of control.
7. If any advances reported are pledged, give particulars in a footnote.
8. Investments in companies in which neither the original cost or present equity in total assets are less than \$10,000 may be combined in one figure.
9. Also included should be investments in unincorporated entities such as lessee organizations (exclusive of amounts nominally settled on a current basis).
10. This schedule should not include securities issued or assumed by respondent.
11. For affiliates which do not report to the Interstate Commerce Commission and are jointly owned, give names and extent of control of other entities by footnotes.

Line No.	Investments and advances				Disposed of profit (loss)	Adjustments Account 721.5	Dividends or interest credited to income (f)	Line No
	Opening Balance (f)	Additions (g)	Deductions (if other than sale, explain) (h)	Closing balance (i)				
1	471			471				1
2	500			500				2
3	50			50				3
4	409			409				4
5	264			264				5
6	0			0				6
7	9			9				7
8	16			16				8
9	163			163				9
10	2			2				10
11	523		168	355				11
12	113			113				12
13	3			3				13
14	1,368			1,368				14
15	150			150				15
16	54			54				16
17	0			0				17
18	637	768		1,405				18
19	15,667			15,667				19
20	46			46				20
21	20,445	768	168	21,045				21
22								22
23	34			34				23
24	34			34				24
25								25
26	69,785			69,785				26
27	69,785			69,785				27
28								28
29	175			175				29
30	183			183				30
31	586			586				31
32	944			944				32
33								33
34	596,816		142,909	453,907				34
35	596,816		142,909	453,907				35
36								36
37	507			507				37
38	0			0				38
39	0			0				39
40	3,860			3,860				40
41	5,138			5,138				41
42	63			63				42
43	705			705				43
44	393			393				44
45	170			170				45
46	416			416				46
43	2			2				43
44	3,786			3,786				44
45								45
46								46

310 INVESTMENTS AND ADVANCES AFFILIATED COMPANIES-Continued
(Dollars in Thousands)

Line No	Account No.	Class No	Kind of Industry	Name of issuing company and also ten reference, if any (Included rate for preferred stocks and bonds)		Extent of Control	Line No
	(a)	(b)	(c)	(d)		(e)	
1	721	E-1	VII	Harbor Belt Line			1
2			VII	Houston Belt and Terminal Railway Company			2
3			VII	Kansas City Terminal Railway Company			3
4			VII	St. Joseph Terminal Railroad Company			4
5			VII	Rail Cycle		50 00	5
6			VII	Wichita Union Terminal Association			6
7			VII	Wichita Terminal Association			7
8				Account 721.5 Adjustments			8
9				Equity Earnings (Loss) - Schedule 310A			9
10				Total Class E-1			10
11							11
12				Grand Total Account 721			12
13							13
14							14
15							15
16							16
17							17
18							18
19							19
20							20
21							21
22							22
23							23
24							24
25							25
26							26
27							27
28							28
29							29
30							30
31							31
32							32
33							33
34							34
35							35
36							36
37							37
38							38
39							39
40							40
41							41

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES-Continued
(Dollars in Thousands)

Line No	Investments and advances				Disposed of profit (loss)	Adjustments Account 721.5	Dividends or interest credited to income	Line No
	Opening Balance	Additions	Deductions (if other than sale, explain)	Closing balance				
	(f)	(g)	(h)	(i)	(j)	(k)	(l)	
1	15			15				1
2	3,916			3,916				2
3	2,410			2,410				3
4	191			191				4
5	7,217			7,217				5
6	428			428				6
7	2			2				7
8	(1,251)			(1,251)				8
9	128,377	12,542		140,919				9
10	158,345	12,542		168,887				10
11						0		11
12	844,369	13,310	143,077	714,602				12
13								13
14								14
15								15
16								16
17								17
18								18
19								19
20								20
21								21
22								22
23								23
24								24
25								25
26								26
27								27
28								28
29								29
30								30
31								31
32								32
33								33
34								34
35								35
36								36
37								37
38								38
39								39
40								40
41								41

310 NOTES AND REMARKS

	<u>% Ownership</u>
(1) ALAMEDA BELT LINE	
The Burlington Northern And Santa Fe Railway Company	50 00
Union Pacific Railroad	50 00
	<u>100 00</u>
(2) BELT RAILWAY COMPANY OF CHICAGO, THE	
The Burlington Northern And Santa Fe Railway Company	16 66
Union Pacific Railroad	8 33
Grand Trunk Western Railroad Company	8 33
Illinois Central Gulf Railroad Company	8 33
Norfolk and Western Railway Company	8 33
Soo Line Railroad Company	8 33
Consolidated Rail Corporation	16 66
CSX Transportation, Inc.	25 01
	<u>100 00</u>
2,399 shares are pledged under CB&Q First and Refunding Mortgage and GN General Gold Bond Mortgage. 2,399 shares are pledged under CB&Q First and Refunding Mortgage and GN General Gold Bond Mortgage and BNI Consolidated Mortgage	
(3) CAMAS PRAIRIE RAILROAD COMPANY	
The Burlington Northern And Santa Fe Railway Company	50 00
Union Pacific Railroad	50 00
	<u>100 00</u>
(4) CENTRAL CALIFORNIA TRACTION COMPANY	
The Burlington Northern And Santa Fe Railway Company	33 33
Southern Pacific Transportation Company	33 34
Union Pacific Railroad	33 33
	<u>100 00</u>
(5) HOUSTON BELT & TERMINAL RAILWAY COMPANY	
Union Pacific Railroad	50 00
The Burlington Northern And Santa Fe Railway Company	50 00
	<u>100 00</u>
90 3/4 shares are pledged under GN General Gold Bond Mortgage 30 1/4 shares are pledged under GN General Gold Bond Mortgage and the BNI Consolidated Mortgage.	
(6) IOWA TRANSFER RAILWAY COMPANY	
The Burlington Northern And Santa Fe Railway Company	25 00
Union Pacific Railroad	25 00
Heartland Rail	25 00
Norfolk and Western Railway Company	25 00
	<u>100 00</u>
161 shares are pledged under CB&Q First and Refunding Mortgage, GN General Gold Bond Mortgage, and BNI Consolidated Mortgage	
(7) KANSAS CITY TERMINAL RAILWAY COMPANY	
The Burlington Northern And Santa Fe Railway Company	25 01
Union Pacific Railroad	33 34
Soo Line Railroad Company	8 33
Gateway Western Railroad Company	8 33
Kansas City Southern Railway Company	8 33
Norfolk and Western Railway Company	8 33
St. Louis Southwestern Railway Company	8 33
	<u>100 00</u>
1,833 1/3 shares are pledged under CB&Q First and Refunding Mortgage and GN General Gold Bond Mortgage 1,833 1/3 shares are pledged under CB&Q First and Refunding Mortgage and GN General Gold Bond Mortgage, and BNI Consolidated Mortgage. 1,833 1/3 shares are pledged under St. Louis - San Francisco Railway Company First Mortgage All of such pledges are subject to Stock Trust Agreement of 06/12/09 under which the shares, excepting directors' shares, are held by the Boatmen's Trust Company	

310 NOTES AND REMARKS

% Ownership

- (8) LONGVIEW SWITCHING COMPANY
The Burlington Northern And Santa Fe Railway Company
Union Pacific Railroad

50.00
50.00
100.00

- (9) MT PROPERTIES INC.
The Burlington Northern And Santa Fe Railway Company
Union Pacific Railroad
Maytag Corporation
Soo Line Railroad Company

37.78
36.72
12.75
12.75
100.00

30,498 shares are subject to the liens of the BNI Consolidated Mortgage, CB&Q First and Refunding Mortgage, GN General Gold Bond Mortgage, NP Prior Lien Mortgage, and NP General Lien Mortgage

- (10) OAKLAND TERMINAL RAILWAY
The Burlington Northern And Santa Fe Railway Company
Union Pacific Railroad

50.00
50.00
100.00

- (11) PADUCAH & ILLINOIS RAILROAD COMPANY
The Burlington Northern And Santa Fe Railway Company
Illinois Central Gulf Railroad Company
CSX Transportation, Inc.

33.34
33.33
33.33
100.00

33 1/3 shares are pledged under CB&Q First and Refunding Mortgage, GN General Gold Bond Mortgage, and BNI Consolidated Mortgage.

- (12) PORTLAND TERMINAL RAILROAD COMPANY
The Burlington Northern And Santa Fe Railway Company
Union Pacific Railroad
Southern Pacific Transportation Company

40.00
40.00
20.00
100.00

- (13) ST JOSEPH TERMINAL RAILROAD COMPANY
The Burlington Northern And Santa Fe Railway Company
Union Pacific Railroad

50.00
50.00
100.00

- (14) SUNSET RAILWAY COMPANY
The Burlington Northern And Santa Fe Railway Company
St. Joseph & Grand Island Railway

50.00
50.00
100.00

- (15) TERMINAL RAILROAD ASSOCIATION OF ST. LOUIS
The Burlington Northern And Santa Fe Railway Company
CSX Transportation, Inc
Illinois Central Gulf Railroad Company
Norfolk and Western Railway Company
St. Louis Southwestern Railway Company
Southern Railway Company
Union Pacific Railroad

14.28
14.28
14.28
7.14
14.28
7.14
28.60
100.00

2,058 shares are pledged under CB&Q First and Refunding Mortgage, GN General Gold Bond Mortgage, and BNI Consolidated Mortgage. 2,058 shares are pledged under St. Louis - San Francisco Railway Company First Mortgage

310. NOTES AND REMARKS

	<u>% Ownership</u>
(16) TEXAS CITY TERMINAL RAILWAY COMPANY	
The Burlington Northern And Santa Fe Railway Company	33 33
Union Pacific Railroad	66 67
	<u>100 00</u>
(17) TTX COMPANY	
The Burlington Northern And Santa Fe Railway Company	17 13
Consolidated Rail Corporation	21 81
Union Pacific Railroad	26 17
CSX Transportation, Inc	9 35
Southern Pacific Transportation Company	6 54
Central of Georgia Railroad Company	3 11
Saint Louis Southwestern Railway Company	3 12
Norfolk Southern Railway Company	3 12
Norfolk and Western Railway Company	1 56
Illinois Central Gulf Railroad Company	1 56
Soo Line Railroad Company	1 56
Florida East Coast Industries, Inc	0 93
Boston and Main Corporation	0 62
The Denver and Rio Grande Western Railroad Company	0 62
Kansas City Southern Railway Company	0 62
Richmond, Fredericksburg and Potomac	0 62
Grand Trunk Western Railroad Company	1 56
	<u>100 00</u>
(18) WICHITA UNION TERMINAL RAILWAY COMPANY	
The Burlington Northern And Santa Fe Railway Company	66 67
Oklahoma, Kansas and Texas Railroad Company	33 33
	<u>100 00</u>
333 1/3 shares are pledged under St. Louis - San Francisco Railway Company First Mortgage	
(19) RAIL CYCLE	
The Burlington Northern And Santa Fe Railway Company	50 00
Waste Management of North America	50 00
	<u>100 00</u>

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310A. INVESTMENTS IN COMMON STOCKS OF AFFILIATED COMPANIES (Dollars in Thousands) Undistributed Earnings From Certain Investments in Affiliated Companies								
1. Report below the details of all investments in common stocks included in Account 721 Investments and Advances Affiliated Companies. 2. Enter in column (c) the amount necessary to retroactively adjust those investments. (See instruction 5-2 Uniform System of Accounts.) 3. Enter in column (d) the share of undistributed earnings (i.e., less dividends) or losses. 4. Enter in column (e) the amortization for the year of the excess of cost over equity in net assets (equity over cost) at date of acquisition. 5. For definitions of "carrier" and "noncarrier," see general instructions.								
Line No.	Name of issuing company and description of security held (a)	Balance at beginning of year (b)	Adjustment for investments equity method (c)	Equity in undistributed earnings/ (losses) during year (d)	Amortization during year (e)	Adjustment for investments disposed of or written down during year (f)	Balance at close of year (g)	Line No.
	Carrier: (list specifics for each company)							
1	Alameda Belt Line	164		(48)			116	1
2	Central California Traction Company	591					591	2
3	Houston Belt & Terminal Railway Company	2,348		324			2,673	3
4	The Oakland Terminal Railway	454		156			610	4
5	Sunset Railway Company	496					496	5
6	Texas City Terminal Railway	7,403		110			7,513	6
7	TTX Company	117,346		12,000			129,346	7
8	The Wichita Union Terminal Railway Company	3					3	8
9	Davenport Rock Island and N.W. Railway Co.	0					0	9
10	Iowa Transfer Railway Co.	24					24	10
11	M T Properties Inc.	241					241	11
12	Paducah and Illinois R.R. Co.	134					134	12
13	Portland Terminal R.R. Co.	(828)					(828)	13
14	TOTAL CARRIERS	128,377					140,919	14
	Noncarrier: (list specifics for each company)							
15								15
16								16
17								17
18	TOTAL NONCARRIERS							18
19								19
20								20
21	TOTAL INVESTMENTS IN COMMON STOCK	128,377	0	12,542	0	0	140,919	21

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 330

1. Give particulars of balances at the beginning and close of the year and of all changes during the year in Account No. 731, "Road and Equipment Property," and Account No. 732, "Improvements on Leased Property," classified by primary accounts in accordance with the Uniform System of Accounts for Railroad Companies. The balances, by primary accounts, should insofar as known, be stated in column (b) and all changes made during the year should be analyzed in columns (c) to (f), inclusive. Column (h) is the aggregate of columns (b) to (f), inclusive. Grand totals of columns (b) and (h) should equal the sum of Accounts 731 and 732 for the respective periods; if not, full explanation should be made in a footnote.
2. In column (c) are to be shown disbursements made for the specific purpose of purchasing, constructing, and equipping new lines, and for the extension of old lines, as provided for in Instruction 2-1, "Items to be charged," of the Uniform System of Accounts for Railroad Companies for such items.
3. In column (d) is to be shown the cost of a railway or portion thereof, acquired as an operating entity or system by purchase, merger, consolidation, reorganization, receivership sale or transfer, or otherwise.
4. In column (c) and (e) should be included all entries covering expenditures for additions and betterments, as defined, whether or not replacing other property.
5. In column (f) should be entered all credits representing property sold, abandoned, or otherwise retired.
6. Both the debit and credit involved in each transfer, adjustment, or clearance, between road and equipment accounts, should be included in the column in which the item was initially included; also the transfer of prior years' debits or credits from investment in road and equipment to operating expenses or other accounts, or vice versa, should be included in the column applicable to current items of like nature. Each such transfer, adjustment, or clearance should be fully explained when in excess of \$100,000.
7. If during the year an individual charge of \$100,000 or more was made to Account No. 2, "Land for Transportation Purposes," state in a footnote the cost, location, area, and other details which will identify the property.
8. Report on line 29, amounts not includible in the primary road accounts. The items reported should be briefly identified and explained under "Notes and Remarks," below. Amounts should be reported on this line only under special circumstances, usually after permission is obtained from the Commission for exceptions to prescribed accounting. Reference to such authority should be made when explaining the amounts reported. Respondents must not make arbitrary changes to the printed stub or column headings without specific authority from the Commission.
9. If during the year a segment of transportation property was acquired, state in a footnote the name of the vendor, the mileage acquired, and the date of acquisition, giving location and the cost of the property to the respondent. Also furnish a statement of the amount included in each primary account representing such property acquired, referring to the column or columns in which the entries appear.
10. If an amount of less than \$5,000 is used as the minimum for additions and betterments to property investment accounts as provided for in Instruction 2-2 of the Uniform System of Accounts for Railroad Companies, state in a footnote the amount used.

NOTES AND REMARKS

330. ROAD PROPERTY AND EQUIPMENT AND IMPROVEMENTS TO LEASED PROPERTY AND EQUIPMENT
(Dollars in Thousands)

Line No.	Cross Check	Account (a)	Balance at beginning of year (b)	Expenditures during the year for original road and equipment, and road extensions (c)	Expenditures during the year for purchase of existing lines, reorganizations, etc. (d)	Line No.
1		(2) Land for transportation purposes	1,344,135			1
2		(3) Grading	1,476,651			2
3		(4) Other right-of-way expenditures	16,227			3
4		(5) Tunnels and subways	76,878			4
5		(6) Bridges, trestles, and culverts	1,370,655			5
6		(7) Elevated structures				6
7		(8) Ties	2,187,047			7
8		(9) Rail and other track material	5,325,967			8
9		(11) Ballast	1,298,323			9
10		(13) Fences, snowsheds, and signs	34,480			10
11		(16) Station and office buildings	446,748			11
12		(17) Roadway buildings	38,446			12
13		(18) Water stations	6,351			13
14		(19) Fuel stations	71,308			14
15		(20) Shops and enginehouses	294,821			15
16		(22) Storage warehouses				16
17		(23) Wharves and docks	1,271			17
18		(24) Coal and ore wharves	21,832			18
19		(25) TOFC/COFC terminals	248,143			19
20		(26) Communication systems	301,847			20
21		(27) Signals and interlockers	1,284,172			21
22		(29) Power plants	2,878			22
23		(31) Power-transmission systems	15,076			23
24		(35) Miscellaneous structures	26,063			24
25		(37) Roadway machines	232,323			25
26		(39) Public improvements - construction	223,876			26
27		(44) Shop machinery	138,506			27
28		(45) Power-plant machinery	5,687			28
29		Other lease/rentals	1,761			29
30		TOTAL EXPENDITURES FOR ROAD	16,491,472			30
31		(52) Locomotives	975,166			31
32		(53) Freight-train cars	1,302,267			32
33		(54) Passenger-train cars				33
34		(55) Highway revenue equipment	2,124			34
35		(56) Floating equipment				35
36		(57) Work equipment	113,206			36
37		(58) Miscellaneous equipment	245,299			37
38		(59) Comp. systems and word proc. equip.	275,910			38
39		TOTAL EXPENDITURES FOR EQUIPMENT	2,913,972			39
40		(76) Interest during construction	2,171			40
41		(80) Other elements of investment	10,949			41
42		(90) Construction in progress	242,561			42
43		GRAND TOTAL	19,661,125			43

330. ROAD PROPERTY AND EQUIPMENT AND IMPROVEMENTS TO LEASED PROPERTY AND EQUIPMENT-Continued
(Dollars in Thousands)

Line No.	Cross Check	Expenditures for additions during the year (e)	Credits for property retired during the year (f)	Net changes during the year (g)	Balance at close of year (h)	Line No.
1		38,084	7,517	30,567	1,374,702	1
2		87,205	30,688	56,517	1,533,168	2
3		1,329	202	1,127	17,354	3
4		10,020	290	9,730	86,608	4
5		55,498	26,335	29,163	1,399,818	5
6						6
7		230,643	79,848	150,795	2,337,842	7
8		522,651	125,219	397,432	5,723,399	8
9		193,211	63,465	129,746	1,428,069	9
10		3,009	1,001	2,008	36,488	10
11		37,827	4,733	33,094	479,842	11
12		283	357	(74)	38,372	12
13		277	22	255	6,606	13
14		20,948	(34)	20,982	92,290	14
15		27,239	(357)	27,596	322,417	15
16						16
17		1		1	1,272	17
18		572	212	360	22,192	18
19		58,459	(400)	58,859	307,002	19
20		63,612	2,809	60,803	362,650	20
21		140,236	5,554	134,682	1,418,854	21
22		27	8	19	2,897	22
23		2,307	68	2,239	17,315	23
24		5,199	61	5,138	31,201	24
25		33,387	567	32,820	265,143	25
26		17,037	4,123	12,914	236,790	26
27		1,100	418	682	139,188	27
28			1,864	(1,864)	3,823	28
29			1,761	(1,761)		29
30		1,550,161	356,331	1,193,830	17,685,302	30
31		298,491	104,120	194,371	1,169,537	31
32		54,570	46,791	7,779	1,310,046	32
33						33
34					2,124	34
35						35
36		833	1,610	(777)	112,429	36
37		16,016	23,899	(7,883)	237,416	37
38		124,233	5,212	119,021	394,931	38
39		494,143	181,632	312,511	3,226,483	39
40		12,875	2,088	10,787	12,958	40
41			254	(254)	10,695	41
42		203,277		203,277	445,838	42
43		2,260,456	540,305	1,720,151	21,381,276	43

332. DEPRECIATION BASE AND RATES—ROAD AND EQUIPMENT OWNED AND USED AND LEASED FROM OTHERS
(Dollars in Thousands)

Show in columns (b) and (e), for each primary account, the depreciation base used to compute the depreciation charges for the month of January, and in columns (c) and (f) show the depreciation base used to compute the depreciation charges for the month of December, in columns (d) and (g) show the composite rates used in computing the depreciation charges for the month of December, and on lines 30 and 39 of these columns show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December, and dividing the total so computed by the total depreciation base for the same month. The depreciation base should not include the cost of equipment used, but not owned, when the rents therefore are included in the rent for equipment and Account Nos 31-22-00, 31-23-00, 31-25-00, 31-21-00, 35-21-00, 35-23-00, 35-22-00, and 35-25-00. It should include the cost of equipment owned and leased to others when rents therefrom are included in the rent for equipment Accounts Nos. 32-21-00, 32-22-00, 32-23-00, 32-25-00, 36-21-00, 36-22-00, 36-23-00, and 36-25-00, inclusive. The composite rates used should be those prescribed or otherwise authorized by the Commission, except that where the use of component rates has been authorized, the composite rates to be shown for the respective primary accounts be recomputed from the December charges developed by the use of the authorized rates. If any changes in rates were effective during the year, give full particulars in a footnote

All leased properties may be combined and one composite rate computes for each primary account, or a separate schedule may be included for each such property

Show in columns (e), (f), and (g) data applicable to Lessor property, when the rent therefore is included in Account Nos. 31-11-00, 31-12-00, 31-13-00, 31-21-00, 31-22-00, and 31-23-00, inclusive.

If depreciation accruals have been discontinued for any account, the depreciation base should be reported, nevertheless, in support of depreciation reserves. Authority for the discontinuance of accruals should be shown in a footnote indicating the account(s) effected.

Disclosure in the respective sections of this schedule may be omitted if either total road leased from others or total equipment leased from others represents less than 5% of total road owned or total equipment owned, respectively.

