

The Burlington Northern and Santa Fe Railway Company

Leased Lines and Wholly-Owned Subsidiaries

2500 Lou Menk Drive
Fort Worth, Texas 76131



Class I Railroad Annual Report

To The Surface Transportation Board
For the Year Ending December 31, 2001

BNSF



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. Once 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 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

ANNUAL REPORT

OF

THE BURLINGTON NORTHERN AND SANTA FE RAILWAY COMPANY

TO THE

SURFACE TRANSPORTATION BOARD

FOR THE

YEAR ENDED DECEMBER 31, 2001

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

(Name) Dennis R. Johnson (Title) Vice President and Controller

(Telephone number) (817) 352-4805
(Area code) (Telephone number)

(Office address) 2500 Lou Menk Dr - 2nd Floor, Fort Worth, Texas 76131
(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 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

January 13, 1961

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.

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 Shareholders are attached

Two copies of The Burlington Northern and Santa Fe Railway Company 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, 2001

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 and 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
				Common (d)	Stock		
					Second (e)	First (f)	
1	Burlington Northern Santa Fe Corporation	2500 Lou Menk Drive	1,000	1,000			1
2		Fort Worth, TX 76131					2
3							3
4							4
5							5
6							6
7							7
8							8
9							9
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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 "Not Applicable"
Refer to note shown under inquiry 9
- 11 Give the date of such meeting "Not Applicable" - Refer to note shown under inquiry 9
- 12 Give the place of such meeting "Not Applicable" - Refer to note shown under inquiry 9

NOTES AND REMARKS

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	77,909	123,423	1
2		702	Temporary cash investments			2
3		703	Special deposits			3
			Accounts receivable			
4		704	- Loan and notes			4
5		705	- Interline and other balances	54,593	58,468	5
6		706	- Customers	156,246	246,364	6
7		707	- Other	4,150	39,338	7
8		709, 708	- Accrued accounts receivables	105,061	119,435	8
9		708 5	- Receivables from affiliated companies	54,590	39,382	9
10		709 5	- Less Allowance for uncollectible accounts	(65,277)	(49,107)	10
11		710, 711, 714	Working funds prepayments deferred income tax debits	323,119	311,604	11
12		712	Materials and supplies	190,903	220,209	12
13		713	Other current assets	3,794	112,808	13
14			TOTAL CURRENT ASSETS	905,088	1,221,924	14
Other Assets						
15		715, 716, 717	Special funds	4,745	4,666	15
16		721, 721 5	Investments and advances affiliated companies (Schs 310 and 310A)	940,090	757,551	16
17		722, 723	Other investments and advances	28,620	44,679	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) \$ 2,632	66,339	66,547	19
20		739, 741	Other assets	14,387	9,994	20
21		743	Other deferred debits	572,977	716,172	21
22		744	Accumulated deferred income tax debits			22
23			TOTAL OTHER ASSETS	1,627,158	1,599,609	23
Road and Equipment						
24		731, 732	Road (Sch 330) L-30 Col h & b	22,935,480	22,096,729	24
25		731, 732	Equipment (Sch 330) L-39 Col h & b	4,480,928	4,720,213	25
26		731, 732	Unallocated items	504,703	431,746	26
27		733, 735	Accumulated depreciation and amortization (Schs 335, 342, 351)	(4,931,269)	(5,028,628)	27
28			Net Road and Equipment	22,989,842	22,220,060	28
29	*		TOTAL ASSETS	25,522,088	25,041,593	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 beginning of year (c)	Line No
			Current Liabilities			
30		751	Loans and notes payable			30
31		752	Accounts payable interline and other balances	94,901	131,373	31
32		753	Audited accounts and wages	159,328	191,131	32
33		754	Other accounts payable	94,655	108,401	33
34		755, 756	Interest and dividends payable	47,152	53,157	34
35		757	Payables to affiliated companies			35
36		759	Accrued accounts payable	1,185,551	1,215,805	36
37		760, 761, 761 5				37
		762	Taxes accrued	291,474	266,312	
38		763	Other current liabilities	66,779	89,420	38
39		764	Equipment obligations and other long-term debt due within one year	288,296	232,317	39
40			TOTAL CURRENT LIABILITIES	2,228,136	2,287,916	40
			Non-Current Liabilities			
41		765, 767	Funded debt unmatured	881,917	1,078,020	41
42		766	Equipment obligations	628,513	699,165	42
43		766 5	Capitalized lease obligations	605,827	673,702	43
44		768	Debt in default			44
45		769	Accounts payable affiliated companies			45
46		770 1, 770 2	Unamortized debt premium	(40,118)	(42,918)	46
47		781	Interest in default			47
48		783	Deferred revenues - transfers from govt authorities	160,506	125,332	48
49		786	Accumulated deferred income tax credits	6,723,256	6,397,686	49
50		771, 772, 774, 775, 782, 784	Other long-term liabilities and deferred credits	1,509,591	1,592,371	50
51			TOTAL NON-CURRENT LIABILITIES	10,469,492	10,523,358	51
			Shareholders' Equity			
52		791, 792	Total capital stock	1	1	52
53			Common stock	1	1	53
54			Preferred stock			54
55			Discount on capital stock			55
56		794, 795	Additional capital	6,276,040	6,276,015	56
			Retained earnings			
57		797	Appropriated			57
58		798	Unappropriated	6,548,419	5,954,685	58
59		798 1	Net unrealized loss on noncurrent marketable equity securities		(382)	59
60		798 5	Less treasury stock			60
61			Net stockholders equity	12,824,460	12,230,319	61
62			TOTAL LIABILITIES AND SHAREHOLDERS EQUITY	25,522,088	25,041,593	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 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 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 \$ None