Line No.	Account	OWNED AND USED			LEASED FROM OTHERS			Line No.
		Depreciation base		Annual composite rate (percent) (d)	Depreciation base		Annual composite rate (percent) (g)	
		1/1 at beginning of year (b)	12/1 at close of year (c)		At beginning of year (e)	At close of year (f)		
	(e) ROAD							
1	(3) Grading	1,476,651	1,524,886	1.67				1
2	(4) Other right-of-way expenditures	16,227	17,511	1.84				2
3	(5) Tunnels and subways	76,878	84,958	2.21				3
4	(6) Bridges, trestles, and culverts	1,370,655	1,405,651	1.81				4
5	(7) Elevated structures							5
6	(8) Ties	2,187,047	2,342,974	4.42	TOTAL ROAD AND			6
7	(9) Rail and other track material	5,325,967	5,601,075	2.87	EQUIPMENT LEASED			7
8	(11) Ballast	1,298,323	1,419,675	4.52	FROM OTHERS			8
9	(13) Fences, snowsheds, and signs	34,480	35,107	1.34				9
10	(16) Station and office buildings	446,748	476,169	3.52	IS LESS THAN 5%			10
11	(17) Roadway buildings	38,446	38,400	2.40				11
12	(18) Water stations	6,351	6,588	2.97	OF TOTAL OWNED			12
13	(19) Fuel stations	71,308	80,841	3.92				13
14	(20) Shops and enginehouses	294,821	312,149	1.73				14
15	(22) Storage warehouses							15
16	(23) Wharves and docks	1,271	1,272					16
17	(24) Coal and ore wharves	21,832	22,137	1.05				17
18	(25) TOFC/COFC terminals	248,143	291,656	2.84				18
19	(26) Communication systems	301,847	345,261	6.85				19
20	(27) Signals and interlockers	1,284,172	1,395,926	2.39				20
21	(29) Power plants	2,878	2,898	1.61				21
22	(31) Power-transmission systems	15,076	16,846	1.95				22
23	(35) Miscellaneous structures	26,063	28,785	3.88				23
24	(37) Roadway machines	232,323	250,431	4.91				24
25	(39) Public improvements—Construction	223,876	235,728	1.54				25
26	(44) Shop machinery	138,506	139,113	3.56				26
27	(45) Power-plant machinery	5,687	5,618	(2.15)				27
28	All other road accounts							28
29	Amortization (Other than defense projects)							29
30	TOTAL ROAD	15,145,578	16,091,735	2.80				30
	EQUIPMENT							
31	(52) Locomotives	975,166	1,206,864	6.87				31
32	(53) Freight-train cars	1,302,267	1,274,538	3.56				32
33	(54) Passenger-train cars							33
34	(55) Highway revenue equipment	2,124	2,123	9.50				34
35	(56) Floating equipment							35
36	(57) Work equipment	113,206	113,906	3.32				36
37	(58) Miscellaneous equipment	245,299	238,228	10.58				37
38	(59) Computer systems and word processing equipment	275,910	337,894	18.07				38
39	TOTAL EQUIPMENT	2,913,972	3,173,553	6.75				39
40	GRAND TOTAL	18,059,548	19,265,288	N/A			N/A	40

335. ACCUMULATED DEPRECIATION—ROAD AND EQUIPMENT OWNED AND USED

(Dollars in Thousands)

1. Disclose the required information in regard to credits and debits to Account No. 735, "Accumulated Depreciation: Road and Equipment Property," during the year relating to owned and used road and equipment. Include entries for depreciation of equipment owned but not used when the resulting rents are included in the "Lease Rentals-Credit-Equipment" accounts and "Other Rents-Credit-Equipment" accounts. Exclude any entries for depreciation of equipment that is used but not owned when the resulting rents are included in "Lease Rental-Debit-Equipment" account and "Other Rents-Debit-Equipment" accounts. (See Schedule 351 for the accumulated depreciation to road and equipment owned and leased to others.)

2. If any data are included in columns (d) or (f), explain the entries in detail.

3. A debit balance in columns (b) or (g) for any primary account should be designated "Dr."

4. If there is any inconsistency between the credits to the reserve as shown in column (c) and the charges to operating expenses, a full explanation should be given.

5. Enter amounts representing amortization under an authorized amortization program other than for defense projects on lines 29 and 39

Line No	Cross Check	Account (a)	Balance at beginning of year (b)	CREDITS TO RESERVE During the year		DEBITS TO RESERVE During the year		Balance at close of year (g)	Line No
				Charges to operating expenses (c)	Other Credits (d)	Retirements (e)	Other Debits (f)		
ROAD									
1		(3) Grading	225,771	25,063		21,301		229,533	1
2		(4) Other, right-of-way expenditures	2,430	310		199		2,541	2
3		(5) Tunnels and subways	24,384	1,788		1,210		24,962	3
4		(6) Bridges, trestles, and culverts	149,689	25,126		17,972		156,843	4
5		(7) Elevated structures							5
6		(8) Ties	484,685	100,113		99,257		485,541	6
7		(9) Rail and other track material	1,233,954	138,485		186,828		1,185,611	7
8		(11) Ballast	264,834	71,427		53,529		282,732	8
9		(13) Fences, snow sheds, and signs	9,744	466		547		9,663	9
10		(16) Station and office buildings	88,291	11,033	5,210	4,708		99,826	10
11		(17) Roadway buildings	9,791	922		354		10,359	11
12		(18) Water stations	1,588	192		35		1,745	12
13		(19) Fuel stations	16,429	3,066		(37)		19,532	13
14		(20) Shops and enginehouses	90,000	6,325	2,230	(761)		99,316	14
15		(22) Storage warehouses							15
16		(23) Wharves and docks	1,141					1,141	16
17		(24) Coal and ore wharves	7,612	231		178		7,665	17
18		(25) TOFC/COFC terminals	37,561	8,067		(797)		46,425	18
19		(26) Communication systems	83,212	19,985	2,178	10,676		94,699	19
20		(27) Signals and interlockers	149,563	31,764		16,773		164,554	20
21		(29) Power plants	1,292	69		8		1,353	21
22		(31) Power-transmission systems	2,926	311		18		3,219	22
23		(35) Miscellaneous structures	9,771	1,064		106		10,729	23
24		(37) Roadway machines	73,200	2,370	9,482	36		85,016	24
25		(39) Public improvements—Construction	31,193	3,539		2,405		32,327	25
26		(44) Shop machinery	28,529	4,842		333		33,138	26
27		(45) Power-plant machinery	475	(122)		5		348	27
28		All other road accounts	(524)			(524)			28
29		Amortization (Adjustments)							29
30		TOTAL ROAD	3,027,541	456,536	19,100	414,359		3,088,818	30
EQUIPMENT									
31	*	(52) Locomotives	333,226	99,969		94,161		339,034	31
32	*	(53) Freight-train cars	507,789	49,834		38,877		518,746	32
33	*	(54) Passenger-train cars							33
34	*	(55) Highway revenue equipment	1,510	202		42		1,670	34
35	*	(56) Floating equipment							35
36	*	(57) Work equipment	42,464	3,770		296		45,938	36
37	*	(58) Miscellaneous equipment	100,226	30,579		20,296		110,509	37
38		(59) Computer systems and word processing equipment	147,728	55,457		9,890		193,295	38
39	*	Amortization Adjustments							39
40		TOTAL EQUIPMENT	1,132,943	239,811		163,562		1,209,192	40
41		GRAND TOTAL	4,160,484	696,347	19,100	577,921		4,298,010	41

* To be reported with equipment expenses rather than W & S expenses.

339. ACCRUED LIABILITY-LEASED PROPERTY

(Dollars in Thousands)

1. Disclose the required information relating to credits and debits of Account 772, "Accrued Liability Leased Property," during the year concerning road and equipment leased from others.
2. In column (c), enter amounts charged to operating expenses; in column (e), enter debits to account arising from retirements; in column (f), enter amounts paid to lessor.
3. Any inconsistencies between credits to account, charges to operating expenses and payments to lessors should be fully explained.
4. Required disclosure may be omitted if leased road and equipment property represents 5% or less of total property owned and used.
5. If settlement for depreciation is made currently between lessee and lessor, and no debits or credits to Account No. 772 are made by the accounting company show in column (c) the charges to operating expenses, and in column (f) show payments made to the lessor in settlement thereof.

Line No.	Cross Check	Account (a)	Balance at beginning of year (b)	CREDITS TO ACCOUNTS During the year		DEBITS TO ACCOUNTS During the year		Balance at close of year (g)	Line No.
				Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)		
		ROAD							
1		(3) Grading							1
2		(4) Other right-of-way expenditures							2
3		(5) Tunnels and subways							3
4		(6) Bridges, trestles, and culverts							4
5		(7) Elevated structures							5
6		(8) Ties							6
7		(9) Rail and other track material							7
8		(11) Ballast							8
9		(13) Fences, snowsheds, and signs							9
10		(16) Station and office buildings							10
11		(17) Roadway buildings							11
12		(18) Water stations							12
13		(19) Fuel stations							13
14		(20) Shops and enginehouses							14
15		(22) Storage warehouses							15
16		(23) Wharves and docks							16
17		(24) Coal and ore wharves							17
18		(25) TOFC/COFC terminals							18
19		(26) Communication systems							19
20		(27) Signals and interlockers							20
21		(29) Power plants							21
22		(31) Power-transmission systems							22
23		(35) Miscellaneous structures							23
24		(37) Roadway machines							24
25		(39) Public improvements - construction							25
26		(44) Shop machinery *							26
27		(45) Power-plant machinery							27
28		All other road accounts							28
29		Amortization (Adjustments)							29
30		TOTAL ROAD							30
		EQUIPMENT							
31		(52) Locomotives							31
32		(53) Freight-train cars							32
33		(54) Passenger-train cars							33
34		(55) Highway revenue equipment							34
35		(56) Floating equipment							35
36		(57) Work equipment							36
37		(58) Miscellaneous equipment							37
38		(59) Comp. systems and word proc. equip.							38
39		Amortization Adjustments							39
40		TOTAL EQUIPMENT							40
41		GRAND TOTAL	None					None	41

*To be reported with equipment expenses rather than W&S expenses.

340. DEPRECIATION BASE AND RATES-IMPROVEMENTS TO ROAD AND EQUIPMENT LEASED FROM OTHERS
(Dollars in Thousands)

1. Show in column (b) for each primary account the depreciation base used in computing the depreciation charges for the month of January, and in column (c) show the depreciation base used in computing the depreciation charges for the month of December, in column (d) show the composite rates used in computing the depreciation charges for the month of December, and on lines 30 and 40 of these columns show the composite percentage of all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December and dividing the total so computed by the total depreciation base for the same month. This schedule should include only improvements to leased property charged to Account 732, "Improvements on Leased Property." The composite rates used should be those prescribed or otherwise authorized by the Commission, except that where the use of component rates has been authorized, the composite rates to be shown for the respective primary accounts should be recomputed from the December charges developed by the use of authorized rates. If any charges in rates were effective during the year, give full particulars in a footnote.

2. All improvements to leased properties may be combined and one composite rate computed for each primary account, or a separate schedule may be included for each such property.

3. If depreciation accruals have been discontinued for any account, the depreciation base should be reported, nevertheless, in support of depreciation reserves. Authority for the discontinuance of accruals should be shown in a footnote indicating the account(s) affected.

4. Disclosures in the respective sections of this schedule may be omitted if either total road leased from others or total equipment leased from others represents less than 5% of total road owned or total equipment owned, respectively. However, line 41, Grand Total, should be completed.

Line No.	Account (a)	Depreciation base		Annual composite rate (percent) (d)	Line No
		At beginning of year (b)	At close of year (c)		
	ROAD				
1	(3) Grading			%	1
2	(4) Other right-of-way expenditures				2
3	(5) Tunnels and subways				3
4	(6) Bridges, trestles, and culverts				4
5	(7) Elevated structures				5
6	(8) Ties				6
7	(9) Rail and other track material				7
8	(11) Ballast				8
9	(13) Fences, snow sheds, and signs				9
10	(16) Station and office buildings	AMOUNTS ARE INCLUDED			10
11	(17) Roadway buildings				11
12	(18) Water stations	IN SCHEDULE 332.			12
13	(19) Fuel stations				13
14	(20) Shops and enginehouses				14
15	(22) Storage warehouses				15
16	(23) Wharves and docks				16
17	(24) Coal and ore wharves				17
18	(25) TOFC/COFC terminals				18
19	(26) Communication systems				19
20	(27) Signals and interlockers				20
21	(29) Power plants				21
22	(31) Power-transmission systems				22
23	(35) Miscellaneous structures				23
24	(37) Roadway machines				24
25	(39) Public improvements - Construction				25
26	(44) Shop machinery *				26
27	(45) Power-plant machinery				27
28	All other road accounts				28
29	Amortization (Adjustments)				29
30	TOTAL ROAD				30
	EQUIPMENT				
31	(52) Locomotives				31
32	(53) Freight-train cars				32
33	(54) Passenger-train cars				33
34	(55) Highway revenue equipment				34
35	(56) Floating equipment				35
36	(57) Work equipment				36
37	(58) Miscellaneous equipment				37
38	(59) Computer systems and word processing equip.				38
39	Amortization Adjustments				39
40	TOTAL EQUIPMENT				40
41	GRAND TOTAL				41

*To be reported with equipment expenses rather than W&S expenses.

342. ACCUMULATED DEPRECIATION-IMPROVEMENTS TO ROAD AND EQUIPMENT LEASED FROM OTHERS

(Dollars in Thousands)

1. Enter the required information concerning debits and credits to Account 733, "Accumulated Depreciation-Improvements on Leased Property," during the year relating to improvements made to road and equipment property leased from others, the depreciation charges for which are included in operating expenses of the respondent.

2. If any entries are made for column (d) "Other credits" or column (f) "Other debits," state the facts occasioning such entries on page 35. A debit balance in column (b) or (g) for any primary account should be shown in parenthesis or designated "Dr."

3. Any inconsistency between the credits to the reserve as shown in column (c) and the charges to operating expenses should be fully explained on page 35.

4. Show in column (e) the debits to the reserve arising from retirements. These debits should not exceed investment, etc.

5. Details in the respective sections of this schedule may be omitted if either total road leased from others or total equipment leased from others represents less than 5% of total road owned or total equipment owned, respectively. However, line 39, Grand Total, should be completed.

Line No.	Cross Check	Account (a)	Balance at beginning of year (b)	CREDITS TO RESERVE During the year		DEBITS TO RESERVE During the year		Balance at close of year (g)	Line No.
				Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)		
		ROAD							
1		(3) Grading							1
2		(4) Other right-of-way expenditures							2
3		(5) Tunnels and subways	Total road leased	(732) from others	is less than 5% of total road owned.				3
4		(6) Bridges, trestles, and culverts							4
5		(7) Elevated structures							5
6		(8) Ties							6
7		(9) Rail and other track material							7
8		(11) Ballast							8
9		(13) Fences, snow sheds, and signs							9
10		(16) Station and office buildings		AMOUNTS ARE INCLUDED					10
11		(17) Roadway buildings							11
12		(18) Water stations		IN SCHEDULE 335.					12
13		(19) Fuel stations							13
14		(20) Shops and enginehouses							14
15		(22) Storage warehouses							15
16		(23) Wharves and docks							16
17		(24) Coal and ore wharves							17
18		(25) TOFC/COFC terminals							18
19		(26) Communication systems							19
20		(27) Signals and interlockers							20
21		(29) Power plants							21
22		(31) Power-transmission systems							22
23		(35) Miscellaneous structures							23
24		(37) Roadway machines							24
25		(39) Public improvements - construction							25
26		(44) Shop machinery *							26
27		(45) Power-plant machinery							27
28		All other road accounts							28
29		TOTAL ROAD							29
		EQUIPMENT							
30		(52) Locomotives							30
31		(53) Freight-train cars	Total road leased	(732) from others	is less than 5% of total road owned.				31
32		(54) Passenger-train cars							32
33		(55) Highway revenue equipment							33
34		(56) Floating equipment							34
35		(57) Work equipment							35
36		(58) Miscellaneous equipment							36
37		(59) Computer systems and word processing equipment							37
38		TOTAL EQUIPMENT							38
39		GRAND TOTAL	19,865	3,992		868		22,989	39

*To be reported with equipment expenses rather than W&S expenses.

NOTES AND REMARKS FOR SCHEDULE 342

Schedule 335

Following amounts represent transfers from depreciation expense to inventory and capital accounts to recognize allocated overhead costs.

Line	Column	Amount
10	d	5,210
14	d	2,230
19	d	2,178
24	d	9,482

350. DEPRECIATION BASE AND RATES-ROAD AND EQUIPMENT LEASED TO OTHERS

(Dollars in Thousands)

1. This schedule is to be used in cases where the related depreciation reserve is carried in the accounts of the respondent and the rent therefrom is included in Accounts 32-11-00, 32-12-00, 32-13-00, 32-21-00, 32-22-00, and 32-23-00.

2. Show in columns (b) and (c), for each primary account, the depreciation base used in computing the depreciation for the months of January and December, respectively, with respect to road and equipment owned by the respondent but leased to others, the depreciation charges for which are not included in operating expenses of the respondent, but for which the depreciation reserve is recorded in the accounts of the respondent. If the base for road is other than the original cost or estimated original cost as found by the Commission's Bureau of Accounts, brought to a current date by the respondent from its Order No. 3 records and accounts, or is other than ledger value for equipment, a full explanation should be given.

3. In column (d) show the composite rates used to compute the depreciation for the month of December and on lines 29 and 38 of this column show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary accounts composite rates to the depreciation base used to compute the depreciation for December and dividing the total also computed by the depreciation base.

4. If depreciation accruals have been discontinued for any account, the depreciation base should be reported, nevertheless, in support of depreciation reserves. Authority for the discontinuance of accruals should be shown in a footnote indicating the account(s) affected.

5. If total road leased to others is less than 5% of total road owned; omit. If total equipment leased to others is less than 5% of total equipment owned; omit. However, Line 39, Grand Total, should be completed.

Line No.	Account (a)	Depreciation base		Annual composite rate (percent) (d)	Line No.
		At beginning of year (b)	At close of year (c)		
	ROAD				
1	(3) Grading				1
2	(4) Other right-of-way expenditures				2
3	(5) Tunnels and subways				3
4	(6) Bridges, trestles, and culverts				4
5	(7) Elevated structures				5
6	(8) Ties	TOTAL ROAD AND EQUIPMENT LEASED			6
7	(9) Rail and other track material				7
8	(11) Ballast	TO OTHERS IS LESS THAN			8
9	(13) Fences, snow sheds, and signs				9
10	(16) Station and office buildings	5% OF TOTAL OWNED.			10
11	(17) Roadway buildings				11
12	(18) Water stations	RENT ON RAILROAD PROPERTY LEASED TO			12
13	(19) Fuel stations				13
14	(20) Shops and enginehouses	OTHERS AS SHOWN ON SCHEDULE 352A			14
15	(22) Storage warehouses				15
16	(23) Wharves and docks	IS NOT CARRIED IN ACCTS.			16
17	(24) Coal and ore wharves				17
18	(25) TOFC/COFC terminals	32-11-00, 32-12-00, 32-13-00.			18
19	(26) Communication systems				19
20	(27) Signals and interlockers	32-21-00, 32-22-00 AND 32-23-00.			20
21	(29) Power plants				21
22	(31) Power-transmission systems				22
23	(35) Miscellaneous structures				23
24	(37) Roadway machines				24
25	(39) Public improvements - construction				25
26	(44) Shop machinery *				26
27	(45) Power-plant machinery				27
28	All other road accounts				28
29	TOTAL ROAD				29
	EQUIPMENT				
30	(52) Locomotives				30
31	(53) Freight-train cars				31
32	(54) Passenger-train cars				32
33	(55) Highway revenue equipment				33
34	(56) Floating equipment				34
35	(57) Work equipment				35
36	(58) Miscellaneous equipment				36
37	(59) Computer systems and word processing equipment				37
38	TOTAL EQUIPMENT				38
39	GRAND TOTAL				39

*To be reported with equipment expenses rather than W&S expenses.

351. ACCUMULATED DEPRECIATION-ROAD AND EQUIPMENT LEASED TO OTHERS
(Dollars in Thousands)

1. This schedule is to be used in cases where the depreciation reserve is carried in the accounts of the respondent and the rent therefrom is included in Accounts 32-11-00, 32-12-00, 32-13-00, 32-21-00, 32-22-00, and 32-23-00
2. Disclose credits and debits to Account 735, "Accumulated Depreciation-Road and Equipment Property," during the year relating to road and equipment leased to others, the depreciation charges for which are not includible in operating expenses of the respondent (See Schedule 330 for the reserve relating to road and equipment owned and used by the respondent)
3. If any entries are made for "Other credits", and "Other debits," state the facts occasioning such entries. A debit balance in columns (b) or (g) for any primary account should be shown in parenthesis or designated "Dr "
4. Details in the respective sections of this schedule may be omitted if either total road leased to others or total equipment leased from others represents less than 5% of total road owned or total equipment owned, respectively. However, line 39, Grand Total, should be completed

Line No	Cross Check	Account (a)	Balance at beginning of year (b)	CREDITS TO RESERVE During the year		DEBITS TO RESERVE During the year		Balance at close of year (g)	Line No
				Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)		
		ROAD							
1		(3) Grading							1
2		(4) Other right-of-way expenditures							2
3		(5) Tunnels and subways							3
4		(6) Bridges, trestles, and culverts							4
5		(7) Elevated structures							5
6		(8) Ties							6
7		(9) Rail and other track material							7
8		(11) Ballast		TOTAL ROAD AND EQUIPMENT					8
9		(13) Fences, snow sheds, and signs							9
10		(16) Station and office buildings		LEASED TO OTHERS IS LESS					10
11		(17) Roadway buildings							11
12		(18) Water stations		THAN 5% OF TOTAL OWNED.					12
13		(19) Fuel stations							13
14		(20) Shops and enginehouses							14
15		(22) Storage warehouses							15
16		(23) Wharves and docks		RENT ON RAILROAD PROPERTY LEASED					16
17		(24) Coal and ore wharves							17
18		(25) TOFC/COFC terminals		TO OTHERS AS SHOWN ON SCHEDULE					18
19		(26) Communication systems							19
20		(27) Signals and interlockers		352A IS NOT CARRIED IN ACCTS					20
21		(28) Power plants							21
22		(31) Power-transmission systems		32-11-00, 32-12-00, 32-13-00,					22
23		(35) Miscellaneous structures							23
24		(37) Roadway machines		32-21-00, 32-22-00 AND 32-23-00					24
25		(39) Public improvements - Construction							25
26		(44) Shop machinery							26
27		(45) Power-plant machinery							27
28		All other road accounts							28
29		TOTAL ROAD							29
		EQUIPMENT							
30		(52) Locomotives							30
31		(53) Freight-train cars							31
32		(54) Passenger-train cars							32
33		(55) Highway revenue equipment							33
34		(56) Floating equipment							34
35		(57) Work equipment							35
36		(58) Miscellaneous equipment							36
37		(59) Comp. systems and word processing equipment							37
38		TOTAL EQUIPMENT							38
39		GRAND TOTAL							39

*To be reported with equipment expenses rather than W&S expenses.

352A INVESTMENT IN RAILROAD PROPERTY USED IN TRANSPORTATION SERVICE (By Company)
(Dollars in Thousands)

1. Disclose the investment in railway property used in transportation service at the close of the year. This investment represents the aggregate of property owned or leased by the respondent and used in the respondent's transportation service. Such property includes (a) the investment reported in Accounts 731, "Road and Equipment Property" and 732 "Improvements on Leased Property" of the respondent, less any 731 or 732 property leased to others for their exclusive use of road, track or bridges (including equipment of other railway property covered by the contract). Equipment leased to others under separate district contracts shall not be deducted from the respondent's 731 or 732 property, and (b) the investment other companies' 731 or 732 property (including operating and lessor railroads) used by the respondent when the lease is for exclusive use or control of roads, tracks, or bridges (including equipment of other railway property covered by the contract). This excludes leased equipment from operating railroads under separate district contracts and the investment of other carriers in property jointly used by the respondent.
2. In column (a), classify each company in this schedule as respondent (R), lessor railroad (L), inactive or proprietary company (P), and other leased properties (O).
3. In column (a) to (e), inclusive, first show the data requested for the respondent (R); next the data for companies whose entire properties are used in transportation service of the respondent, divided between the lessor (L) and proprietary (P) companies; followed by data for carriers and others (O), portions of whose property are used in transportation service of the respondent. Show total for each class of company in column (d) and (e). Then show, as deductions, data for transportation property leased to carriers and others.
4. In column (c), line-haul carriers report the miles of road used in line-haul service. Report miles in whole numbers.
5. In column (d), show the amount applicable in Accounts 731 and 732 on the books of the companies whose names appear in column (b). Values of property of other carriers segregated by estimate or otherwise should correspond in amount to the deductions made by the owners in their reports. If separate value is not available, explanations should be given. Differences between the amounts in column (d) of this schedule and the amounts in column (c), line 24, on the asset side of the comparative general balance sheet of each individual railway, should be explained in a footnote. Book value included in accounts 731 or 732 of the owner should be reported in column (d) in reference to the investment of the investment in the securities of the owner unless a good reason can be given for the contrary. Methods of estimating (by capitalizing rentals at 6 percent or otherwise) value of property of private owners, or portions of property of other carriers should be explained.
6. In column (e), show the amount of depreciation and amortization accrued as of the close of the year in accounts 733, 734, 735, 736, and 772 that is applicable to the property of the carriers whose names are listed in column (b), regardless of where the reserves therefor are recorded.

Line No	Class (See Ins. 2)	Name of company	Miles of road used (See Ins. 4) (whole number)	Investments in property (See Ins. 5)	Depreciation and amortization of defense products (See Ins. 6)	Line No
(a)	(b)	(c)	(d)	(e)		
1	R	Burlington Northern Santa Fe Railway	26,703	21,381,276	4,301,600	1
2						2
3		Add Leased from Others:				3
4	O	LacQuiParle Reg. Auth. Hanley Falls				4
5		to Madison, MN - Track	36	**	*	5
6	O	Shippers Consortium, Inc. - Council				6
7		Bluffs, NE to Bayard, IA - Track	100	**	*	7
8	O	SP - Klamath Falls, OR - Switch Track & Track		**	*	8
9	O	STLSW - Rio to Hampton, TX - 2nd Track		**	*	9
10	O	U. S. Government-Shelton to Bangor &	49	**	*	10
11		Bremerton, WA - Track				11
12	O	City of Pueblo, CO - way switching tracks at Devine, CO		53		12
13	O	Conrail - turnouts and yard tracks at Chicago		9		13
14		Total Leased from Others	185	62		14
15						15
16		Deduct Leased to Others:				16
17	O	Montana Rail Link	507	210,066	139,382	17
18	O	MKT - Rosedale, KS - Driveway		2	0	18
19	O	DMIR - Hibbing, MN Turnout(4th Ave. West)		5	4	19
20	O	Brandon Corp. - S. Omaha, NE - Yard		33	12	20
21	O	Oakland Terminal Railway - yard				21
22		switching tracks at Oakland, CA.		217	139	22
23	O	Houston Belt & Trmnl. Ry. Co. - second main tracks				23
24		& yard switching tracks at Houston, TX.	5	667	422	24
25		Total Leased to Others	512	211,042	139,959	25
26						26
27		Deduct Operated by Others:				27
28	O	Granbelt Corporation	189	15,254	6,597	28
29	O	Red River Valley & Western	653	40,739	22,512	29
30		Total Operated by Others	842	55,993	29,109	30
31		Net Deductions	(1,169)	(266,973)	(169,068)	31
32		GRAND TOTAL	25,534	21,114,303	4,132,532	32

* Depreciation not available to respondent.

** Investment not available to respondent.

352B INVESTMENT IN RAILWAY PROPERTY USED IN TRANSPORTATION SERVICE

(By Property Accounts)

(Dollars in Thousands)

1. In columns (b) through (e) give, by primary accounts, the amount of investment at the close of the year in property of the respondent and each group or class of companies and properties.
2. The amounts for respondent and for each group or class of companies and properties on line 44 herein, should correspond with the amounts for each class of company and properties shown in Schedule 352A. Continuing records shall be maintained by respondent of the primary property accounts separately for each company or property included in this schedule.
3. Report on line 29 amounts representing capitalization of rentals for leased property based on 6 percent per year where property is not classified by accounts by non-carrier owners, or where cost of property leased from other carriers is not ascertainable. Identify non-carrier owners, and briefly explain on page 37 methods of estimating value of property of non-carriers or property of other carriers.
4. Report on line 30 amounts not includible in the accounts shown, or on line 29. The items reported should be briefly identified and explained. Also include here those items after permission is obtained from the Commission for exceptions to prescribed accounting. Reference to such authority should be made when explaining the amounts reported. Respondents must not make arbitrary changes to the print stub or column headings without authority from the Commission

Line No.	Cross Check	Account (a)	Respondent (b)	Lessor railroads (c)	Inactive (proprietary companies) (d)	Other Leased Properties (e) **	Line No.
1		(2) Land for transportation purposes	1,374,702			(1,282)	1
2		(3) Grading	1,533,168			(30,554)	2
3		(4) Other, right-of-way expenditures	17,354			(48)	3
4		(5) Tunnels and subways	86,608			(4,321)	4
5		(6) Bridges, trestles, and culverts	1,399,818			(10,475)	5
6		(7) Elevated structures					6
7		(8) Ties	2,337,842			(48,075)	7
8		(9) Rail and other track material	5,723,399			(113,993)	8
9		(11) Ballast	1,428,069			(26,696)	9
10		(13) Fences, snow sheds, and signs	36,488			(673)	10
11		(16) Station and office buildings	479,842			(3,438)	11
12		(17) Roadway buildings	38,372			(1,176)	12
13		(18) Water stations	6,606			(26)	13
14		(19) Fuel stations	92,290			(835)	14
15		(20) Shops and enginehouses	322,417			(1,650)	15
16		(22) Storage warehouses					16
17		(23) Wharves and docks	1,272				17
18		(24) Coal and ore wharves	22,192				18
19		(25) TOFC/COFC terminals	307,002			(167)	19
20		(26) Communication systems	362,650			(7,210)	20
21		(27) Signals and interlockers	1,418,854			(12,562)	21
22		(29) Power plants	2,897			(2)	22
23		(31) Power-transmission systems	17,315			(312)	23
24		(35) Miscellaneous structures	31,201			(290)	24
25		(37) Roadway machines	265,143				25
26		(39) Public Improvements-Construction	236,790			(1,915)	26
27		(44) Shop machinery	139,188			(86)	27
28		(45) Power-plant machinery	3,823				28
29		Leased property capitalized rentals (explain)					29
30		Other (specify and explain)					30
31		TOTAL ROAD	17,685,302			(266,786)	31
32		(52) Locomotives	1,169,537				32
33		(53) Freight-train cars	1,310,046				33
34		(54) Passenger-train cars					34
35		(55) Highway revenue equipment	2,124				35
36		(56) Floating equipment					36
37		(57) Work equipment	112,429				37
38		(58) Miscellaneous equipment	237,416				38
39		(59) Computer systems and word processing equipment	394,931			(171)	39
40		TOTAL EQUIPMENT	3,226,483			(171)	40
41		(76) Interest during construction	12,958			(16)	41
42		(80) Other elements of investment	10,695				42
43		(80) Construction work in process	445,838				43
44		GRAND TOTAL	21,381,276			(266,973)	44

** Includes property leased from and to others and operated by others

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 410

Cross-checks

Schedule 410		Schedule 210
Line 620, column (h)	=	Line 14, column (b)
Line 620, column (f)	=	Line 14, column (d)
Line 620, column (g)	=	Line 14, column (e)
		Schedule 412
Line 136 thru 138, column (f)	=	Line 29, column (b)
Line 118 thru 123, and 130 thru 135 column (f)	=	Line 29, column (c)
		Schedule 414
Line 231, column (f)	=	Line 19, columns (b) thru (d)
Line 230, column (f)	=	Line 19, columns (e) thru (g)
		Schedule 415
Line 207, 208, 211, 212, column (f)	=	Lines 5, 38, column (f)
Line 226, 227, column (f)	=	Lines 24, 39, column (f)
Line 311, 312, 315, 316, column (f)	=	Lines 32, 35, 36, 37, 40, 41, column (f)
		And
		Schedule 414
		Minus line 24, columns (b) thru (d) plus line 24, columns (e) thru (g)
		Schedule 415
Line 213, column (f)	=	Lines 5, 38, columns (c) and (d)
Line 232, column (f)	=	Lines 24, 39, columns (c) and (d)
Line 317, column (f)	=	Lines 32, 35, 36, 37, 40, 41, columns (c) and (d)
Lines 202, 203, 216, column (f) (equal to or greater than, but variance cannot exceed line 216, column (f))		Lines 5, 38, column (b)
Lines 221, 222, 235, column (f) (equal to or greater than, but variance cannot exceed line 235, column (f))		Lines 24, 39, column (b)
Lines 302 thru 307, and 320, column (f) (equal to or greater than, but variance cannot exceed line 320, column (f))		Lines 32, 35, 36, 37, 40, 41, column (b)
		Schedule 417
Line 507, column (f)	=	Line 1, column (j)
Line 508, column (f)	=	Line 2, column (j)
Line 509, column (f)	=	Line 3, column (j)
Line 510, column (f)	=	Line 4, column (j)
Line 511, column (f)	=	Line 5, column (j)
Line 512, column (f)	=	Line 6, column (j)
Line 513, column (f)	=	Line 7, column (j)
Line 514, column (f)	=	Line 8, column (j)
Line 515, column (f)	=	Line 9, column (j)
Line 516, column (f)	=	Line 10, column (j)
Line 517, column (f)	=	Line 11, column (j)
		Schedule 450
Line 4, column (b)		Schedule 210
		Line 47, column (b)

410. RAILWAY OPERATING EXPENSES
(Dollars in Thousands)

State the railway operating expenses on respondent's road for the year, classifying them in accordance with the Uniform System of Accounts for Railroad Companies, and allocate the common operating expenses in accordance with the Commission's rules governing the separation of such expenses between freight and passenger services.

Line No.	Cross Check	Name of railway operating expense account	(a)	Salaries and wages	(b)	Material, tools, supplies, fuels, and lubricants	(c)	Freight Purchased services	(d)	General	(e)	Total freight expense	(f)	Passenger	(g)	Total	(h)	Line No.
		WAY AND STRUCTURES ADMINISTRATION																
1		Track		6,417	1,983			3,534		4,712		16,648				16,648		1
2		Bridges and Buildings		3,539	1,093			1,950		2,601		9,183				9,183		2
3		Signal		2,433	752			1,341		1,787		6,313				6,313		3
4		Communication		1,106	342			610		812		2,870				2,870		4
5		Other		8,630	2,666			4,752		8,642		24,690				24,690		5
		REPAIR AND MAINTENANCE																
6		Roadway - Running		31,142	4,334			18,084		3,126		56,686				56,686		6
7		Roadway - Switching		4,335	595			2,355		426		7,711				7,711		7
8		Tunnels and Subways - Running		276	36			127		5		444				444		8
9		Tunnels and Subways - Switching		38				17		1		56				56		9
10		Bridges and Culverts - Running		13,520	2,813			3,174		1,848		21,355				21,355		10
11		Bridges and Culverts - Switching		1,928	1,202			434		252		3,714				3,714		11
12		Ties - Running		1,129	254			(11)		485		1,857				1,857		12
13		Ties - Switching		214	108			(1)		66		387				387		13
14		Rail and Other Track Material - Running		84,283	22,735			22,653		3,427		133,098				133,098		14
15		Rail and Other Track Material - Switching		11,670	3,156			3,089		487		18,382				18,382		15
16		Ballast - Running		1,703	759			1,151		318		3,931				3,931		16
17		Ballast - Switching		256	114			158		43		571				571		17
18		Road Property Damaged - Running		1,375	380					9		1,764				1,764		18
19		Road Property Damaged - Switching		208	53					1		262				262		19
20		Road Property Damaged - Other																20
21		Signals and Interlockers - Running		43,288	14,784			(859)		(3,639)		53,584				53,584		21
22		Signals and Interlockers - Switching		5,972	2,180			(117)		(496)		7,539				7,539		22
23		Communication Systems		17,637	7,854			1,276		1,048		27,815				27,815		23
24		Power Systems		1,203	743			1,041		9		2,996				2,996		24
25		Highway Grade Crossing - Running		44	88			928		232		1,292				1,292		25
26		Highway Grade Crossing - Switching		7	18			127		22		174				174		26
27		Station and Office Buildings		4,860	1,946			12,255		1,778		20,839				20,839		27
28		Shop Buildings - Locomotives		4,835	1,643			6,035		217		12,730				12,730		28
29		Shop Buildings - Freight Cars		545	929			680		24		2,178		N/A		2,178		29
30		Shop Buildings - Other Equipment		1,430	2,439			1,785		64		5,718				5,718		30

410. RAILWAY OPERATING EXPENSES - Continued (Dollars in Thousands)											
Line No.	Cross Check	Name of railway operating expense account	Freight						Total	Line No.	
			Salaries and wages (b)	Material, tools, supplies, fuels, and lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	Passenger (g)			
		(a)								(h)	
		REPAIR AND MAINTENANCE - Continued									
101		Locomotive Servicing Facilities	882	461	2,305	250	3,898			3,898	101
102		Miscellaneous Buildings and Structures	5,962	1,725	3,107	394	11,188			11,188	102
103		Coal Terminals	1,324	2,000	224	1	3,549		N/A	3,549	103
104		Ore Terminals	2,269	502	771	347	3,889		N/A	3,889	104
105		Other Marine Terminals	8			65	73		N/A	73	105
106		TOFC/COFC Terminals	422	1,200	10,970	6,153	18,745		N/A	18,745	106
107		Motor Vehicle Loading and Distribution							N/A		107
108		Facil. for Other Special Service Operations							N/A		108
109		Roadway Machines	2,263	8,356	1,154	57	11,830			11,830	109
110		Small Tools and Supplies	27	18,697	923	92	19,739			19,739	110
111		Snow Removal	5,669	692	618	163	7,142			7,142	111
112		Fringe Benefits - Running	N/A	N/A	N/A	69,247	69,247			69,247	112
113		Fringe Benefits - Switching	N/A	N/A	N/A	9,528	9,528			9,528	113
114		Fringe Benefits - Other	N/A	N/A	N/A	19,448	19,448			19,448	114
115		Casualties and Insurance - Running	N/A	N/A	N/A	30,734	30,734			30,734	115
116		Casualties and Insurance - Switching	N/A	N/A	N/A	4,039	4,039			4,039	116
117		Casualties and Insurance - Other	N/A	N/A	N/A	(12,396)	(12,396)			(12,396)	117
118	*	Lease Rentals Debit - Running	N/A	N/A	N/A	N/A	N/A				118
119	*	Lease Rentals Debit - Switching	N/A	N/A	N/A	N/A	N/A				119
120	*	Lease Rentals Debit - Other	N/A	N/A	26,345	N/A	26,345			26,345	120
121	*	Lease Rentals (Credit) - Running	N/A	N/A	(12,119)	N/A	(12,119)			(12,119)	121
122	*	Lease Rentals (Credit) - Switching	N/A	N/A	N/A	N/A	N/A				122
123	*	Lease Rentals (Credit) - Other	N/A	N/A	N/A	N/A	N/A				123
124	*	Joint Facility Rent Debit - Running	N/A	N/A	8,421	N/A	8,421			8,421	124
125	*	Joint Facility Rent Debit - Switching	N/A	N/A	1,141	N/A	1,141			1,141	125
126	*	Joint Facility Rent Debit - Other	N/A	N/A	1,821	N/A	1,821			1,821	126
127	*	Joint Facility Rent (Credit) - Running	N/A	N/A	(4,492)	N/A	(4,492)			(4,492)	127
128	*	Joint Facility Rent (Credit) - Switching	N/A	N/A	(624)	N/A	(624)			(624)	128
129	*	Joint Facility Rent (Credit) - Other	N/A	N/A	(1,123)	N/A	(1,123)			(1,123)	129
130	*	Other Rents Debit - Running	N/A	N/A	147	N/A	147			147	130
131	*	Other Rents Debit - Switching	N/A	N/A	20	N/A	20			20	131
132	*	Other Rents Debit - Other	N/A	N/A	1,709	N/A	1,709			1,709	132
133	*	Other Rents (Credit) - Running	N/A	N/A	N/A	N/A	N/A				133

410. RAILWAY OPERATING EXPENSES - Continued
(Dollars in Thousands)

Line No.	Cross Check	Name of railway operating expense account (a)	Freight					Passenger	Total	Line No.
			Salaries and wages (b)	Material, tools, supplies, fuels, and lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)			
134	*	REPAIR AND MAINTENANCE - Continued								
135	*	Other Rents (Credit) - Switching	N/A	N/A		N/A				134
136	*	Other Rents (Credit) - Other	N/A	N/A		N/A				135
137	*	Depreciation - Running	N/A	N/A	N/A	353,730	353,730		353,730	136
138	*	Depreciation - Switching	N/A	N/A	N/A	12,121	12,121		12,121	137
139	*	Depreciation - Other	N/A	N/A	N/A	76,629	76,629		76,629	138
140	*	Joint Facility Debit - Running	N/A	N/A	48,249	N/A	48,249		48,249	139
141	*	Joint Facility Debit - Switching	N/A	N/A	6,581	N/A	6,581		6,581	140
142	*	Joint Facility Debit - Other	N/A	N/A		N/A				141
143	*	Joint Facility (Credit) - Running	N/A	N/A	(50,198)	N/A	(50,198)		(50,198)	142
144	*	Joint Facility (Credit) - Switching	N/A	N/A	(6,845)	N/A	(6,845)		(6,845)	143
145	*	Joint Facility (Credit) - Other	N/A	N/A		N/A				144
146	*	Dismantling Retired Road Property - Running	74	1	215	32	322		322	145
147	*	Dismantling Retired Road Property - Switching	10		29	4	43		43	146
148	*	Dismantling Retired Road Property - Other								147
149	*	Other - Running	9	72	(913)	602	(230)		(230)	148
150	*	Other - Switching	1	10	(130)	218	99		99	149
151	*	Other - Other	5	48	(587)	387	(149)		(149)	150
		TOTAL WAY AND STRUCTURES	272,846	109,771	124,287	600,132	1,107,036		1,107,036	151
		EQUIPMENT								
		LOCOMOTIVES								
201	*	Administration	6,833	311	1,278	947	9,369		9,369	201
202	*	Repair and Maintenance	96,347	87,911	140,667	59,108	384,033		384,033	202
203	*	Machinery Repair	2,636	2,221		466	5,323		5,323	203
204	*	Equipment Damaged				1,061	2,565		2,565	204
205	*	Fringe Benefits	879	625		38,409	38,409		38,409	205
206	*	Other Casualties and Insurance	N/A	N/A	N/A	12,722	12,722		12,722	206
207	*	Lease Rentals Debit	N/A	N/A	176,656	N/A	176,656		176,656	207
208	*	Lease Rentals (Credit)	N/A	N/A	(186)	N/A	(186)		(186)	208
209	*	Joint Facility Rents - Debit	N/A	N/A		N/A				209
210	*	Joint Facility Rents - (Credit)	N/A	N/A		N/A				210
211	*	Other Rents - Debit	N/A	N/A		N/A				211
212	*	Other Rents - (Credit)	N/A	N/A		N/A				212
213	*	Depreciation	N/A	N/A	N/A	102,440	102,440		102,440	213
214	*	Joint Facility - Debit	N/A	N/A	4,816	N/A	4,816		4,816	214
215	*	Joint Facility - (Credit)	N/A	N/A		N/A				215
216	*	Repairs Billed to Others - (Credit)	N/A	N/A	(28,862)	N/A	(28,862)		(28,862)	216

410. RAILWAY OPERATING EXPENSES - Continued (Dollars in Thousands)										
Line No.	Cross Check	Name of railway operating expense account (a)	Freight					Passenger	Total	Line No.
			Salaries and wages (b)	Material, tools, supplies, fuels and lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)			
		LOCOMOTIVES - Continued								
217		Dismantled Retired Property								217
218		Other		999			186		1,185	218
219		TOTAL LOCOMOTIVES	106,695	92,067	294,369	215,339	708,470		708,470	219
		FREIGHT CARS								
220		Administration	4,204	192	788	583	5,765	N/A	5,765	220
221	*	Repair and Maintenance	82,551	101,747	37,930	14,688	236,916	N/A	236,916	221
222	*	Machinery Repair	1,622	1,367		287	3,276	N/A	3,276	222
223		Equipment Damaged	1,733	(519)	688	13,901	15,803	N/A	15,803	223
224		Fringe Benefits	N/A	N/A	N/A	32,439	32,439	N/A	32,439	224
225		Other Casualties and Insurance	N/A	N/A	N/A	24,701	24,701	N/A	24,701	225
226	*	Lease Rentals Debt	N/A	N/A	186,988	N/A	186,988	N/A	186,988	226
227	*	Lease Rentals (Credit)	N/A	N/A		N/A		N/A		227
228		Joint Facility Rents - Debit	N/A	N/A		N/A		N/A		228
229	*	Joint Facility Rents - (Credit)	N/A	N/A		N/A		N/A		229
230	*	Other Rents - Debit	N/A	N/A	440,742	N/A	440,742	N/A	440,742	230
231	*	Other Rents - (Credit)	N/A	N/A	(127,332)	N/A	(127,332)	N/A	(127,332)	231
232	*	Depreciation	N/A	N/A	N/A	51,168	51,168	N/A	51,168	232
233		Joint Facility - Debit	N/A	N/A		N/A		N/A		233
234		Joint Facility - (Credit)	N/A	N/A		N/A		N/A		234
235	*	Repairs Billed to Others - (Credit)	N/A	N/A	(81,806)	N/A	(81,806)	N/A	(81,806)	235
236		Dismantling Retired Property						N/A		236
237		Other		614		115	729	N/A	729	237
238		TOTAL FREIGHT CARS	90,110	103,401	457,996	137,882	789,389	N/A	789,389	238
		OTHER EQUIPMENT								
301		Administration	2,132	98	398	322	2,950		2,950	301
		Repairs and Maintenance								
302	*	Trucks, Tractors, & Containers - Revenue Svc	559	240	57,782		58,591	N/A	58,591	302
303	*	Floating Equipment - Revenue Service						N/A		303
304	*	Passenger and Other Revenue Equipment	636	37		24	697		697	304
305	*	Computers and Data Processing Systems	9	22		6,310	6,341		6,341	305
306	*	Machinery	811	684		246	1,741		1,741	306
307	*	Work and Non-Revenue Equipment	1,600	7,525	24,746	(1,776)	32,095		32,095	307
308		Equipment Damaged	113	333			446		446	308
309		Fringe Benefits	N/A	N/A	N/A	2,110	2,110		2,110	309
310		Other Casualties and Insurance	N/A	N/A	N/A	3,393	3,393		3,393	310
311	*	Lease Rentals - Debit	N/A	N/A	75,702	N/A	75,702		75,702	311
312	*	Lease Rentals - (Credit)	N/A	N/A		N/A				312

410. RAILWAY OPERATING EXPENSES - Continued (Dollars in Thousands)										
Line No.	Cross Check	Name of railway operating expense account	Freight					Passenger	Total	Line No.
			Salaries and wages (b)	Material, tools, supplies, fuels and lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)			
		OTHER EQUIPMENT - Continued								
313		Joint Facility Rents - Debit	N/A	N/A		N/A				313
314	*	Joint Facility Rents - (Credit)	N/A	N/A		N/A				314
315	*	Other Rents - Debit	N/A	N/A	47,869	N/A	47,869		47,869	315
316	*	Other Rents - (Credit)	N/A	N/A	(13,532)	N/A	(13,532)		(13,532)	316
317	*	Depreciation	N/A	N/A	N/A	N/A	100,259		100,259	317
318		Joint Facility - Debit	N/A	N/A		N/A				318
319		Joint Facility - (Credit)	N/A	N/A	(76)	N/A	(76)		(76)	319
320	*	Repairs Billed to Others - (Credit)	N/A	N/A	(11,019)	N/A	(11,019)		(11,019)	320
321		Dismantling Retired Property			2		2		2	321
322		Other	5,860	613	267	(2,319)	(1,439)		(1,439)	322
323		TOTAL OTHER EQUIPMENT	202,665	9,552	182,149	108,569	306,130		306,130	323
324		TOTAL EQUIPMENT		205,020	934,514	461,790	1,803,989		1,803,989	324
		TRANSPORTATION:								
		TRAIN OPERATIONS								
401		Administration	43,688	3,304	6,377	15,314	68,683		68,683	401
402		Engine Crews	301,608	(235)	11,551	980	313,904		313,904	402
403		Train Crews	375,725	(318)	38,651	13,397	427,455		427,455	403
404		Dispatching Trains	29,056	(17)	146	1,842	31,027		31,027	404
405		Operating Signals and Interlockers	3,777	1,078	4,115	4	8,974		8,974	405
406		Operating Drawbridges	1,558			33	1,591		1,591	406
407		Highway Crossing Protection	1,209	3	2,440	6	3,658		3,658	407
408		Train Inspection and Lubrication	22,153	914	(79)	2,272	25,260		25,260	408
409	*	Locomotive Fuel		690,492			690,492		690,492	409
410		Electric Power Purch/Prod. for Motive Power			(104)		(104)		(104)	410
411		Servicing Locomotives	52,750	15,086	(1,877)	(392)	65,567		65,567	411
412		Freight Lost or Damaged - Solely Related		N/A	N/A					412
413		Clearing Wrecks	41	207		9,055	9,303		9,303	413
414		Fringe Benefits	N/A	N/A	N/A	299,742	299,742		299,742	414
415		Other Casualties and Insurance	N/A	N/A	N/A	87,848	87,848		87,848	415
416		Joint Facility - Debit	N/A	N/A	4,184	N/A	4,184		4,184	416
417		Joint Facility - (Credit)	N/A	N/A	(20,162)	N/A	(20,162)		(20,162)	417
418		Other	1,068	1,938	(1,629)	771	2,148		2,148	418
419		TOTAL TRAIN OPERATIONS	832,633	712,452	43,613	430,872	2,019,570		2,019,570	419
		YARD OPERATIONS								
420		Administration	6,187	469	944	2,214	9,814		9,814	420
421		Switch Crews	203,810				203,810		203,810	421

410. RAILWAY OPERATING EXPENSES - Continued (Dollars in Thousands)										
Line No.	Cross Check	Name of railway operating expense account (a)	Freight					Passenger	Total (h)	Line No.
			Salaries and wages (b)	Material, tools, supplies, fuels (c)	Purchased services (d)	General (e)	Total freight expense (f)			
		YARD OPERATIONS - Continued								
422		Controlling Operations	26,211			828	1		27,140	422
423		Yard Terminal Clerical	48,975	2,323		2,812			54,110	423
424		Operating Switches Signals, Retarders & Humps					47		47	424
425		Locomotive Fuel		36,342					36,342	425
426		Electric Power Purchased for Motive Power								426
427		Servicing Locomotives	2				2,338		2,338	427
428		Freight Lost or Damaged - Solely Related	N/A	N/A	N/A					428
429		Cleaning Wrecks			3	2,466			2,469	429
430		Fringe Benefits	N/A	N/A		N/A			102,665	430
431		Other Casualties and Insurance	N/A	N/A		N/A			23,517	431
432		Joint Facility - Debit	N/A	N/A		17,422			17,422	432
433		Joint Facility - (Credit)	N/A	N/A		(3,231)			(3,231)	433
434		Other	1		74	1,533	4		1,812	434
435		TOTAL YARD OPERATIONS	285,186	39,211	22,874	22,874	130,784		478,055	435
501		TRAIN AND YARD OPERATIONS COMMON								501
502		Cleaning Car Interiors	5		2	4,026	N/A		4,033	502
503		Adjusting and Transferring Loads	108		14	2,244	N/A		2,366	503
504		Car Loading Devices and Grain Doors								504
505		Freight Lost or Damaged - All other	N/A	N/A		N/A			30,481	505
506		Fringe Benefits	N/A	N/A		N/A	41		41	506
		TOTAL TRAIN AND YARD OPERATIONS COMMON	113		16	6,270	30,522		36,921	506
507		SPECIALIZED SERVICE OPERATIONS								507
508		Administration	21,358		722	4,127	3,259		29,466	508
509		Pick-Up and Delivery, and Marine Line Haul			52	101,577	(538)		101,091	509
510		Loading and Unloading Local Manne	38		1,477	138,096	3,422		143,033	510
511		Protective Services	2,403		4,643	1,065	53		8,164	511
512		Freight Lost or Damaged - Solely Related	N/A	N/A		N/A				512
513		Fringe Benefits	N/A	N/A		N/A			8,568	513
514		Casualties and Insurance	N/A	N/A		N/A	3,213		3,213	514
515		Joint Facility - Debit	N/A	N/A		N/A				515
516		Joint Facility - (Credit)	N/A	N/A		N/A				516
517		Other			5				5	517
		TOTAL SPECIALIZED SERVICE OPERATIONS	23,799		6,899	244,865	17,977		293,540	517

410. RAILWAY OPERATING EXPENSES - Continued (Dollars in Thousands)									
Line No.	Cross Check	Name of railway operating expense account (a)	Freight				Passenger	Total	Line No
			Salaries and wages (b)	Material, tools, supplies, fuels (c)	Purchased services (d)	General (e)			
518		ADMINISTRATIVE SUPPORT OPERATIONS							
519		Administration	46,187	3,433	6,531	14,155		70,306	518
520		Employees Perform Clerical & Accounting Functions	28,507	866	2,911	1,869		34,153	519
521		Communication System Operation	2,497	322	30,129	542		33,490	520
522		Loss and Damage Claims Processing							521
523		Fringe Benefits	N/A	N/A	N/A	27,788		27,788	522
524		Casualties and Insurance	N/A	N/A	N/A	6,674		6,674	523
525		Joint Facility - Debit	N/A	N/A	N/A	N/A			524
526		Joint Facility - (Credit)	N/A	N/A	N/A	N/A			525
527		Other		34				34	526
528		TOTAL ADMINISTRATIVE SUPPORT OPERATIONS	77,191	4,655	39,571	51,028		172,445	527
		TOTAL TRANSPORTATION	1,218,922	763,233	357,193	661,183		3,000,531	528
601		GENERAL AND ADMINISTRATIVE							
602		Officers - General and Administrative	29,662	10,766	5,138	29,593		75,159	601
603		Accounting, Auditing, and Finance	30,266	511	7,175	3,285		41,237	602
604		Management Services and Data Processing	21,852	950	56,611	803		80,216	603
605		Marketing	30,444	1,312	4,777	6,196		42,729	604
606		Sales	30,444	1,311	4,790	6,228		42,773	605
607		Industrial Development	889	6	82	259	N/A	1,236	606
608		Personnel and Labor Relations	10,063	174	5,077	3,903		19,217	607
609		Legal and Secretarial	9,389	180	40,403	4,198		54,170	608
610		Public Relations and Advertising	2,304	905	1,121	1,199		5,529	609
611		Research and Development							610
612		Fringe Benefits	N/A	N/A	N/A	62,601		62,601	611
613		Casualties and Insurance	N/A	N/A	N/A	9,636		9,636	612
614		Writedown of Uncollectible Accounts	N/A	N/A	N/A	15,535		15,535	613
615		Property Taxes	N/A	N/A	N/A	102,617		102,617	614
616		Other Taxes Except on Corp. Income or Payroll	N/A	N/A	N/A	41,720		41,720	615
617		Joint Facility - Debit	N/A	N/A	N/A	N/A			616
618		Joint Facility - (Credit)	N/A	N/A	N/A	N/A			617
619		Other	8,582	1,086	2,702	(318)		(318)	618
620		TOTAL GENERAL AND ADMINISTRATIVE	173,895	17,201	131,567	250,550		573,213	619
		TOTAL CARRIER OPERATING EXPENSES	1,868,328	1,095,225	1,547,561	1,973,655		6,484,769	620

412. WAY AND STRUCTURES
(Dollars in Thousands)

1. Report freight expenses only.
2. The total depreciation expense reported in column (b), line 29, should balance to the sum of the depreciation expense reported in schedule 410, column (f) lines, 136, 137, and 138.
3. Report in column (c) the lease rentals for the various property categories of Way and Structures. The total net lease/rental reported in column (c), line 29 should balance the net amount reported in schedule 410, column (f), lines 118 through 123, plus lines 130 through 135.
If an entire road or segment of track is leased and if the actual breakdown of lease/rentals by property categories is not known, apportion the lease/rentals based on the percentage of the categories' depreciation bases to the depreciation bases for all categories of depreciable leased property.
Use Schedule 352B of this report for obtaining the depreciation bases of the categories of leased property.
4. Amortization adjustment of each road property type which is included in column (b) shall be repeated in column (d) as a debit or credit to the appropriate line item; the net adjustment on line 29 shall equal the adjustment reported on line 29 of schedule 335.
5. Report on line 28 all other lease rentals not apportioned to any category listed on lines 1-27.
6. Line 11, Account 16, should not include computer and data processing equipment reported on line 37 of Schedule 415.

Line No.	Cross Check	Property account	Category (a)	Depreciation (b)	Lease/Rentals (net) (c)	Amortization adjustment during year (d)	Line No.
1		2	Land for transportation purposes	N/A			1
2		3	Grading	25,027			2
3		4	Other right-of-way expenditures	310			3
4		5	Tunnels and subways	1,785			4
5		6	Bridges, trestles, and culverts	25,090			5
6		7	Elevated structures				6
7		8	Ties	99,968			7
8		9	Rail and other track material	138,284			8
9		11	Ballast	71,323			9
10		13	Fences, snowsheds and signs	465			10
11		16	Station and office buildings	8,277			11
12		17	Roadway buildings	918			12
13		18	Water stations	192			13
14		19	Fuel stations	3,062			14
15		20	Shops and enginehouses	6,228			15
16		22	Storage warehouses				16
17		23	Wharves and docks				17
18		24	Coal and ore wharves	231			18
19		25	TOFC/COFC terminals	8,055			19
20		26	Communications systems	16,266			20
21		27	Signals and interlockers	29,778			21
22		29	Power plants	69			22
23		31	Power transmission systems	311			23
24		35	Miscellaneous	1,062			24
25		37	Roadway machines	2,367			25
26		39	Public improvements; construction	3,534			26
27		45	Power plant machines	(122)			27
28		-	Other lease/rentals	N/A	16,102		28
29		-	TOTAL	442,480	16,102		29

414. RENTS FOR INTERCHANGED FREIGHT TRAIN CARS AND OTHER FREIGHT-CARRYING EQUIPMENT
(Dollars in Thousands)

1. Report freight expenses only.

2. Report in this supporting schedule rental information by car type and other freight-carrying equipment relating to the interchange of railroad owned or leased equipment and privately owned equipment (Reporting for leased equipment covers equipment that carrier's own railroad markings).

3. The gross amounts receivable and payable for freight-train cars (line 19, columns (b) through (d), and line 19, columns (e) through (g), respectively) should balance with Schedule 410, column (f) lines 231 (credits) and 230 (debits). Trailer and container rentals in this schedule are included in Schedule 410, column (f) lines 315 and 316. However, the trailer and container rentals in this schedule will not balance to lines 315 and 316 of Schedule 410 because those lines include rentals for "Other Equipment" which is reported in Schedule 415, column (e). The balancing of Schedules 410, 414 and 415 "Other Equipment" is outlined in note 6 to Schedule 415.

4. Report in columns (b) and (e) rentals for private-line cars (whether under railroad control or not) and shipper owned cars.

5. Report in columns (c), (d), (f), and (g) rentals for railroad owned cars prescribed by the Board in Ex Parte No. 334, for which rentals are settled on combination mileage and time basis (basic per diem).

Include railroad owned per diem tank cars on line 17.

NOTES: Mechanical designations for each car type are shown in schedule 710.

Line No.	Cross Check	Type of equipment (a)	GROSS AMOUNTS RECEIVABLE Per diem basis			GROSS AMOUNTS PAYABLE Per diem basis			Line No.
			Private line cars (b)	Mileage (c)	Time (d)	Private line cars (e)	Mileage (f)	Time (g)	
1		Box-Plain 40 Foot		1	13				1
2		Box-Plain 50 Foot and Longer		345	1,098	8,057	3,254	11,954	2
3		Box-Equipped		4,837	16,947	2	10,561	31,683	3
4		Gondola-Plain		209	403	857	935	1,889	4
5		Gondola-Equipped		1,932	6,222	7	3,881	9,599	5
6		Hopper-Covered		7,069	23,921	34,559	5,869	24,797	6
7		Hopper-Open Top-General Service		1,990	4,289	14	555	2,989	7
8		Hopper-Open Top-Special Service		138	126	22	94	302	8
9		Refrigerator-Mechanical		1,685	2,329	37	208	704	9
10		Refrigerator-Non-Mechanical		2,804	7,321	3,368	1,600	4,561	10
11		Flat TOFC/COFC		2,787	12,433	127,743	2,686	10,487	11
12		Flat Multi-Level		1,117	2,459	29,174	1,650	2,317	12
13		Flat-General Service		27	71	123	164	348	13
14		Flat-Other		984	4,760	17,805	2,458	9,788	14
15		Tank-Under 22,000 Gallons		4	18	22,946			15
16		Tank-22,000 Gallons and Over		9	29	28,145			16
17		All Other Freight Cars		36	178	115	58	1,356	17
18		Auto Racks			18,763	12,380		8,584	18
19		TOTAL FREIGHT TRAIN CARS		25,954	101,378	285,454	33,969	121,319	19
		OTHER FREIGHT-CARRYING EQUIPMENT							
20		Refrigerated Trailers							20
21		Other Trailers			17,425	37,735		11,029	21
22		Refrigerated Containers							22
23		Other Containers							23
24		TOTAL TRAILERS AND CONTAINERS			17,425	37,735		11,029	24
25		GRAND TOTAL (LINES 19 AND 24)		25,954	118,803	323,189	33,969	132,348	25

NOTES AND REMARKS

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GENERAL INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 415

1. Report freight expenses only.

2. Report by type of equipment all natural expenses relating to equipment functions (salaries and wages, materials, tools, supplies, fuels and lubricants, purchased services, and general).

3. Report in column (b) net repair expense, excluding the cost to repair damaged equipment.

Schedule 415, column (b), will balance to Schedule 410, column (f), as follows.

(a) Locomotives, line 5 plus line 38, compared to the sum of Schedule 410, lines 202, 203 plus 216 (excluding wreck repairs). Do not report in Schedule 415, Equipment Damaged from Schedule 410, line 204.

(b) Freight Cars, line 24 plus line 39, compared to the sum of Schedule 410, lines 221, 222 plus 235 (excluding wreck repairs). Do not report in Schedule 415, Equipment Damaged from Schedule 410, line 223.

(c) Sum of Highway Equipment (line 32), Floating Equipment (line 35), Passenger and Other Revenue Equipment (line 36), Computer and Data Processing Equipment (line 37), Machinery-Other Equipment (line 40), and Work and Other Non-Revenue Equipment (line 41), compared to Schedule 410, the sum of lines 302 through 307, inclusive, plus line 320 (excluding wreck repairs). Do not report in Schedule 415, Equipment Damaged from Schedule 410, line 308.

Note: Lines 216, 235, and 320 of Schedule 410 are credit amounts.

The allocation of freight car repair expense reportable on Schedule 415 by car types shall be in accordance with Instruction 2-21, Freight train repair costing, 49 CFR 1201.

4. Depreciation expense for each class of equipment by car type shall be reported in columns (c) and (d). For improvements on leased property, Accounts 732 and 733, use a supplementary Schedule 415, which will relate to Schedules 340 and 342.

Depreciation charges reported on columns (c) and (d) will balance to Schedule 410, column (f), as follows:

(a) Locomotives, line 5 and 38 compared to Schedule 410, line 213

(b) Freight Cars, line 24 and 39 compared to Schedule 410, line 232

(c) Sum of Highway Equipment (line 32), Floating Equipment (line 35), Passenger and Other Revenue Equipment (line 36), Computer and Data Processing Equipment (line 37), Machinery-Other Equipment (line 40), and Work and Other Non-Revenue Equipment (line 41), compared to Schedule 410, line 317.

5. Amortization adjustment of each equipment type which is included in column (c) shall be reported in column (e) as a debit or credit to the appropriate line item. The net adjustment on line 43 shall equal the equipment amortization adjustment applicable to equipment used in freight service included in line 39, column (c), of Schedule 335.

6. Lease/Rentals reported in column (f) should balance to column (f) of Schedule 410 as follows:

(a) Locomotives, line 5 and 38, compared with Schedule 410, lines 207, 208, 211, and 212.

(b) Freight Cars, line 24 and 39, compared with Schedule 410, lines 226 and 227 (note that Schedule 410, lines 230 and 231, are reported in Schedule 414 and are not to be included in Schedule 415).

(c) Sum of Lease/Rentals for All Other Equipment, lines 32, 35, 36, 37, 40, and 41, will balance to Schedule 410, lines 311, 312, 315, and 316, except for the interchange rental on trailers and containers which is reported in Schedule 414. Therefore, both Schedules 414 and 415 should be used when balancing Lease/Rentals Other Equipment to Schedule 410. Do not report in Schedule 415 the Trailer and Container rentals reported in Schedule 414.

7. Investment base by types of equipment shall be reported in columns (g) and (h) and should not include the cost of Equipment Used But Not Owned when the rents therefore are included in the rent for equipment and Account Nos. 31-21-00, 31-22-00, 31-23-00, 35-21-00, 35-22-00 and 35-23-00. It should include the Cost of Equipment Owned and Leased to Others when the rents are included in the rent for Equipment Account Nos. 32-21-00, 32-22-00, 32-23-00, 36-21-00, 36-22-00 and 36-23-00.

Property Used But Not Owned should also be included when the rent is included in Account Nos. 31-12-00, 31-13-00, 31-21-00, 31-22-00 and 31-23-00, inclusive.

The grand total of each equipment account in column (h) of Schedule 330 should equal the totals of line items constituting the equipment account totals of columns (g) and (h), of Schedule 415.

8. Accumulated depreciation for each class of equipment shall be reported in columns (i) and (j). The grand total of each equipment reserve account in column (g), Schedule 335, shall equal the combined aggregate total accumulated depreciation for line items constituting the corresponding equipment accounts reported in columns (i) and (j), on Schedule 415.

415. SUPPORTING SCHEDULE-EQUIPMENT (Dollars in Thousands)							
Line No.	Cross Check	Types of equipment (a)	Repairs (net expense) (b)	Depreciation		Amortization Adj. net during year (e)	Line No
				Owned (c)	Capitalized lease (d)		
		LOCOMOTIVES					
1		Diesel Locomotive - Yard	17,759	1,965			1
2		Diesel Locomotive - Road	337,412	83,882	14,122		2
3		Other Locomotive - Yard					3
4		Other Locomotive - Road					4
5	*	TOTAL LOCOMOTIVES	355,171	85,847	14,122		5
		FREIGHT TRAIN CARS					
6		Box - Plan 40 foot	27	(4)			6
7		Box - Plan 50 foot and longer	2,446	1,644			7
8		Box - Equipped	20,572	6,447			8
9		Gondola - Plan	10,790	1,496			9
10		Gondola - Equipped	8,569	3,382			10
11		Hopper - Covered	56,407	13,152			11
12		Hopper - Open Top - General Service	12,220	4,089			12
13		Hopper - Open Top - Special Service	2,674	2,451			13
14		Refrigerator - Mechanical	3,447	687			14
15		Refrigerator - Nonmechanical	6,030	5,890			15
16		Flat TOFC/COFC	7,763	788			16
17		Flat Multi-Level	6,757	568			17
18		Flat - General Service	236	(258)			18
19		Flat - Other	8,114	2,194			19
20		All Other Freight Cars	8,139	363			20
21		Cabooses	117	969			21
22		Auto Racks	802	5,617			22
23		Miscellaneous Accessories		359			23
24	*	TOTAL FREIGHT TRAIN CARS	155,110	49,834			24
		OTHER EQUIPMENT-REVENUE FREIGHT					
25		Refrigerated Trailers					25
26		Other Trailers	38,625	12			26
27		Refrigerated Containers					27
28		Other Containers					28
29		Bogies					29
30		Chassis	8,947	190			30
31		Other Highway Equipment (Freight)					31
32	*	TOTAL HIGHWAY EQUIPMENT	47,572	202			32
		FLOATING EQUIPMENT-REVENUE SERVICE					
33		Marine Line Haul					33
34		Local Manne					34
35	*	TOTAL FLOATING EQUIPMENT					35
		OTHER EQUIPMENT					
36	*	Passenger and Other Revenue Equipment (Freight Portion)	697				36
37	*	Computer Systems and Word Proc. Equip.	6,341	63,874	697		37
38	*	Machinery - Locomotives	5,323	2,471			38
39	*	Machinery - Freight Cars	3,276	1,334			39
40	*	Machinery - Other Equipment	1,741	1,137			40
41	*	Work and Other Non-Revenue Equipment	32,095	34,349			41
42		TOTAL OTHER EQUIPMENT	49,473	103,165	697		42
43		TOTAL ALL EQUIPMENT (FREIGHT PORTION)	607,326	239,048	14,819		43

1 The data to be reported in line 38 in column (b) is the amount reported in Schedule 410, column (f), line 203, reduced by the allocable portion of line 216.

2 The data to be reported on line 39 in column (b) is the amount reported in Schedule 410, column (f), line 222, reduced by the allocable portions of line 235.

3 The data to be reported on line 40 in column (b) is the amount reported in Schedule 410, column (f), lines 302 through 306, reduced by the allocable portion of line 320.

415. SUPPORTING SCHEDULE-EQUIPMENT-CONTINUED

Line No.	Cross Check	Lease and rentals (net) (f)	Investment base as of 12/31		Accum. depr. as of 12/31		Line No.
			Owned (g)	Capitalized lease (h)	Owned (i)	Capitalized lease (j)	
1			72,387		33,876		1
2		176,470	592,771	504,379	278,394	26,764	2
3							3
4							4
5		176,470	665,158	504,379	312,270	26,764	5
6			421		3		6
7			11,526		1,827		7
8		9,208	170,250		80,047		8
9		19,929	14,339		2,296		9
10			118,788		51,207		10
11		102,395	465,426		196,476		11
12		356	140,907		58,863		12
13		6,420	46,349		14,127		13
14		5,042	42,276		32,103		14
15			109,947		22,747		15
16		32,171	1,845		(408)		16
17			10,189		318		17
18		1,176	3,545		1,440		18
19			79,488		38,669		19
20		171	12,338		2,463		20
21			20,978		10,412		21
22		10,120	55,456		6,819		22
23			7,978		(663)		23
24		186,988	1,310,046		518,746		24
25							25
26		10,198	159		18		26
27							27
28		29,248					28
29							29
30		32,263	1,965		1,652		30
31							31
32		71,709	2,124		1,670		32
33							33
34							34
35							35
36							36
37		6,991	373,349	21,582	175,410	17,885	37
38			69,594		16,569		38
39			37,581		8,947		39
40			32,013		7,622		40
41			349,845		156,447		41
42		6,991	862,382	21,582	364,995	17,885	42
43		442,158	2,839,710	525,961	1,197,681	44,649	43

1 The data to be reported on lines 38, 39 and 40 in columns (g) and (h) is the investment recorded in Property Account 44, allocated to Locomotives, Freight Cars, and Other Equipment.

2 The depreciation to be reported on lines 38, 39 and 40 in column (c) is calculated by multiplying the investment in each element by the effective composite rate for Property Account 44, and then adding or subtracting the adjustment reported in column (e). This calculation should equal the amount shown in column (c), Schedule 335.

416. SUPPORTING SCHEDULE - ROAD (Dollars in Thousands)														
Line No.	Density category (Class) (a)	Account No. (b)	Owned and used			Improvements to leased property			Capitalized leases			TOTAL		
			Inv. Base (c)	Accum. Depr. (d)	Depr. rate % (e)	Inv. Base (f)	Accum. Depr. (g)	Depr. rate % (h)	Inv. Base (i)	Current year Amort. (j)	Accum. Amort. (k)	Inv. Base (l)	Accum. depr. & Amort. (m)	Line No.
1	I	3	850,002	110,234	1.10	343	140	1.10				850,345	110,374	1
2		8	1,344,052	285,182	3.92	307	90	3.92				1,344,359	285,272	2
3		9	3,753,949	937,483	3.07	3,836	389	3.07				3,757,785	937,872	3
4		11	867,487	199,702	4.13	480	123	4.13				867,967	199,825	4
5	SUB-TOTAL		6,815,490	1,532,601		4,966	742					6,820,456	1,533,343	5
6	II	3	442,272	80,754	1.17	147	5	1.17				442,419	80,759	6
7		8	715,011	138,768	3.83	3,042	235	3.83				718,053	139,003	7
8		9	1,338,185	191,500	2.48	4,753	54	2.48				1,342,938	191,554	8
9		11	432,674	59,044	3.86	1,887	-22	3.86				434,561	59,022	9
10	SUB-TOTAL		2,928,142	470,066		9,829	272					2,937,971	470,338	10
11	III	3	-	N/A	N/A		N/A	N/A		N/A	N/A			11
12		8	-	N/A	N/A		N/A	N/A		N/A	N/A			12
13		9	-	N/A	N/A		N/A	N/A		N/A	N/A			13
14		11	-	N/A	N/A		N/A	N/A		N/A	N/A			14
15	SUB-TOTAL		-	N/A	N/A		N/A	N/A		N/A	N/A			15
16	IV	3	186,449	33,949	1.12	130	5	1.12				186,579	33,954	16
17		8	246,064	55,995	2.91	673	59	2.91				246,737	56,054	17
18		9	544,429	49,172	1.69	631	63	1.69				545,060	49,235	18
19		11	111,746	21,458	3.00	59	14	3.00				111,805	21,472	19
20	SUB-TOTAL		1,088,688	160,574		1,493	141					1,090,181	160,715	20
21	V	3	53,825	4,446	1.08			1.08				53,825	4,446	21
22		8	28,693	5,212	2.80			2.80				28,693	5,212	22
23		9	77,616	6,950	1.95			1.95				77,616	6,950	23
24		11	13,736	2,413	3.03			3.03				13,736	2,413	24
25	SUB-TOTAL		173,870	19,021								173,870	19,021	25
26	GRAND TOTAL		11,006,190	2,182,262	N/A	16,288	1,155	N/A				11,022,478	2,183,417	26

(1) Columns (c) + (f) + (i) = Column 12

Columns (d) + (g) + (k) = Column 13

(2) The base grand total for owned and used, improvements to leased property and capitalized leases should equal the sum of Accounts 3, 8, 9 and 11 shown at year end on Schedule 330 and Schedule 330A

NOTES AND REMARKS

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417 SPECIALIZED SERVICE SUBSCHEDULE - TRANSPORTATION
(Dollars in Thousands)

- 1 Report freight expenses only.
- 2 Report in lines 1, 2, 3, 4, and 10 the total of those natural expenses (salaries and wages, material, tools, supplies, fuels and lubricants, purchased services, and general) incurred in the operation of each type of specialized service facility. This schedule does not include switching services performed by train and yard crews in connection with or within support. The total expenses in column (f) should be apportioned on the most equitable basis available to the respondent and only to the services they support. Report in column (b), line 3, the expenses incurred in operating facilities for handling trailers and/or containers, including storage expenses. See schedule 755, note R.
- 3 When it is necessary to apportion expenses, such as administrative expenses to two or more services, they shall be apportioned on the most equitable basis available to the respondent and only to the services they support. The total expenses in column (f) should be apportioned on the most equitable basis available to the respondent and only to the services they support. Report in column (b), line 3, the expenses incurred in operating facilities for handling trailers and/or containers, including storage expenses. See schedule 755, note R.
- 4 Report in column (b), line 2, the expenses incurred in highway movements of trailers and containers performed at the expense of the reporting railroad within a terminal area for the purpose of pick-up, delivery or highway interchange service. Report in column (b), line 3, the expenses incurred in operating facilities for handling trailers and/or containers, including storage expenses. See schedule 755, note R.
- 5 The operation of floating equipment in line-haul service (between distinct terminals) should be reported in column (c) on line 2. Floating operations conducted within a general terminal or harbor area should be reported in column (e), line 3.
- 6 Report in column (b), line 3, the expenses incurred by the railroad in loading and unloading automobiles, trucks, etc. to and from bi-level and tri-level auto rack cars. Report on line 2, column (g), the expense incurred by the railroad in moving automobiles, etc., between bi-level and tri-level loading and unloading facilities over the highway to shippers, receivers or connecting carriers. Report in column (f) operating expenses for land facilities in support of floating operations, including the operation of docks and wharves.
- 7 Report on line 4, column (b), the expenses related to heating and refrigeration of TOFC/COFC trailers and containers (total debits and credits). The expenses on line 4, column (h), relate to refrigerator cars only.
- 8 Report in column (f) total expenses incurred in performing rail substitute service, other highway revenue service, LCL terminal operations, warehouse operations, freight car transloading, grain elevator terminal operations and livestock feeding operations only.

Line No	Cross Check	Items	TOFC/COFC terminal	Floating equipment	Coal marine terminal	One marine terminal	Other marine terminal	Motor vehicle load and distribution	Protective services refrigerator car	Other special services	Total columns (b-i)	Line No
1	*	Administration	28,903		189			87	267		29,466	1
2	*	Pick up and delivery, marine line haul	101,069					3			101,081	2
3	*	Loading and unloading and local marine	122,712		2,851			17,870			143,033	3
4	*	Protective services, total debit and credits	3,334						4,830		8,164	4
5	*	Freight lost or damaged—society related										5
6	*	Fringe benefits	8,568								8,568	6
7	*	Casualty and insurance	2,066		445			85	597		3,213	7
8	*	Joint facility - Debit										8
9	*	Joint facility - Credit										9
10	*	Other										10
11	*	TOTAL	266,691		3,285	0		17,850	5,714		293,540	11

NOTES AND REMARKS

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450. ANALYSIS OF TAXES
(Dollars in Thousands)

A. Railway Taxes

Line No.	Cross Check	Kind Of Tax (a)	Amount (b)	Line No
1		Other than U.S. Government Taxes	184,759	1
		U.S. Government Taxes		
		Income Taxes:		
2		Normal Tax and Surtax	143,558	2
3		Excess Profits		3
4		Total - Income Taxes (Lines 2 - 3)	143,558	4
5		Railroad Retirement	353,182	5
6		Hospital Insurance	19,150	6
7		Supplemental Annuities	22,629	7
8		Unemployment Insurance	2,450	8
9		All Other United States Taxes		9
10		Total - U.S. Government Taxes	540,969	10
11		Total - Railway Taxes	725,728	11

B. Adjustments to Federal Income Taxes

- In column (a) are listed the particulars which most often cause a differential between taxable income and pretax accounting income. Other particulars which cause such a differential should be listed under the caption "Other (Specify)", including State and other taxes deferred if computed separately. Minor items, each less than \$100,000, may be combined in a single entry under "Other (Specify)"
- Indicate in column (b) the beginning of the year totals of Accounts 714, 744, 762, and 786 applicable to each particular item in column (a)
- Indicate in column (c) the net change in Accounts 714, 744, 762, and 786 for the net tax effect of timing differences originating and reversing in the current accounting period.
- Indicate in column (d) any adjustments, as appropriate, including adjustments to eliminate or reinstate deferred tax effects (credits or debits) due to applying or recognizing a loss carry-forward or a loss carry-back.
- The total of line 19 in columns (c) and (d) should agree with the total of the contra charges (credits) to Account 557, Provision for Deferred Taxes, and Account 591, Provision for Deferred Taxes - Extraordinary Items, for the current year.
- Indicate in column (e) the cumulative total of columns (b), (c), and (d). The total of column (e) must agree with the total of Accounts 714, 744, 762 and 786.

Line No.	Particulars (a)	Beginning of year balance (b)	Net credits charges for current year (c)	Adjustments (d)	End of year balance (e)	Line No.
1	Deferred debits:					1
2	Accrued liabilities not deductible until paid:					2
3	Casualty and Environmental	(362,091)	61,851		(300,240)	
4	Postretirement benefits	(81,039)	(14,675)		(95,714)	4
5	Merger Severance and Asset Reserves	(359,923)	146,014		(213,909)	5
6	Pension	(45,463)	20,401	9,153	(15,909)	6
7	Other	(306,715)	(62,037)	4,961	(363,791)	7
8	Non-expiring AMT credit carryforwards	(132,927)	89,103		(43,824)	8
9	Investment tax credit carryforwards	(100,489)	0		(100,489)	9
10	Subtotal	(1,368,647)	240,657	14,114	(1,133,876)	10
11	Deferred tax credits:					11
12	Depreciation	4,991,789	190,943		5,182,732	12
13	Condemnation sales	21,532	0		21,532	13
14	Other	72,270	24,127		96,397	14
15	Subtotal	5,085,591	215,070	0	5,300,661	15
16						16
17						17
18						18
19	Net deferred tax liability	3,696,944	455,727	14,114	4,166,785	19

450. ANALYSIS OF TAXES - Continued
(Dollars in Thousands)

* Footnotes:

1. If flow-through method was elected, indicated net decrease (or increase) in tax accrual because of investment tax credit	<u>- 0 -</u>
If deferral method for investment tax credit was elected:	
(1) Indicate amount of credit utilized as a reduction of tax liability for current year.	<u>N/A</u>
(2) Deduct amount of current year's credit applied to reduction of tax liability but deferred for accounting purposes.	<u>N/A</u>
(3) Balance of current year's credit used to reduce current year's tax accrual.	<u>N/A</u>
(4) Add amount of prior year's deferred credits being amortized to reduce current year's tax accrual	<u>N/A</u>
(5) Total decrease in current year's tax accrual resulting from use of investment tax credits.	<u>N/A</u>
2. Estimated amount of future earnings which can be realized before paying Federal income taxes because of unused and available net operating loss carryover on January 1 of the year following that for which the report is made.	<u>- 0 -</u>

Notes and Remarks:

Adjustment is to reflect income taxes on balance sheet adjustments which, in accordance with generally accepted accounting principles, are not reflected in Railway income tax expense:

Deferred compensation and supplemental pension	\$9,153
Stock options	9,810
Other	<u>(4,849)</u>
Total	<u><u>\$14,114</u></u>

460. ITEMS IN SELECTED INCOME AND RETAINED EARNINGS ACCOUNTS FOR THE YEAR
(Dollars in Thousands)

Give a brief description for all items, regardless of amount, included during the year in Accounts 555, Unusual or Infrequent Items; 560, Income or Loss From Operations of Discontinued Segments; 562, Gain or Loss on Disposal of Discontinued Segments; 570, Extraordinary Items; 590, Income Taxes on Extraordinary Items; 592, Cumulative Effect of Changes in Accounting Principles; 603, Appropriations Released; 606, Other Credits to Retained Earnings; 616, Other Debits to Retained Earnings; 620, Appropriations for Sinking and Other Funds; 621, Appropriations for Other Purposes. If appropriations released reflect appropriations provided during the year, each account should not be reported.

For Accounts 519, Miscellaneous Income, and 551, Miscellaneous Income Charges, if the total in either account exceeds 10% of net income before extraordinary items, describe the three largest items in the account and any other items in excess of 10% of net income

Line No.	Account No. (a)	Item (b)	Debits (c)	Credits (d)	Line No.
1		NONE			1
2					2
3					3
4					4
5					5
6					6
7					7
8					8
9					9
10					10
11					11
12					12
13					13
14					14
15					15
16					16
17					17
18					18
19					19
20					20
21					21
22					22
23					23
24					24
25					25
26					26
27					27
28					28
29					29
30					30

MEMORANDA RELATING TO SELECTED INCOME AND RETAINED EARNINGS ACCOUNTS

Information pertaining to items in Accounts 519 and 551 are omitted as permitted under instructions above, since the balance in the accounts are less than 10% of net income.

501. GUARANTIES AND SURETYSHIPS
(Dollars in Thousands)

1. If the respondent was under obligation as guarantor or surety for the performance by any other corporation or other association of any agreement or obligation, show the particulars of each contract of guaranty or suretyship in effect at the close of the year or entered into and expired during the year. This inquiry does not cover the case of ordinary commercial paper maturing on demand or not later than 2 years after the date of issue. Items of less than \$50,000 may be shown as one total.

Line No.	Names of all parties principally and primarily liable	Description	Amount of contingent liability	Sole or joint contingent liability	Line No.
	(a)	(b)	(c)	(d)	
1	Terminal RR Assn of St. Louis				1
2	Burlington Northern Santa Fe Railway Company	Sinking Fund and Interest	1,012	Joint	2
3	CSX Transportation, Inc.	on Refdg. and Imp. Mtge			3
4	Illinois Central Gulf Railroad Co.	Bond Series C due 7/01/2019			4
5	Norfolk and Western Railway Company				5
6	Southern Railway Company				6
7	Union Pacific Railroad				7
8					8
9					9
10					10
11					11
12					12
13					13
14					14
15					15
16					16
17					17
18					18
19					19
20					20
21					21
22					22
23					23
24					24
25					25
26					26
27					27
28					28
29					29
30					30
31					31
32					32
33					33
34					34
35					35
36					36
37					37
38					38

2. If any corporation or other association was under obligation as guarantor surety for the performance by the respondent of any agreement or obligation, show the particulars called for hereunder for each such contract of guaranty or suretyship in effect at the close of the year or entered into and expired during the year.

This inquiry does not cover the case of ordinary commercial paper maturing on demand or not later than 2 years after date of issue, nor does it include ordinary surety bonds or undertakings on appeals in court proceedings.

Line No.	Finance Docket number, title, maturity date and concise description of agreement or obligation	Names of all guarantors and sureties	Amount contingent liability of guarantors	Sole or joint contingent liability	Line No.
	(a)	(b)	(c)	(d)	
1					1
2		None			2
3					3
4					4
5					5
6					6
7					7
8					8
9					9

502. COMPENSATING BALANCES AND SHORT-TERM BORROWING ARRANGEMENTS
(Dollars in Thousands)

Using the following notes as a guideline, show the requirements compensating balances and short-term borrowing arrangements. Footnote disclosure is required even though the arrangement is not reduced in writing.

1. Disclose compensating balances not legally restricted, lines of credit used and unused, average interest rate of short-term borrowings outstanding at balance sheet date, maximum amount of outstanding borrowings during the period and the weighted average rate of those borrowings.
2. Time deposits and certificates of deposit constituting compensating balances not legally restricted should be disclosed.
3. Compensating balance arrangements need only be disclosed for the latest fiscal year.
4. Compensating balances included in Account 703, Special Deposits, and in Account 717, Other Funds, should also be separately disclosed below.
5. Compensating balance arrangements are sufficiently material to require disclosure in footnotes when the aggregate of written and oral agreement balances amount to 15 percent or more of liquid assets (current cash balances, restricted and unrestricted plus marketable securities).
6. When a carrier is not in compliance with a compensating balance requirement, that fact should be disclosed along with stated and possible sanctions whenever such possible sanctions may be immediate (not vague or unpredictable) and material

1. None
2. None
3. None
4. None
5. None
6. None

NOTES AND REMARKS

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SCHEDULE 510 SEPARATION OF DEBTHOLDINGS BETWEEN ROAD PROPERTY AND EQUIPMENT
(Dollars in Thousands)

The principal use of this schedule is to determine the average rate of debt capital

I. Debt Outstanding at End of Year:

Line #	Account No	Title	Source	Balance at Close of Year
1	751	Loans and Notes Payable	Sch. 200, L. 30	
2	764	Equipment Obligations and Other Long Term Debt due Within One Year	Sch. 200, L. 39	157,313
3	765/767	Funded Debt Unmatured	Sch. 200, L. 41	525,082
4	766	Equipment Obligations	Sch. 200, L. 42	384,947
5	766.5	Capitalized Lease Obligations	Sch. 200, L. 43	374,229
6	768	Debt in Default	Sch. 200, L. 44	0
7	769	Accounts Payable, Affiliated Companies	Sch. 200, L. 45	456
8	770.1/770.2	Unamortized Debt Discount	Sch. 200, L. 46	(41,360)
9		Total Debt	Sum L. 1-8	1,400,668
10		Debt Directly Related to Road Property	Note 1.	494,165
11		Debt Directly Related to Equipment	Note 1.	879,000
12		Total Debt Directly Related to Road & Equipment	Sum L. 10 and L. 11	1,373,165
13		Percent Directly Related to Road	L. 10 div. by L. 12 (Whole % + 2 decimals)	35.99
14		Percent Directly Related to Equipment	L. 11 div. by L. 12 (Whole % + 2 decimals)	64.01
15		Debt Not Directly Related to Road or Equipment	L. 9 - L. 12	27,503
16		Road Property Debt (Note 2)	(L. 13 x L. 15) plus L. 10	504,064
17		Equipment Debt (Note 2)	(L. 14 x L. 15) plus L. 11	896,604

II. Interest Accrued During the Year:

Line #	Account No.	Title	Source	Balance at Close of Year
18	546-548	Total Interest and Amortization (Fixed Charges)	Sch. 210, L. 42	98,696
19	546	Contingent Interest on Funded Debt	Sch. 210, L. 44	0
20	517	Release of Premiums on Funded Debt	Sch. 210, L. 22	0
21		Total Interest (Note 3)	(L. 18 + L. 19) - L. 20	98,696
22		Interest Directly Related to Road Property Debt	Note 4.	41,021
23		Interest Directly Related to Equipment Debt	Note 4.	55,767
24		Interest Not Directly Related to Road or Equipment Property Debt	L. 21 - (L. 22 + L. 23)	1,908
25		Interest on Road Property Debt (Note 5)	L. 22 + (L. 24 x L. 13)	41,708
26		Interest on Equipment Debt (Note 5)	L. 23 + (L. 24 x L. 14)	56,988
27		Embedded Rate of Debt Capital - Road Property	L. 25 div. by L. 16	8.27
28		Embedded Rate of Debt Capital - Equipment	L. 26 div. by L. 17	6.36

Note 1. Directly related means the purpose which the funds were used when the debt was issued.
 Note 2. Line 16 plus Line 17 must equal Line 9.
 Note 3. Line 21 includes interest on debt in Account 769-Accounts Payable; Affiliated Companies
 Note 4. This interest relates to debt reported in Lines 10 and 11, respectively
 Note 5. Line 25 plus Line 26 must equal Line 21.

NOTES AND REMARKS

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INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 512

1. Furnish the information called for below between the respondent and the affiliated companies or persons affiliated with the respondent, including officers, directors, stockholders, owners, partners or their wives and other close relatives, or their agents. Examples of transactions are, but not restricted to, management, legal, accounting, purchasing or other type of service including the furnishing of materials, supplies, purchase of equipment, leasing of structures, land and equipment, and agreements relating to allocation of officers' salaries and other common costs between affiliated companies.

To be excluded are payments for the following types of services:

- (a) Lawful tariff charges for transportation services
- (b) Payments to or from other carriers for interline services and interchange of equipment
- (c) Payment to or from other carriers which may reasonably be regarded as ordinarily connected with routine operation or maintenance, but any special or unusual transactions should be reported.
- (d) Payments to public utility companies for rates or charges fixed in conformity with government authority

2. In column (a) enter the name of the affiliated company, person, or agent with which respondent received or provided services aggregating \$50,000 or more for the year. If an affiliated company provides services to more than one affiliate, and the aggregate compensation amounts to \$50,000 or more for the year, list all the affiliates included in the agreement and describe the allocation of charges. If the respondent provides services to more than one affiliate, and the aggregate compensation amounts to \$50,000 or more for the year, reference to this fact should be made and the detail as to the allocation of charges should be stated. For those affiliates providing services to the respondent, also enter in column (a) the percent of affiliate's gross income derived from transactions with respondent.

The respondent may be required to furnish as an attachment to Schedule 512 a balance sheet and income statement for each affiliate with which respondent carrier had reportable transactions during the year, or alternatively, attach a "Pro forma" balance sheet and income statement for that portion or entity of each affiliate

which furnished the agreed to services, equipment, or other reportable transaction. The statements, if required, should be prepared on a calendar year basis in conformity with the prescribed schedules for the balance sheet and income statement in Annual Report Form R-1, and should be noted (1) to indicate the method used for depreciating equipment or other property furnished the carrier, and (2) whether the affiliate's Federal Income tax return for the year was filed on a consolidated basis with the respondent carrier.

3. In column (b) indicate nature of relationship or control between the respondent and the company or person identified in column (a) as follows:

- (a) If respondent directly controls affiliate, insert the word "direct"
- (b) If respondent controls through another company, insert the word "indirect"
- (c) If respondent is under common control with affiliate, insert the word "common"
- (d) If respondent is controlled directly or indirectly by the company listed in column (a), insert the word "controlled"

(e) If control is exercised by other means such as a management contract or other arrangement of whatever kind, insert the word "other" and footnote to describe such arrangements

4. In column (c) fully describe the transactions involved such as management fees, lease of building, purchase of material, etc. When the affiliate listed in column (a) provides more than one type of service in column (c), list each type of service separately and show total for the affiliate. When services are both provided and received between the respondent and an affiliate they should be listed separately and the amounts shown separately in column (e).

5. In column (d) report the dollar amounts of transaction shown and the effect of any change in the method of establishing the terms from that used in the preceding period.

6. In column (e) report the dollar amounts due from or to related parties and, if not otherwise apparent, the terms and manner of settlement. Insert (P) paid and (R) received by the amount in column (e).

SCHEDULE 512. TRANSACTIONS BETWEEN RESPONDENT AND COMPANIES OR PERSONS AFFILIATED WITH RESPONDENT FOR SERVICES RECEIVED OR PROVIDED

Line No.	Name of company or related party with percent of gross income (a)	%	Nature of relationship (b)	Description of transactions (c)	Dollar amounts of transactions (in thousands) (d)	Amount due from or to related parties (in thousands) (e)	Line No.
1	Santa Fe Pacific Corporation		Controlled	Services Rendered	20,000	-	1
2							2
3	BNI		Controlled	Seattle Office Lease	986	0 (P)	3
4							4
5	BN Leasing Corporation		Common	Railroad Rolling Stock (Rental)	47,693	11,108 (P)	5
6							6
7	BN Leasing Corporation		Common	Road Property (Rental)	1,134	0 (P)	7
8							8
9	BN Leasing Corporation		Common	Branch Lines (Rental)	4,974	1,958 (P)	9
10							10
11	BN Leasing Corporation		Common	Industrial Land (Rental)	5,202	868 (P)	11
12							12
13	BN Leasing Corporation		Common	Interest On Notes Receivable	4,145	1,036 (R)	13
14							14
15							15
16							16
17							17
18							18
19							19
20							20
21							21
22							22
23							23
24							24
25							25

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 700

State particulars of all tracks operated by the respondent at the close of the year, according to the following classification:

- (1) Line owned by respondent
- (2) Line owned by proprietary companies
- (3) Line operated under lease for a specified sum, lessor being (A) an affiliated corporation, or (B) independent or not affiliated with respondent
- (4) Line operated under contract or agreement for contingent rent, owner being (A) an affiliated corporation, or (B) independent or not affiliated with respondent
- (5) Line operated under trackage rights.

Give subtotals for each of the several numbered classes, in the order listed above, as well as the total for all classes

Lengths of track should be reported to the nearest WHOLE mile adjusted to accord with footings; i.e., counting one-half mile and over as a whole mile and disregarding any fraction less than one-half mile.

In column (a) insert the figure (and letter, if any) indicating its class in accordance with the preceding classification

In column (b) give the various proportions of each class owned or leased by respondent, listing each proportion once in any grouping. Canadian mileage should be segregated and identified on separate lines in the various groupings. For each listing, in column (d) give its entire length (the distance between locations of single or first main track), and in the following columns the lengths of second main track; all other main tracks, passing tracks, cross-overs and turn-outs, way switching tracks; and yard switching tracks. These classes of tracks are defined as follows:

Running tracks. Running tracks, passing tracks, cross-overs, etc., including turn-outs from those tracks to clearance points

Way switching tracks. Station, team, industry and other switching tracks for which no separate service is maintained.

Yard switching tracks. Yards where separate switching services are maintained, including classification, house, team, industry and other tracks switched by yard locomotives.

The returns in columns (h) and (i) should include tracks serving industries, such as mines, mills, smelters, factories, etc. Tracks belonging to an industry for which no rent is payable should not be included.

Tracks leading to and in gravel and sand pits and quarries, the cost of which is chargeable to a clearing account and which are used in getting out material for the respondent's use, should not be included.

Class (1) includes all lines operated by the respondent at the close of the year to which it has title in perpetuity.

Class (2) includes each line, full title to which is in an inactive proprietary corporation of the respondent (i.e., one all of whose outstanding stocks or obligations are held by or for the respondent, and which is operated by the respondent or an affiliated system corporation without any accounting to the said proprietary corporation). It may also include such line when the actual title to all of the outstanding stocks or obligations rest in a corporation controlled by or controlling the respondent, but in the case of any such inclusion, the facts of the relation to the respondent of the corporation holding the securities should be fully set forth in a footnote. An inactive corporation is one which has been practically absorbed in a controlling corporation, and which neither operates property nor administers its financial affairs; if it maintains an organization, it does so only for the purpose of complying with legal requirements and maintaining title to property or franchises.

Class (3) includes all tracks operated under a lease or formal conveyance of less than the grantor's interest in the property, with a specific and unconditional rent reserved. The fact that the lessor does or does not maintain an independent organization for financial purposes is immaterial in this connection.

Class (4) is the same as class (3), except that the rent reserved is conditional upon earnings or other fact.

Class (5) includes all tracks operated and maintained by others, but over which the respondent has the right to operate some or all of its trains. In the road of this class the respondent has no proprietary rights, but only the rights of a licensee. Include in this class, also, all main tracks, industrial tracks and sidings owned by noncarrier companies and individuals when the respondent operates over them, but does not have exclusive possession of them.

Road held by the respondent as joint or common owner or a joint lessee or under any joint arrangement should be shown in its appropriate class, and the entry of length should be of the entire length of the portion jointly held. The class symbol should have the letter (J) attached.

Road operated by the respondent as agent for another carrier should not be included in this schedule

700. MILEAGE OPERATED AT CLOSE OF YEAR

Line No.	Class	Proportion owned or leased by Respondent	Running tracks, passing tracks, cross-overs, etc.				Miles of way switching tracks	Miles of yard switching tracks	TOTAL	Line No.
			Miles of road	Miles of second main track	Miles of all other main tracks	Miles of passing tracks, cross-overs, and turnouts				
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	
1	1	100%	26,320	3,735	103	3,318	2,899	5,650	42,025	1
2	1J	75%						5	5	2
3	1J	66.7%						15	15	3
4	1J	50%	231	94		21	63	178	587	4
5	1J	33.3%	15			3	7	39	64	5
6	1J	25%					1	51	52	6
7	1J								0	7
8		TOTAL 1J	246	94	0	24	71	288	723	8
9		TOTAL 1 AND 1J	26,566	3,829	103	3,342	2,970	5,938	42,748	9
10	2		137			11	11	26	185	10
11	3		211	2		18	21	7	259	11
12	4		380			3	44	15	442	12
13	5		7,914	355	3	114	129	210	8,725	13
57		GRAND TOTAL	35,208	4,186	106	3,488	3,175	6,196	52,359	57
58		MILES OF ELECTRIFIED ROAD OF TRACK INCLUDED IN PRECEDING GRAND TOTAL			NONE					58

700. CANADIAN MILEAGE OPERATED AT CLOSE OF YEAR (INCLUDED IN SCHEDULE 700 ABOVE)

Line No.	Class	Proportion owned or leased by Respondent	Running tracks, passing tracks, cross-overs, etc.				Miles of way switching tracks	Miles of yard switching tracks	TOTAL	Line No.
			Miles of road	Miles of second main track	Miles of all other main tracks	Miles of passing tracks, cross-overs, and turnouts				
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	
1	1		106	10		8	5	21	150	1
2	1J	50%	5						5	2
3		TOTAL CLASS 1	111	10	0	8	5	21	155	3
4	2		4				1	5	10	4
5	5		71	2		4	6		83	5
57		GRAND TOTAL CANADIAN MILES	186	12	0	12	12	26	248	57

702. MILES OF ROAD AT CLOSE OF YEAR - BY STATES AND TERRITORIES (SINGLE TRACK)

Give particulars, as of the close of the year, of all road operated and of all owned but not operated. The respondent's proportion of operated road held by it as joint or common owner, or under a joint lease, or under any joint arrangement, should be shown in columns (b), (c), (d), or (e), as may be appropriate. The remainder of jointly operated mileage should be shown in column (f). Respondent's proportion of road jointly owned, not operated, should be shown in column (h), as may be appropriate. Mileage which has been permanently abandoned should not be included in column (h). Mileage should be reported to the nearest WHOLE mile adjusted to accord with footings; i.e., counting one-half mile and over as a whole mile and disregarding any fraction less than one-half mile.

Line No	Cross Check	State or territory (a)	MILES OF ROAD OPERATED BY RESPONDENT								Line No.
			Line owned (b)	Line of propri- etary companies (c)	Line operated under lease (d)	Line operated under contract, etc. (e)	Line operated under trackage rights (f)	Total mileage operated (g)	Line owned, not operated by respondent (h)	New line constructed during year (i)	
1		Alabama	335				178	513			1
2		Arizona	596					596			2
3		Arkansas	208				837	1,045			3
4		British Columbia	111				1	112			4
5		California	1,084	96			700	1,784	10		5
6		Colorado	865				587	1,548	3		6
7		Florida	44				28	72			7
8		Idaho	319				2	321	33		8
9		Illinois	1,311				213	1,524			9
10		Iowa	560		127	6	39	732		2	10
11		Kansas	1,528	3			586	2,117			11
12		Kentucky	13					13			12
13		Louisiana	216				181	397			13
14		Manitoba		4			70	74			14
15		Minnesota	1,662		36		223	1,921	3		15
16		Mississippi	179					179			16
17		Missouri	1,649				155	1,804			17
18		Montana	2,135				1	2,136	474	10	18
19		Nebraska	2,165				2	2,167		27	19
20		Nevada					809	809			20
21		New Mexico	1,306				377	1,683			21
22		North Dakota	2,216				16	2,232	650		22
23		Oklahoma	1,292				152	1,444	189		23
24		Oregon	430				127	557	53		24
25		South Dakota	591				363	979		6	25
26		Tennessee	16					16			26
27		Texas	2,658	34		11	2,039	4,742			27
28		Utah					372	372			28
29		Washington	1,844		48		188	2,080			29
30		Wisconsin	267				6	273			30
31		Wyoming	966					966		43	31
32											32
33											33
34											34
35		TOTAL MILEAGE (single track)	26,566	137	211	380	7,914	35,208	1,415	88	35

② Includes approximately 249 miles of lines sold to California regulatory authorities and operated under a freight agreement

NOTES AND REMARKS

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INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 710

Instructions for reporting locomotive and passenger-train car data

1. Give particulars of each of the various classes of equipment which respondent owned or leased during the year.
2. In column (c) give the number of units purchased new or built in company shops. In column (d) give the number of new units leased from others. The term "new" means a unit placed in service for the first time on any railroad.
3. Units leased to others for a period of one year or more are reportable in column (f). Units temporarily out of respondent's service and rented to others for less than one year are to be included in column (h). Units rented from others for a period less than one year should not be included in column (f).
4. For reporting purposes, a "locomotive unit" is a self-propelled vehicle generating or converting energy into motion, and designed solely for moving other equipment. An "A" unit is the least number of wheel bases with superstructure designed for use singly or as a lead locomotive unit in combination with other locomotive units. A "B" unit is similar to an "A" unit, but not equipped for use singly or as a lead locomotive unit. A "B" unit may be equipped with hostler controls for independent operation at terminals.
5. A "self-propelled car" is a rail motor car propelled by electric motors receiving power from a third rail or overhead, or internal combustion engines located on the car itself. Trailers equipped for use only in trains of cars that are self-propelled are to be included as self-propelled equipment.
6. A "diesel" unit includes all units propelled by diesel internal combustion engines irrespective of final drive or whether power may at times be supplied from an external conductor. Units other than diesel-electric, e.g., diesel-hydraulic, should be identified in a footnote giving the number and a brief description. An "electric" unit includes all units which receive electric power from an overhead contact wire or a third rail, and use the power to drive one or more electric motors that propel the vehicle. An "other self-powered unit" includes all units other than diesel, or electric, e.g., steam, gas turbine. Show the type of unit, service and number, as appropriate, in a brief description sufficient for positive identification. An "auxiliary unit" includes all units used in conjunction with locomotives, but which draw their power from the "mother" unit, e.g.,

boosters, slugs, etc. For reporting purposes, indicate radio-controlled self-powered diesel units on lines 1 through 8, as appropriate. Radio-controlled units that are not self-powered, i.e., those without a diesel, should be reported on line 13 under "auxiliary units."

7. Column (k) should show aggregate capacity for all units reported in column (f), as follows: For locomotive units, report the manufacturers' rated horsepower (the maximum continuous power output from the diesel engine or engines delivered to the main generator or generators for tractive purposes). Exclude capacity data for steam locomotives. For passenger-train cars report the number of passenger seats available for revenue service, counting one passenger to each berth in sleeping cars.

8. Passenger-train car types and service equipment car types correspond to AAR Mechanical Division designations. Descriptions of car codes and designations are published in The Official Railway Equipment Register.

9 Cross-checks

Schedule 710

Line 5, column (f) = Line 11, column (f)
 Line 6, column (f) = Line 12, column (f)
 Line 7, column (f) = Line 13, column (f)
 Line 8, column (f) = Line 14, column (f)
 Line 9, column (f) = Line 15, column (f)
 Line 10, column (f) = Line 16, column (f)

When data appear in column (f) lines 1 thru 8, column (k) should have data on same lines.

When data appear in columns (k) or (f) lines 36 thru 53, and 55, column (m) should have data on same lines.

710 INVENTORY OF EQUIPMENT														
UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS														
Line No	Cross Check	Type or design of units (a)	Units in service of respondent at beginning of year (b)	Changes During the Year				Units retired from service of respondent whether owned or leased, including re-classification (g)	Units at Close of Year				Line No	
				Units installed			All other units including re-classification and second hand units purchased or leased from others (f)		Owned and used (h)	Leased from others (i)	Total in service of respondent (col (h)&(i))	Aggregate capacity of units reported in col (f) (see lns 7)		Leased to others (j)
				New units purchased or built (c)	New units leased from others (d)	Rebuilt units acquired and rebuilt units rewritten into property accounts (e)								
Locomotive Units														
1		Diesel-freight * units	3,627		224		0	58	1,825	1,968	3,793	11,841,832	1	
2		Diesel-passenger units	0								0		2	
3		Diesel-multiple purpose * units	465					8	399	58	457	786,944	3	
4		Diesel-switching units	183					1	175	7	182	227,356	4	
5	*	TOTAL (lines 1 to 4) units	4,275	0	224	0	0	67	2,399	2,033	4,432	12,856,132	5	
6	*	Electric-locomotives									0		6	
7	*	Other self-powered units	2							2	2	2,400	7	
8	*	TOTAL (lines 5, 6 and 7)	4,277	0	224	0	0	67	2,399	2,035	4,434	12,858,532	8	
9	*	Auxiliary units	39						28	11	39		9	
10	*	TOTAL LOCOMOTIVE UNITS (lines 8 and 9)	4,316	0	224	0	0	67	2,427	2,046	4,473	12,858,532	10	
* Beginning balance has been restated to properly reflect classification of Locomotive Units														
DISTRIBUTION OF LOCOMOTIVE UNITS IN SERVICE OF RESPONDENT AT CLOSE OF YEAR, ACCORDING TO YEAR BUILT, DISREGARDING YEAR OF REBUILDING														
Line No	Cross Check	Type or design of units (a)	Before Jan 1, 1975 (b)	During Calendar Year					1995 (g)	1996 (h)			1999 (k)	Line No
				Between Jan 1, 1975 and Dec 31, 1979 (c)	Between Jan 1, 1980 and Dec 31, 1984 (d)	Between Jan 1, 1985 and Dec 31, 1989 (e)	Between Jan 1, 1990 and Dec 31, 1994 (f)	1996 (h)		1997 (i)	1998 (j)	TOTAL (l)		
11	*	Diesel	1,551	898	493	163	842	261	224			4,432	11	
12	*	Electric										0	12	
13	*	Other self-powered units					2					2	13	
14	*	TOTAL (lines 11 to 13)	1,551	898	493	163	844	261	224	0	0	4,434	14	
15	*	Auxiliary units	2	7	19		11					39	15	
16	*	TOTAL LOCOMOTIVE UNITS (lines 14 and 15)	1,553	905	512	163	855	261	224	0	0	4,473	16	

710 INVENTORY OF EQUIPMENT-Continued													
UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS													
Line No	Cross Check	(a) Type or design of units	(b) Units in service of respondent at beginning of year	Changes During the Year				(g) Units retired from service of respondent whether owned or leased, including reclassification	Units at Close of Year				
				(c) New units purchased or built	(d) New units leased from others	(e) Rebuilt units acquired and rebuilt units rewritten into property accounts	(f) All other units including reclassification and second hand units purchased or leased from others		(h) Owned and used	(i) Leased from others	(j) Total in service of respondent (col (h)&(i))	(k) Aggregate capacity of units reported in col (l) (see lns 7)	(l) Leased to others
17		PASSENGER-TRAIN CARS Non-Self-Propelled Coaches (PA, PB, PBO)	141							141	141	20,168	17
18		Combined cars									0		18
19		(All class C, except CSB)									0		19
20		Parlor cars (PBC, PC, PL, PO)									0		20
21		Sleeping cars (PS, PT, PAS, PDS)									0		21
22		Dining grill and tavern cars									0		22
23		(All class D, PD)									0		23
24		Non-passenger-carrying cars									0		24
25		(All class B, CSB, M, PSA, IA)	141	0	0	0	0	0	0	141	141	20,168	25
26		TOTAL (lines 17 to 23)											26
27		Self-Propelled									0		27
28		Electric passenger cars									0		28
29		(EP, ET)									0		29
30		Electric combined cars (EC)									0		30
31		Internal combustion rail motorcars									0		31
32		(ED, EG)									0		32
33		Other self-propelled cars									0		33
34		(Specify types)									0		34
35		TOTAL (lines 24 to 27)	0	0	0	0	0	0	0	0	0	0	35
36		TOTAL (lines 23 and 28)	141	0	0	0	0	0	0	141	141	20,168	36
37		COMPANY SERVICE CARS											37
38		Business cars (PV)	42					2	40		40	N/A	38
39		Board outfit cars (MWX)	280					26	254		254	N/A	39
40		Derrick and snow removal cars											40
41		(MWJ, MWV, MWW, MWK)	96					18	78		78	N/A	41
42		Dump and ballast cars (MWB, MWD)	1,333					39	1,393	30	1,423	N/A	42
43		Other maintenance and service equipment cars	4,333	2				148	4,345		4,345	N/A	43
44		TOTAL (lines 30 to 34)	6,084	2	0	0	289	233	6,110	30	6,140	N/A	44

Coaches leased from West Suburban Mass Transit District, a public authority, and used solely for commuter service between Chicago and Aurora, Illinois.

Coaches leased from West Suburban Mass Transit District, a public authority, and used solely for commuter service between Chicago and Aurora, Illinois

710 INVENTORY OF EQUIPMENT - Continued

Instructions for reporting freight-train car data

- 1 Give particulars of each of the various classes of equipment which respondent owned or leased during the year
- 2 In column (d) give the number of units purchased or built in company shops In column (e) give the number of new units leased from others The term "new" means a unit placed in service for the first time on any railroad
- 3 Units leased to others for a period of one year or more are reportable in column (n) Units temporarily out of respondent's service and rented to others for less than one year are to be included in column (l) Units rented from others for a period less than one year should not be included in column (l)

UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS

UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS									
Line No	Cross Check	Class of equipment and car designations (a)	Units in service of respondent at beginning of year		Changes during the year				Line No
			Time-mileage cars (b)	All others (c)	Units installed				
					New units purchased or built (d)	New or rebuilt units leased from others (e)	Rebuilt units acquired and rebuilt units rewritten into property accounts (f)	All other units including reclassification and second hand units purchased or leased from others (g)	
FREIGHT TRAIN CARS									
36		Plain box cars - 40' (B1, B2)	225					3	36
37		Plain box cars - 50' and longer * (B3, B7, B4, B7, B5, B6, B7, B8)	4,975				4		37
38		Equipped box cars * (All Code A, Except A 5)	6,989				20	3	38
39		Plain gondola cars (All Codes G & J 1, J 2, J 3, and J 4)	4,615	18	360			90	39
40		Equipped gondola cars (All Code E)	6,834					186	40
41		Covered hopper cars (All Code C 1, C 2, C 3, C 4)	44,840				124	410	41
42		Open top hopper cars-general service (All Code H)	9,008					149	42
43		Open top hopper cars-special service (All codes J-O, and All Code K)	1,489		130	50			43
44		Refrigerator cars-mechanical (R 5, R 6, R 7, R 8, R 9)	2,159					2	44
45		Refrigerator cars-non-mechanical (R 0, R 1, R 2)	4,995	62			246	2	45
46		Flat cars-TOFC/COFC (All Codes P, Q & S, Except Q8)	1,278					7	46
47		Flat cars-multi-level (All Code V)	3,600		3				47
48		Flat cars-general service (F10, F20, F30)	271					2	48
49		Flat cars-other (F 1, F 2, F 3, F 4, F 5, F 6, F 8, F40)	4,074					353	49
50		Tank cars-under 22,000 gallons (T 0, T 1, T 2, T 3, T 4, T 5, Except T000)	148						50
51		Tank cars-22,000 gallons and over (T 6, T 7, T 8, T 9)	357						51
52		All other freight cars (A 5, F 7, All Code L and Q8)	766	119				158	52
53		TOTAL (lines 36 to 52)	96,623	199	493	50	394	1,365	53
54		Caboose(All Code M-930)	N/A	485					54
55		TOTAL (lines 53, 54)	96,623	684	493	50	394	1,365	55

* Beginning balance has been restated to reflect proper classification of Box cars

710 INVENTORY OF EQUIPMENT - Continued

- 4 Column (m) should show aggregate capacity for all units reported in columns (k) and (l) as follows For freight-train cars, report the nominal capacity (in tons of 2,000 lbs) as provided for in Rule 86 of the AAR Code of Rules Governing Cars in Interchange Convert the capacity of tank cars to capacity in tons of the commodity which the car is intended to carry customarily
- 5 Time-mileage cars refers to freight cars, other than cabooses owned or held under lease arrangement whose interline rental is settled on a per diem and line haul mileage basis under "Code of Car Hire Rules" or would be so settled if used by another railroad

UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS

Line No.	Cross Check	Changes during year (concluded)	Units at close of year						Line No.
		Units retired from service of respondent whether owned or leased, including reclassification	Owned and used	Leased from others	Total in service of respondent (col (i) & (j))		Aggregate capacity of units reported in col (k) & (l) (see ins 4)	Leased to others	
					Time-mileage cars	All other			
		(h)	(i)	(j)	(k)	(l)	(m)	(n)	
36		86	131	11	142		7,851		36
37		43	652	288	940		78,185		37
38		289	7,577	3,142	10,719		874,042		38
39		316	1,579	3,188	4,749	18	436,729		39
40		73	6,334	613	6,947		640,736		40
41		1,262	26,090	18,022	44,112		4,371,894		41
42		243	8,339	575	8,914		868,711		42
43		153	1,222	294	1,516		149,632		43
44		52	1,374	735	2,109		186,524		44
45		597	4,422	286	4,646	62	383,888		45
46		86	147	1,052	1,199		281,219		46
47		6	814	2,783	3,597		42,775		47
48		39	234		234		16,721		48
49		352	3,395	680	4,075		359,431		49
50		8	140		140		11,040		50
51		4	323	30	353		33,971		51
52		311	723	9	613	119	52,204		52
53		3,920	63,496	31,708	95,005	199	8,795,553	0	53
54		34	451		N/A	451	N/A		54
55		3,954	63,947	31,708	95,005	650	8,795,553	0	55

710 INVENTORY OF EQUIPMENT - Continued

UNITS OWNED INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS									
Line	Cross Check	Class of equipment and car designations	Units in service of respondent at beginning of year		Changes during the year				Line No
			Per diem	All others	Units installed				
					New units purchased or built	New units leased from others	Rebuilt units acquired and rebuilt units rewritten into property accounts	All other units including reclassification and second hand units purchased or leased from others	
		(a)	(b)	(c)	(d)	(e)	(f)	(g)	
FLOATING EQUIPMENT									
56		Self-propelled vessels (Tugboats, car ferries, etc.)	N/A						56
57		Non-self-propelled vessels (Car floats, lighters, etc.)	N/A	1					57
58		TOTAL (lines 56 and 57)	N/A	1	0	0	0	0	58
HIGHWAY REVENUE EQUIPMENT									
59		Chasis Z1, Z67, Z68, Z69		5,274					59
60		Dry van U2, Z, Z6, 1-6	10,335	5,369					60
61		Flat bed U3, Z3	381						61
62		Open bed U4, Z4							62
63		Mechanical refrigerator U5, Z5							63
64		Bulk U0, Z0							64
65		Insulated U7, Z7	256	592					65
66		Tank Z0, U6 (1)		25					66
67		Other trailer and container (Special equipped dry van U9, Z8, Z9)	88	18					67
68		Tractor							68
69		Truck							69
70		TOTAL (lines 59 to 69)	11,060	11,278	0	0	0	0	70

NOTES AND REMARKS

(1) Must have fitting code "CN" to qualify for tank otherwise it is a bulk hopper

710 INVENTORY OF EQUIPMENT - Continued

UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS

Line No	Cross Check	Changes during year (concluded)	Units at close of year						Line No
		Units retired from service of respondent whether owned or leased, including reclassification	Owned and used	Leased from others	Total in service of respondent (col (i) & (j))		Aggregate capacity of units reported in col (k) & (l) (see ins 4)	Leased to others	
					Per diem	All other			
		(h)	(i)	(j)	(k)	(l)	(m)	(n)	
56									56
57									57
58		1	1	0	0	N/A	0	0	58
59		1	313	4,960		5,273	13,265		59
60		644	6	15,054	9,691	5,369	465,450		60
61				381	381		9,650		61
62									62
63									63
64									64
65		4		844	252	592	25,008		65
66				25		25	693		66
67				106	88	18	729		67
68									68
69									69
70		649	319	21,370	10,412	11,277	514,795	0	70

NOTES AND REMARKS

710S UNIT COST OF EQUIPMENT INSTALLED DURING THE YEAR
(Dollars in Thousands)

1 Give particulars as requested, separately, for the various classes of new units and rebuilt units of equipment installed by respondent during the year. If information regarding the cost of any units installed is not complete at time of filing of report, the units should be omitted, but reference to the number of units omitted should be given in a footnote, the details as to cost to be given in the report of the following year. The cost of units under construction at the close of the year should not be reflected in this schedule even though part of the cost appears in the property account for the year. Indicate in column (e) whether an installation represents equipment purchased (P), built or rebuilt by contract in outside railroad shops (C), or built or rebuilt in company or system shops (S) including units acquired through capitalized leases (L).

2 In column (a) list each class or type of locomotive unit, car, or TOFC/COFC equipment on a separate line. By class is meant the standard classification used to distinguish types of locomotive units, freight cars or other equipment adopted by the Association of American Railroads, and should include physical characteristics requested by Schedule 710. Locomotive units should be identified as to power source, wheel arrangement, and horsepower per unit, such as multiple-purpose diesel locomotive A units (B-B), 2,500 HP. Cars should be identified as to special construction or service characteristics, such as aluminum-covered hopper car (LO), steel boxcars-special service (XAP), etc. For TOFC/COFC show type of equipment as enumerated in Schedule 710.

3 In column (c) show the total weight in tons of 2,000 pounds. The weight of the equipment acquired should be the weight empty.

4 The cost should be the complete cost as entered on the ledger, including foreign line freight charges and handling charges.

5 Data for this schedule should be confined to the units reported in Schedule 710, columns (c) and (e) for locomotive units, passenger-train cars and company service cars and columns (d) and (f) for freight train cars, floating equipment and highway revenue equipment. Disclose new units in the upper section of this schedule and in the lower section disclose rebuilt units acquired or rewritten into the respondent's accounts. The term "new" as used herein shall mean a unit or units placed in service for the first time on any railroad.

6 All unequipped boxcars acquired in whole or in part with incentive per diem funds should be reported on separate lines and appropriately identified by footnote or sub-heading.

NEW UNITS

Line No	Class of equipment (a)	Number of units (b)	Total weight (tons) (c)	Total cost (d)	Method of acquisition (see instructions) (e)	Line No
1	FREIGHT-TRAIN CARS					1
2	PLAIN GONDOLA CARS	360	36,000	15,092,464	P	2
3	OPEN TOP HOPPER CARS - SPECIAL SERV	130	13,000	7,865,000	P	3
4	FLAT CARS - MULTI-LEVEL, AUTORAILERS	3	126	196,000	P	4
5						5
6						6
7						7
8						8
9						9
10						10
11						11
12						12
13						24
14	TOTAL	493	N/A	23,153,464	N/A	25

REBUILT UNITS

15	FREIGHT CARS					26
16	PLAIN BOX CARS - 50'	4	360	166,930	S	27
17	EQUIPPED BOX CARS	20	1,834	750,908	S	28
18	COVERED HOPPER CARS	124	12,259	2,181,971	S	
19	REFRIGERATOR CARS - NON MECH	246	20,769	8,222,831	S	
20						
21						
22						
23						
24						
25						
26						
27						
28						
29						29
30						30
31						31
32						32
33						33
34						34
35						
36						36
37						37
38	TOTAL	394	N/A	11,322,640	N/A	38
39	GRAND TOTAL	887	N/A	34,476,104	N/A	39

GENERAL INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULES 720, 721, 723, AND 726

1. For purposes of these schedules, the track categories are defined as follows:

Track category 1

- A - Freight density of 20 million or more gross ton miles per track mile per year (include passing tracks, turnouts and crossovers)
- B - Freight density of less than 20 million gross ton miles per track mile per year, but at least 5 million (include passing tracks, turnouts and crossovers)
- C - Freight density of less than 5 million gross ton miles per track mile per year, but at least 1 million (include passing tracks, turnouts and crossovers)
- D - Freight density of less than 1 million gross ton miles per track mile per year (include passing tracks, turnouts and crossovers)
- E - Way and yard switching tracks (passing tracks, crossovers and turnouts shall be included in category A, B, C, D, F, and Potential abandonments, as appropriate).
- F - Track over which any passenger service is provided (other than potential abandonments). Mileage should be included within track categories A through E unless there is dedicated entirely to passenger service F.

Potential abandonments - Route segments identified by railroads as potentially subject to abandonment as required by Section 10904 of the Interstate Commerce Act.

- 2. This schedule should include all class 1, 2, 3, or 4 track from schedule 700 that is maintained by the respondent (class 5 is assumed to be maintained by others).
- 3. If, for two consecutive years, a line segment classified in one track category maintains a traffic density which would place it in another, it shall be reclassified into that category as of the beginning of the second year.
- 4. Traffic density related to passenger service shall not be included in the determination of the track category of a line segment.

720. TRACK AND TRAFFIC CONDITIONS

1. Disclose the requested information pertaining to track and traffic conditions.

Line No.	Track Category (a)	Mileage of tracks at end of period (whole numbers) (b)	Average annual traffic density in millions of gross ton-miles per track-mile* (use two decimal places) (c)	Average running speed limit (use two decimal places) (d)	Track miles under slow orders at end of period (e)	Line No.
1	A	14,124	42.93	60.07	102.3	1
2	B	9,120	11.35	54.52	110.0	2
3	C	3,349	2.76	43.11	88.2	3
4	D	8,009	0.26	30.85	120.3	4
5	E	9,032	n/a	n/a	n/a	5
6	TOTAL	43,634	20.84	50.20	420.8	6
7	F	10,394	n/a	n/a	n/a	7
8	Potential abandonments	189	n/a	n/a	n/a	8

*To determine average density, total track miles (route miles times number of tracks) rather than route miles shall be used.

n/a - not applicable

721. TIES LAID IN REPLACEMENT

1. Furnish the requested information concerning ties laid in replacement.
2. In column (j), report the total board feet of switch and bridge ties laid in replacement.
3. The term "spot maintenance" in column (k) means repairs to track components during routine inspections, as opposed to programmed replacements aimed at upgrading the general conditions of the tracks. "Percent of spot maintenance" refers to the percentage of total ties or board feet laid in replacement considered to be spot maintenance.
4. In No. 9, the average cost per tie should include transportation charges on foreign lines, tie trains, loading, inspection, and the cost of handling ties in general supply storage seasoning yards, the cost of treating ties, also the cost of handling at treating plants and the cost of treatment. The cost of unloading, hauling over carrier's own lines, and placing the ties in tracks and of train service other than that necessary in connection with loading or treatment should not be included in this schedule.

LINE NO.	Track Category	Number of cross-ties laid in replacement										Cross-ties switch and bridge ties	LINE NO.
		New Ties					Second-hand ties						
		Wooden		Concrete		Other	Wooden		Other		Total		
	(a)	Treated (b)	Untreated (c)	(d)	(e)		Treated (f)	Untreated (g)	(h)	(i)			
1	A	1,817,043		463,391			15,651			2,296,085	4,813,015	N/A	1
2	B	513,107					16,888			529,795	1,117,397	N/A	2
3	C	255,933					1,876			257,809	525,104	N/A	3
4	D	70,459					21,566			92,025	313,558	N/A	4
5	E	90,810					8,503			99,313	1,340,940	N/A	5
6		2,747,352	-	463,391	-	-	64,284	-	-	3,275,027	8,110,014	N/A	6
7	F	71,412	-	-	-	-	-	-	-	71,412	18,834	N/A	7
8	Potential abandonments	0	-	-	-	-	-	-	-	0	0	N/A	8

9. Average cost per cross-tie \$26.86 and switch-tie (MBM) \$649.23

722. TIES LAID IN ADDITIONAL TRACKS AND IN NEW LINES AND EXTENSIONS
(DOLLARS IN THOUSANDS)

Give particulars of ties laid during the year in new construction during the year.

In column (a) classify the ties as follows:

U - Wooden ties untreated when applied.
T - Wooden ties treated before application.

S - Ties other than wooden (steel, concrete, etc.). Indicate type in column (h).

Report new and second-hand (relay) ties separately, indicating in column (h) which ties are new.

In columns (d) and (g) show the total cost, including transportation charges on foreign lines, tie trains, loading, inspection, and the cost of handling ties in general supply, storage, and seasoning yard. In the case of treated ties, also show the cost of handling at treating plants and the cost of treatment. The cost of unloading, hauling over carrier's own lines and placing the ties in tracks, and of train service, other than that necessary in connection with loading or treatment, should not be included in this schedule.

Line No.	Class of ties (a)	CROSSTIES			SWITCH AND BRIDGE TIES			Remarks (h)	Line No.
		Total number of ties applied (b)	Average cost per tie (c)	Total cost of crossties laid in new tracks during year (d)	Number of feet (board measure) laid in tracks (e)	Average cost per M feet (board measure) (f)	Total cost of switch and bridge ties laid in new tracks during year (g)		
1	T	234,017	25.26	5,909	972,388	646.00	628	New	1
2	T								2
3	S	187,544	32.24	6,046				Concrete	3
4									4
5									5
6									6
7									7
8									8
9									9
10									10
11									11
12									12
13									13
14									14
15									15
16									16
17									17
18									18
19									19
20	TOTAL	421,561		11,955	972,388		628		20
21	Number of miles of new running tracks, passing tracks, cross-overs, etc., in which ties were laid 77.21								
22	Number of miles of new yard, station, team, industry, and other switching tracks in which ties were laid 14.94								

723 RAILS LAID IN REPLACEMENT

- 1 Furnish the requested information concerning rails laid in replacement
- 2 The term "spot maintenance" in column (h) means repairs to track components during routine inspections, as opposed to programmed replacements aimed at upgrading the general condition of the tracks. "Percent of spot maintenance" refers to the percentage of total rails laid in replacement considered to be spot maintenance.
- 3 In No 9, the average cost of new and relay rail should include the cost of loading at the point of purchase ready for shipment, the freight charges paid foreign lines, and the cost of handling rails in general supply and storage yards. The cost of unloading, hauling over carrier's own lines and placing the rails in tracks and of train service in connection with the distribution of rails should not be included in this schedule.

LINE NO	Track category	Miles of rail laid in replacement (rail-miles)						Total		Percent of spot maintenance	LINE NO
		New Rail		Relay rail		Welded rail	Bolted rail	Welded rail	Bolted rail		
		Welded rail	Bolted rail	Welded rail	Bolted rail						
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)			
1	A	1,057 10	52 04	344 21	83 21	1,401 31	135 25	N/A	1		
2	B	131 61	71 27	124 51	18 49	256 12	89 76	N/A	2		
3	C	13 22	2 45	60 89	7 23	74 11	9 68	N/A	3		
4	D	1 49	2 25	52 30	2 28	53 79	4 53	N/A	4		
5	E	8 89	8 54	47 93	4 95	56 82	13 49	N/A	5		
6	TOTAL	1,212 31	136 55	629 84	116 16	1,842 15	252 71	N/A	6		
7	F				0 10	0 00	0 10	N/A	7		
8	Potential Abandonments							N/A	8		
9	Average cost of new and relay rail laid in replacement per gross ton \$627 64 new and \$128 28 relay							N/A	9		

NOTE: Track miles of welded rail installed this year - 921 08

Total system track miles of welded rail to date - 26,257 26

724. RAILS LAID IN ADDITIONAL TRACKS AND IN NEW LINES AND EXTENSIONS
(Dollars in Thousands)

- Give particulars of all rails applied during the year in connection with the construction of new track
In column (a) classify the kind of rail applied as follows:
 - New steel rails, Bessemer process
 - New steel rails, open-hearth process
 - New rails, special alloy (describe more fully in a footnote)
 - Relay rails
- Returns in columns (c) and (g) should be reported in WHOLE numbers. Fractions of less than one-half should be disregarded, and fractions of one-half or more should be counted as one.
- The returns in columns (d) and (h) should include the cost of loading at the point of purchase ready for shipment, the freight charges paid foreign lines, and the cost of handling rails in general supply and storage yards. The cost of unloading, hauling over carrier's own lines, and placing the rails in tracks and of train service in connection with the distribution of the rail should not be included in this schedule

Line No.	Class of rail	RAIL APPLIED IN RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.				RAIL APPLIED IN YARD, STATION, TEAM, INDUSTRY, AND OTHER SWITCHING TRACKS				Line No.
		Weight of rail		Total cost of rail applied in running tracks, passing tracks, cross-overs, etc., during year (d)	Average cost per ton (2,000 lb.) (e)	Weight of rail		Total cost of rail applied in yard, station, team, industry, and other switching tracks during year (h)	Average cost per ton (2,000 lb.) (i)	
		Pounds per yard of rail (b)	Number of tons (2,000 lb.) (c)			Pounds per yard of rail (f)	Number of tons (2,000 lb.) (g)			
1	2	115	79	47	598.36	115	14	9	634.59	1
2	2	132	96	57	599.78	132	130	82	631.14	2
3	2	136	17,747	9,950	560.65	136	638	351	550.16	3
4										4
5	4	115	23	3	109.00	119	22	6	275.00	5
6	4	129	195	21	109.00	132	2,174	238	109.48	6
7	4	132	297	32	109.00	136	663	182	274.70	7
8	4	136	78	20	255.76					8
9										9
10										10
11										11
12										12
13										13
14										14
15										15
16										16
17										17
18										18
19										19
20										20
21										21
22										22
23										23
24										24
25										25
26										26
27										27
28										28
29										29
30										30
31										31
32										32
33	TOTAL	N/A	18,515	10,130		N/A	3,641	868		33
34	Number of miles of new running tracks, passing tracks, cross-overs, etc., in which rails were laid 77.21									34
35	Number of miles of new yard, station, team, industry, and other switching tracks in which rails were laid 14.94									35
36	Track-miles of welded rail installed on system this year 87.53 : total to date 1,663.82									36

725 WEIGHT OF RAIL

Give the particulars called for below concerning the road and track operated by the respondent at the close of the year. Only the respondent's proportion of jointly owned mileage should be included. Under "Weight of rail," the various weights of rails should be given. Road and track occupied under trackage right or other form of license should not be included herein, but all road and track held under any form of lease (granting exclusive possession to the lessee) should be included.

Line No.	Weight of rails per yard (a)	Line-haul companies (miles of main track) (b)	Switching and terminal companies (miles of all tracks) (c)	Remarks (d)	Line No.
	(Pounds)				
1	52				1
2	56	71.39			2
3	60	15.28			3
4	65	15.70			4
5	66	103.52			5
6	67	2.19			6
7	68	75.78			7
8	70	76.30			8
9	72	60.72			9
10	75	423.94	11.00		10
11	76	13.84			11
12	77	156.40			12
13	80	151.86			13
14	85	1,095.23	5.00		14
15	90	3,460.34	7.00		15
16	100	510.20			16
17	105	4.21			17
18	110	586.56	19.00		18
19	112	5,250.29	39.00		19
20	115	4,793.72	19.00		20
21	119	1,866.87			21
22	128		1.00		22
23	129	357.18			23
24	130	14.52			24
25	131	2,299.20	1.00		25
26	132	9,712.33			26
27	133	20.09			27
28	136	14,097.42			28
29	140	34.20			29
30	155	1.18			30
31					31
32					32
33					33
34					34
35					35
36					36
37					37
38					38
39					39
40	TOTAL	45,270.46	102.00		40

726. SUMMARY OF TRACK REPLACEMENTS

1. Furnish the requested information concerning the summary of track replacements.
 2. In columns (d), (e), (g), and (i) give the percentage of replacements to units of property in each track category at year end.

Live No.	Track category	Ties					Rail		Ballast	Track surfacing		Line No.
		Number of ties replaced		Percent replaced		Miles of rail replaced (rail miles)	Percent replaced	Cubic yards of ballast placed		Miles surfaced	Percent surfaced	
		Crossties	Switch and bridge ties (board feet)	Crosstie	Switch and bridge ties (board feet)							
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)		
1	A	2,296,085	4,813,015	5.40	N/A	1,537	5.44	3,234,751	8.035	58.89	1	
2	B	529,795	1,117,397	1.93	N/A	346	1.90	842,248	1.825	20.01	2	
3	C	257,809	525,104	2.56	N/A	84	1.25	178,894	1.173	35.03	3	
4	D	92,025	313,558	0.38	N/A	58	0.36	218,013	734	9.16	4	
5	E	99,313	1,340,840	0.37	N/A	70	0.39	1,306,691	734	8.13	5	
6	TOTAL	3,275,027	8,110,014	2.49	N/A	2,095	2.40	5,780,597	12,501	28.65	6	
7	F	71,412	18,834	0.26	N/A	0	0.00	46,689	148	1.64	7	
8	Potential Abandonments	0	0	0.00	N/A	0	0.00	2,778	0	0.00	8	

750. CONSUMPTION OF DIESEL FUEL
(Dollars in Thousands)

LOCOMOTIVES

Line No.	Kind of locomotive service	Diesel		Line No.
		Diesel oil (gallons)		
	(a)	(b)		
1	Freight	1,015,392,300		1
2	Passenger	0		2
3	Yard Switching	53,441,700		3
4	TOTAL	1,068,834,000		4
5	COST OF FUEL \$(000)	\$726,834		5
6	Work Train	4,749,586		6

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 755

Unit Train, Way Train, and Through Train data under Items 2, 3, 4, 6, and 12 shall be obtained from conductor's wheel reports (freight) or similar reports. Unit train service is a specialized scheduled shuttle type service in equipment (railroad or privately owned) dedicated to such service, moving between origin and destination. The applicable tariffs and/or contracts generally require that a specific minimum tonnage or quantity of carloads be tendered as a unit for shipment on one bill of lading or other shipping document in a solid train for movement between origin and destination. Such tariffs and/or contracts generally contain restricted detention provisions and are subject to time-volume requirements which reflect the approximate capacity of the unit trains for the stated period. Way trains are defined as trains operated primarily to gather and distribute cars in road service and move them between way stations or way points. Through trains are those trains operated between two or more major concentration or distribution points. Do not include unit train statistics in way or through train statistics. A work train is a train operated solely or preponderantly for the purpose of transporting company freight, work equipment, or company employees. Statistics for work trains should be reported under Item 11 only. Statistics related to company equipment, company employees, and company freight moving in transportation trains are not to be reported in Item 11, but are to be reported in items 4-17, 6-04, 7-02, 8-04, and 8-05 as instructed in notes I, K, and L.

(A) Report miles of road operated at close of year, excluding industrial tracks, yard tracks, and sidings.

(B) A train-mile is a movement of a train a distance of one mile. In computing train-miles, fractions representing less than one-half mile shall be disregarded and other fractions shall be considered as one mile. Train Miles-Running shall be based on the actual distance run between terminals and/or stations and shall be computed from the official time tables or distance tables. Train-miles shall not be increased to cover the running of locomotives from shops to terminals, doubling hills, switching, or other work at way stations, or for the service of helper or pusher locomotives or of extra locomotives on double-head or triple-head trains. When the carrier's trains are detoured over foreign roads, the miles shall be computed on the basis of the miles actually run and in accordance with the service performed. Train-miles shall be kept separately for trains hauled by locomotives and trains moved by motorcars.

(C) A motorcar is a self-propelled unit of equipment designed to carry freight or passengers, and is not considered a locomotive.

(D) A locomotive is a self-propelled unit of equipment designed solely for moving other equipment. A locomotive unit-mile is a movement of a locomotive unit a distance of one mile under its own power. Include miles made by all locomotive units. Exclude miles made by motorcars. Miles of locomotives in helper service shall be computed on the basis of actual distance run in such service.

(E) All locomotives unit-miles in road service shall be based on the actual distance run between terminals and/or stations. Follow instruction (B) regarding fractions and official time tables for computing locomotive miles.

(F) Train switching locomotive-miles shall be computed at the rate of six miles per hour for the time actually engaged in such service. Include miles allowed train locomotives for performing switching service at terminals and way stations.

(G) Yard switching locomotive-miles shall be computed at the rate of six miles per hour for the time actually engaged in yard switching service. Include miles allowed for yard locomotives for switching service in yards where regular switching service is maintained and in terminal switching and transfer service.

(H) Use car designations shown in Schedule 710, under Railroad Owned and Leased Cars, Items 4-01 and 4-11. Report both foreign cars and respondents' own cars while on the line of the respondent railroad. In Items 4-13 and 4-15 report the private-line categories, miles for private-line cars (whether or not under railroad control), and shipper-owned cars. A car-mile is a movement of a unit of car equipment a distance of one mile. Report miles made by flatcars carrying loaded highway trailers or empty highway trailers moving under revenue billings as loaded freight car-miles and miles made by flatcars carrying other empty highway trailers as empty freight car-miles. Exclude miles made by motorcars and report miles made by business cars of other than the reporting carrier as sleeping car-miles in Item 5-03. Report mail, express baggage cars, and combination cars, other than 5-02 combination cars, in Item 5-05.

(I) Exclude from Items 4-01, 4-11, 4-13, and 4-15 car-miles of work equipment, cars carrying company freight, and no-payment cars moving in transportation trains. Include such car-miles in Items 4-17, 4-18, and 4-19. No-payment car-miles are miles made by private-line cars (other than railroad controlled) and shipper-owned cars for which the railroad does not reimburse the owner on a loaded and/or empty mile basis. If the payment for the loaded miles includes the empty miles, the loaded and empty miles should not be considered no-payment car miles.

(J) Report miles actually run by passenger-train cars in transportation service. Passenger-train car-miles include miles run by coaches and cars in which passengers are carried at regular tariff fares without extra charge for space occupied; miles run by combination passenger and baggage, passenger and mail, passenger and express; miles run by sleeping, parlor, and other cars for which an extra fare is charged; miles run by dining, cafe, and other cars devoted exclusively to the serving of meals and other refreshments and by club, lounge, and observation cars; and miles run by other passenger-train cars where services are combined, such as baggage, express, and mail.

(K) From conductor's or dispatcher's train reports or other appropriate sources, compute weight in tons (2,000 pounds). Item 6-01 includes weight of all locomotive units moved one mile in transportation trains. Ton-miles of motorcars should be excluded. Items 6-02 and 6-03 represent tons behind locomotive units (car and contents, cabooses) moved one mile in transportation trains (excluding non-revenue gross ton-miles). Non-revenue gross ton-miles in transportation trains include work equipment and cars carrying company freight and their contents. Use 150 lbs. as the average weight per passenger and four tons as the average weight of contents of each head-end car.

(L) From conductor's train reports or other appropriate sources, compute ton-miles of freight. Ton-miles represent the number of tons of revenue and non-revenue freight moved one mile in a transportation train. Include net ton-miles in motorcar trains. Exclude l.c.l. shipment of freight handled in mixed baggage express cars. Total ton-miles of revenue freight should correspond to the ton-miles reported on Form CBS.

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 755-Concluded

(M) Road service represents elapsed time of transportation trains (both ordinary and light) between the time of leaving the initial terminals and the time at final terminals, including trains switching at way stations and delays on road as shown by conductor's or dispatcher's train reports. Include time of motorcar service performed by train locomotives at terminals and way stations. Report in Item 9-02 train switching hours included in Item 9-01. Train switching is the time spent by the train while performing switching service at terminals and way stations where no regular yard service is maintained. A train hour is independent of the number of locomotives in the train.

(N) Yard switching hours are hours expended in switching service performed by yard crews in yards where regular switching service is maintained, including switching and transfer service in connection with the transportation of revenue and incidentally of company freight. Hours in yard switching are independent of the number of locomotives used.

(O) Work-train miles include the miles run by trains engaged in company service such as official inspection; inspection trains for railway commissioners for which no revenue is received; trains running special with fire apparatus to save carrier's property from destruction; trains run for transporting the carrier's employees to and from work when no transportation charge is made, wrecking trains; trains run solely for the purpose of transporting company material; trains run for distributing material and supplies for use in connection with operations; and all other trains used in work-train services. Exclude miles run by locomotives while engaged incidentally in switching company materials in company shops or material yards in connection with regular yard switching service or in switching equipment for repairs between yards and shops.

(P) The number of loaded freight cars shall be obtained from the conductors' wheel report and shall be the sum of all loaded cars handled by each train. For example, if a car moves loaded (1) in a way train from the origination points, (2) in two through trains, and (3) in a way train to the destination point, the total count of loaded cars would be four; two counts for the movements in the way trains and two counts for the movements in through trains. Therefore, each car originated or received from a connecting carrier receives an initial count, plus one count for each subsequent physical transfer between trains on respondents lines. No additional count is given because of crew change or changes in track identification number unless there is a physical transfer of the car between trains. Each car moving under revenue billing shall be considered as a loaded car.

(Q) Report vehicles (TOFC trailers/containers, automobiles and trucks) loaded and unloaded to and from TOFC and multiple level freight cars when the work is performed at the railroad's expense.

(R) Report the number of loaded revenue trailers/containers picked up, plus revenue trailers/containers delivered in TOFC/COFC and in highway interchange service, when the work is performed at the railroad's expense. (Performed at railroad's expense means that railroad employees perform the service or that the railroad hires a subsidiary or outside contractor to perform the service). Do not include those trailers/containers which are picked up or delivered by a shipper or motor carrier etc. when a tariff provision that requires the shipper or motor carrier, etc. and not the railroad perform that service. Note: The count should reflect the trailers/containers for which expenses are reported in Schedule 417, line 2, column (b).

(S) Report under Marine Terminals, Item 16, the tons loaded onto and unloaded from marine vessels at the expense of the reporting railroad.

(T) Report the total number of foreign railroad cars on line at end of year (except surplus cars, see below). Foreign railroad cars refers to freight cars owned by other railroads whose interline rental is settled on time (by hour) and actual line-haul mileage charges under the Code of Car Hire Rules.

Carriers will be governed by local conditions in determining whether a car at an interchange point should be considered "on line". Unserviceable cars include cars on repair tracks undergoing or awaiting repairs. They include cars on repair tracks repaired and awaiting switching, cars on repair tracks undergoing or awaiting repairs switching, cars awaiting movement to repair tracks held in train yard (excluding cars which are to be repaired in the train yard without loss of time), cars moving empty in trains en route to shop, and cars stored awaiting disposition.

Surplus cars are cars which are in serviceable condition for loading on the last day of the year, but have not been placed for loading within 48 hours. This count can be an annual average based on weekly count of cars that have not been placed for loading within 48 hours.

755 RAILROAD OPERATING STATISTICS

Line No.	Cross Check	Item description	Freight train	Passenger train	Line No.
		(a)	(b)	(c)	
1		1 Miles of Road Operated (A)	35,170	38	1
		2. Train Miles - Running (B)			
2		2-01 Unit Trains	49,951,970		2
3		2-02 Way Trains	9,271,245		3
4		2-03 Through Trains	68,833,919	843,768	4
5		2-04 TOTAL TRAIN MILES (lines 2-4)	128,057,134	843,768	5
6		2-05 Motorcars (C)			6
7		2-06 TOTAL ALL TRAINS (lines 5, 6)	128,057,134	843,768	7
		3 Locomotive Unit Miles (D)			
		Road Service (E)			
8		3-01 Unit Trains	144,372,951		8
9		3-02 Way Trains	22,068,418		9
10		3-03 Through Trains	215,567,262	870,529	10
11		3-04 TOTAL (lines 8-10)	382,008,631	870,529	11
12		3-11 Train Switching (F)	6,780,498		12
13		3-21 Yard Switching (G)	16,227,990	15,444	13
14		3-31 TOTAL ALL SERVICES (lines 11, 12, 13)	405,017,119	885,973	14
		4 Freight Car-Miles (Thousands) (H)			
		4-01 RR Owned and Leased Cars - Loaded			
15		4-010 Box - Plain 40-Foot	235		15
16		4-011 Box - Plain 50-Foot and Longer	51,424		16
17		4-012 Box - Equipped	232,004		17
18		4-013 Gondola - Plain	191,852		18
19		4-014 Gondola - Equipped	82,768		19
20		4-015 Hopper - Covered	447,810		20
21		4-016 Hopper - Open Top - General Service	99,400		21
22		4-017 Hopper - Open Top - Special Service	97,873		22
23		4-018 Refrigerator - Mechanical	35,423		23
24		4-019 Refrigerator - Non-Mechanical	90,670		24
25		4-020 Flat - TOFC/COFC	189,826		25
26		4-021 Flat - Multi-Level	27,043		26
27		4-022 Flat - General Service	1,778		27
28		4-023 Flat - All Other	82,925		28
29		4-024 All Other Car Types - Total	19,911		29
30		4-025 TOTAL (lines 15-29)	1,650,942		30

755. RAILROAD OPERATING STATISTICS - Continued

Line No.	Cross Check	Item description	Freight train	Passenger train	Line No.
		(a)	(b)	(c)	
		4-11 RR Owned and Leased Cars - Empty			
31		4-110 Box - Plain 40-Foot	410		31
32		4-111 Box - Plain 50-Foot and Longer	29,506		32
33		4-112 Box - Equipped	169,379		33
34		4-113 Gondola - Plain	201,157		34
35		4-114 Gondola - Equipped	77,914		35
36		4-115 Hopper - Covered	433,064		36
37		4-116 Hopper - Open Top - General Service	111,148		37
38		4-117 Hopper - Open Top - Special Service	97,346		38
39		4-118 Refrigerator - Mechanical	19,675		39
40		4-119 Refrigerator - Non-Mechanical	44,207		40
41		4-120 Flat - TOFC/COFC	18,092		41
42		4-121 Flat - Multi-Level	18,087		42
43		4-122 Flat - General Service	2,070		43
44		4-123 Flat - All Other	74,559		44
45		4-124 All Other Car Types	16,297		45
46		4-125 TOTAL (lines 31-45)	1,312,911		46
		4-13 Private Line Cars - Loaded (H)			
47		4-130 Box - Plain 40-Foot	0		47
48		4-131 Box - Plain 50-Foot and Longer	25,196		48
49		4-132 Box - Equipped	405		49
50		4-133 Gondola-Plain	14,014		50
51		4-134 Gondola - Equipped	670		51
52		4-135 Hopper - Covered	131,122		52
53		4-136 Hopper - Open Top - General Service	813		53
54		4-137 Hopper - Open Top - Special Service	5,853		54
55		4-138 Refrigerator - Mechanical	141		55
56		4-139 Refrigerator - Non-Mechanical	9,878		56
57		4-140 Flat - TOFC/COFC	993,461		57
58		4-141 Flat - Multi-Level	207,413		58
59		4-142 Flat - General Service	233		59
60		4-143 Flat - All Other	55,096		60
61		4-144 Tank Under 22,000 Gallons	73,819		61
62		4-145 Tank - 22,000 Gallons and Over	96,684		62
63		4-146 All Other Car Types	17,065		63
64		4-147 TOTAL (lines 47-63)	1,631,863		64

755. RAILROAD OPERATING STATISTICS - Continued

Line No.	Cross Check	Item description	Freight train	Passenger train	Line No.
		(a)	(b)	(c)	
		4-15 Private Line Cars - Empty (H)			
65		4-150 Box - Plain 40-Foot	0		65
66		4-151 Box - Plain 50-Foot and Longer	8,126		66
67		4-152 Box - Equipped	414		67
68		4-153 Gondola - Plain	16,275		68
69		4-154 Gondola - Equipped	632		69
70		4-155 Hopper - Covered	145,136		70
71		4-156 Hopper - Open Top - General Service	917		71
72		4-157 Hopper - Open Top - Special Service	5,928		72
73		4-158 Refrigerator - Mechanical	124		73
74		4-159 Refrigerator - Non-Mechanical	9,548		74
75		4-160 Flat - TOFC/COFC	77,400		75
76		4-161 Flat - Multi-Level	127,677		76
77		4-162 Flat - General Service	318		77
78		4-163 Flat - All Other	47,573		78
79		4-164 Tank - Under 22,000 Gallons	76,478		79
80		4-165 Tank - 22,000 Gallon and Over	101,386		80
81		4-166 All Other Car Types	9,313		81
82		4-167 TOTAL (lines 65-81)	627,245		82
83		4-17 Work Equip. and Co. Freight Car-Miles	56,021		83
84		4-18 No Payment Car-Miles (I)	3,038,309		84
		4-19 Total Car-Miles by Train Type			
85		4-191 Unit Trains	4,221,212		85
86		4-192 Way Trains	336,014		86
87		4-193 Through Trains	3,760,065		87
88		4-194 TOTAL (lines 85-87)	8,317,291		88
89		4-20 Caboose Miles	3,158		89

Total number of loaded miles N/A and empty miles N/A by roadrailer reported above.

Note: Line 88 total car miles is equal to the sum of lines 30, 46, 64, 82, 83 and 84. Accordingly, the car miles reported on Lines 83 and 84 are to be allocated to Lines 85, 86 and 87 and included in the total shown on Line 88.

755. RAILROAD OPERATING STATISTICS - Continued

Line No.	Cross Check	Item description (a)	Freight train (b)	Passenger train (c)	Line No.
		6. Gross Ton-Miles (thousands) (K)			
98		6-01 Road Locomotives	67,293,392	114,871	98
		6-02 Freight Trains Crs., Cnts., and Caboose			
99		6-020 Unit Trains	345,318,101		99
100		6-021 Way Trains	24,435,676		100
101		6-022 Through Trains	295,283,265		101
102		6-03 Passenger-Trains, Crs., and Cnts.	1,991	335,189	102
103		6-04 Non-Revenue	15,232,694		103
104		6-05 TOTAL (lines 98-103)	747,565,119	450,060	104
		7. Tons of Freight (thousands)			
105		7-01 Revenue	469,740		105
106		7-02 Non-Revenue	10,589		106
107		7-03 TOTAL (lines 105, 106)	480,329		107
		8. Ton-Miles of Freight (thousands) (L)			
108		8-01 Revenue - Road Service	411,059,963		108
109		8-02 Revenue - Lake Transfer Service	0		109
110		8-03 TOTAL (lines 108, 109)	411,059,963		110
111		8-04 Non-Revenue - Road Service	3,391,911		111
112		8-05 Non-Revenue - Lake Transfer Service	0		112
113		8-06 TOTAL (lines 111, 112)	3,391,911		113
114		8-07 TOTAL - REVENUE AND NON-REVENUE (lines 110, 113)	414,451,874		114
		9. Train Hours (M)			
115		9-01 Road Service	4,540,795		115
116		9-02 Train Switching	396,478		116
117		10. TOTAL YARD-SWITCHING HOURS (N)	2,299,874		117
		11. Train - Miles Work Trains (O)			
118		11-01 Locomotives	489,934		118
119		11-02 Motorcars	0		119
		12. Number of Loaded Freight Cars (P)			
120		12-01 Unit Trains	3,540,049		120
121		12-02 Way Trains	2,458,607		121
122		12-03 Through Trains	4,504,584		122
123		13 TOFC/COFC - No. of Rev. Trailers and Containers Loaded and Unloaded (Q)	4,399,979		123
124		14. Multi-Level Cars - No. of Motor Vehicles Loaded and Unloaded (Q)	2,523,748		124
125		15. TOFC/COFC - No. of Rev. Trailers Picked Up and Delivered (R)	566,756		125
		16. Revenue Tons - Marine Terminal (S)			
126		16-01 Marine Terminals - Coal	12,759,011		126
127		16-02 Marine Terminals - Ore	12,276,644		127
128		16-03 Marine Terminals - Other	0		128
129		16-04 TOTAL (lines 126-128)	25,035,655		129
		17. Number of Foreign Per Diem Cars on Lines (T)			
130		17-01 Serviceable	40,563		130
131		17-02 Unserviceable	1,231		131
132		17-03 Surplus	2,902		132
133		17-04 TOTAL (lines 130-132)	44,696		133

VERIFICATION

The foregoing report shall be verified by the oath of the officer having control of the accounting of the respondent. This report shall also be verified by the oath of the president or other chief officer of the respondent, unless the respondent states that such officer has no control over the respondent's accounting and reporting.

OATH

(To be made by the officer having control of the accounting of the respondent)

State of Illinois
County of Cook

Kenneth J. Kempker makes oath and states that he is Assistant Vice President, Financial Reporting of The Burlington Northern and Santa Fe Railway Company; that it is his duty to have supervision over the books of accounts of the respondent and to control the manner in which such books are kept; that he knows that such books have been kept in good faith during the period covered by this report; that he knows that the entries contained in this report relating to accounting matters have been prepared in accordance with the provisions of the Uniform System of Accounts for Railroad Companies and other accounting and reporting directives of the Surface Transportation Board; that he believes that all other statements of fact contained in this report are true, and that this report is a correct and complete statement, accurately taken from the books and records, of the business and affairs of the above-named respondent during the period of time from and including January 1, 1996, to and including December 31, 1996.

/s/ Kenneth J. Kempker

(Signature of affiant)

Subscribed and sworn to before me, a _____ in and for the State and
county above named, this _____ day of _____, 19____.

My commission expires _____

Use an
L.S.
impression seal

(Signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH

(By the president or other chief officer of the respondent)

State of Illinois
County of Cook

Thomas N. Hund makes oath and states that he is Vice President, Controller and Chief Accounting Officer of The Burlington Northern and Santa Fe Railway Company; that he has carefully examined the foregoing report; that he believes that all statements of fact contained in the said report are true, and that the said report is a correct and complete statement of the business and affairs of the above-named respondent and the operations of its property during the period of time from and including January 1, 1996, to and including December 31, 1996.

/s/ Thomas N. Hund

(Signature of affiant)

Subscribed and sworn to before me, a _____ in and for the State and
county above named, this _____ day of _____, 19____.

My commission expires _____

Use an
L.S.
impression seal

(Signature of officer authorized to administer oaths)

[illegible][illegible]

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BNSF

KENNETH J. KEMPKER
*Assistant Vice President Financial
Reporting*

Burlington Northern Santa Fe

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(847) 995-6007

July 31, 1997

Surface Transportation Board
Office of Economic and Environmental Analysis
1201 Constitution Avenue, N.W.
Washington, DC 20423-0001

Dear Sir or Madame:

Please find enclosed an amendment to the 1996 Burlington Northern and Santa Fe Railway Annual Report (R-1). The following schedule has been modified as noted:

<u>Page Number</u>	<u>Description</u>	<u>Description of Change</u>
16	Schedule 210	Line 24 column b; amount changed to 29,806 Line 26 column b; amount changed to zero. Line 1 column c; amount changed to 8,003,411

If you have any questions, please contact me at (847) 995-6007 or Jim Ayres at (847) 995-6049.

Sincerely,

A handwritten signature in cursive script, appearing to read "Kenneth J. Kempker".

Kenneth J. Kempker
Assistant Vice President-Financial Reporting

KJK/cd

cc: Miles Mooney - Price Waterhouse

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ROAD INITIALS BNSF

Year 1996

210. RESULTS OF OPERATIONS

(Dollars in Thousands)

Aug 4 4 28 PM '97

1. Disclose the requested information for the respondent pertaining to the results of operations for the year

2. Report total operating expenses as shown in Schedule 410 of this report. Any disparities in expense amounts shown in this schedule and expense amounts reported in Schedule 410 must be fully explained on page 18.

3. List dividends from investments accounted for under the cost method on the appropriate line No. 19 for Account No. 513 "Dividend Income." List dividends accounted for by the equity method on the appropriate dividend line No. 25 under the "Income from Affiliated Companies" subsection of this schedule.

4. All contra entries hereunder should be indicated in parenthesis

5. Cross-checks

Schedule 210

Line 15, column (b)
Line 47 plus 48 plus 49, column (b)
Line 50, column (b)

Line 14, column (b)
Line 14, column (d)
Line 14, column (e)
Line 49, column (b)

Schedule 210

= Line 62, col (b)
= Line 63, col (b)
= Line 64, col (b)
Schedule 410
= Line 620, col (h)
= Line 620, col (f)
= Line 620, col (g)

Line No	Cross Check	Item (a)	Amount for current year (b)	Amount for preceding year (c)	Freight-related rev & exp (d)	Passenger-related rev & exp (e)	Line No
		ORDINARY ITEMS OPERATING INCOME Railway Operating Income					
1		(101) Freight	8,148,887	8,003,411	8,148,887		1
2		(102) Passenger		29,427			2
3		(103) Passenger - Related					3
4		(104) Switching	56,488	62,138	56,488		4
5		(105) Water Transfers					5
6		(106) Demurrage	39,069	32,623	39,069		6
7		(110) Incidental	41,980	39,727	41,980		7
8		(121) Joint Facility - Credit	6,618	3,875	6,618		8
9		(122) Joint Facility - Debit	(104,147)	(1,268)	(104,147)		9
10		(501) Railway Operating Revenues (Exclusive of Transfers from Govt Authorities - Lines 1-9)	8,188,895	8,169,933	8,188,895		10
11		(502) Railway Operating Revenues-Transfers from Govt Authorities for Current Operations	(1,909)	(93)	(1,909)		11
12		(503) Railway Operating Revenues-Amortization of Deferred Transfers from Govt Authorities					12
13		TOTAL RAILWAY OPERATING REVENUES (LINES 10-12)	8,186,986	8,169,840	8,186,986	0	13
14	*	(531) Railway Operating Expenses	6,484,769	7,256,242	6,484,769		14
15	*	NET REVENUES FROM RAILWAY OPERATIONS	1,702,217	913,598	1,702,217	0	15
		OTHER INCOME					
16		(506) Revenue from Property Used in Other than Carrier Operations		856			16
17		(510) Miscellaneous Rent Income		10,591			17
18		(512) Separately Operated Properties-Profit		(10)			18
19		(513) Dividend Income (Cost Method)					19
20		(514) Interest Income	36,144	46,105			20
21		(516) Income from Sinking and Other Funds	304	392			21
22		(517) Release of Premiums on Funded Debt					22
23		(518) Reimbursements Received Under Contracts and Agreements					23
24		(519) Miscellaneous Income	29,806	19,055			24
25		Income from Affiliated Companies (519) A. Dividends (Equity Method)					25
26		B. Equity Undistributed Earnings (Losses)		46			26
27		TOTAL OTHER INCOME (LINES 16-26)	66,254	77,035			27
28		TOTAL INCOME (LINES 15, 27)	1,768,471	990,633			28
		MISCELLANEOUS DEDUCTIONS FROM INCOME					
29		(534) Expenses of Property Used in Other than Carrier Operations	6,500	10,078			29
30		(544) Miscellaneous Taxes		1,021			30
31		(545) Separately Operated Properties-Loss		117			31
32		(549) Maintenance of Investment Organizations					32
33		(550) Income Transferred Under Contracts & Agreements					33
34		(551) Miscellaneous Income Charges	22,827	27,123			34
35		(553) Uncollectible Accounts					35
36		TOTAL MISC DEDUCTIONS (LINES 29-35)	29,327	38,339			36
37		Income Available For Fixed Charges (LINES 28, 36)	1,739,144	952,294			37