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 the pension plan funded? Specify Yes ☒ No

If funding is by insurance, give name of insuring company None

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 on 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) Is any part of the pension plan fund invested in stock or other securities of the respondent or its affiliates? Specify Yes No ☒
If yes, give number of the shares for each class of stock or other security

Are voting rights attached to any securities held by the pension plan? Specify Yes No ☒

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 ☒ No

5 (a) The amount of employer's 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 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 - Continued

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 12

(a) Changes in valuation accounts

8 Marketable equity securities

None

		Cost	Market	Dr (Cr) to Income	Dr (Cr.) to Stockholder's 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 12/31/01, 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 2001

The cost of securities 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 the 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 / 01 Balance sheet date of reported year unless specified as previous year

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

NOTES TO FINANCIAL STATEMENTS

Note 1**Changes to Company Organization and Reporting Presentation**

The Burlington Northern Santa Fe Railway Company and its majority-owned subsidiaries (collectively, BNSF Railway or Company) are a wholly-owned subsidiary of Burlington Northern Santa Fe Corporation (BSNF). BNSF Railway operates one of the largest railroad networks in North America with approximately 33,000 route miles covering 28 states and two Canadian provinces. Through one operating transportation services segment, BNSF Railway transports a wide range of products and commodities including the transportation of Consumer and Industrial Products, Coal, and Agricultural Products, derived from manufacturing, agricultural, and natural resource industries, which constituted 37 percent, 23 percent, 23 percent and 17 percent, respectively, of total revenues for the year ended December 31, 2001.

BNSF Railway was formerly known as the Burlington Northern Railroad Company (BNRR). On December 31, 1996, The Atchison, Topeka and Santa Fe Railway Company (ATSF) merged with and into Burlington Northern Railroad Company (BNRR) and the name of the surviving entity, BNRR, was changed to the Burlington Northern and Santa Fe Railway Company. Additionally, on January 2, 1998, BNSF Railway's parent, Santa Fe Pacific Corporation (SFP), merged with and into BNSF Railway.

Note 2**Retirement and Contribution Plans**

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

BNSF sponsors two significant defined benefit pension plans: a funded, noncontributory qualified BNSF Retirement Plan, which covers substantially all non-union employees, and an unfunded, nonqualified BNSF Supplemental Retirement Plan, which covers certain officers and other employees. 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.

Certain salaried employees of BNSF Railway that have met certain age and years of service requirements are eligible for medical benefits and life insurance coverage during retirement. The retiree medical plan is contributory and provides benefits to retirees, their covered dependents and beneficiaries. Retiree contributions are adjusted annually. The plan also contains fixed deductibles, coinsurance and out-of-pocket limitations. The life insurance plan is noncontributory and covers retirees only. BNSF Railway's policy is to fund benefits payable under the medical and life insurance plans as they come due. Employees beginning salaried employment with BNSF Railway subsequent to September 22, 1995, are not eligible for benefits under these plans.

Under collective bargaining agreements, BNSF Railway participates in multi-employer benefit plans which provide certain post-retirement health care and life insurance benefits for eligible union employees. Insurance premiums paid attributable to retirees, which are generally expensed as incurred, were \$18 million, \$15 million and \$14 million, in 2001, 2000 and 1999, respectively.

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

NOTES TO FINANCIAL STATEMENTS

Components of the net benefit costs for these plans were as follows (in millions):

December 31,	Pension Benefits		Medical and Life Benefits	
	2001	2000	2001	2000
Service cost	\$ 13	\$ 13	\$ 4	\$ 4
Interest cost	102	100	18	18
Expected return on plan assets	(136)	(129)	-	-
Curtailments/settlements	10	-	3	-
Special termination benefits	18	-	-	-
Actuarial loss	1	-	-	-
Net amortization and deferred amounts	2	3	-	1
Net cost (benefit)	\$ 10	\$ (13)	\$ 25	\$ 23

The following tables show the change in benefit obligation and plan assets of the plans based on a September 30 measurement date (in millions):

Change in benefit obligation	Pension Benefits		Medical and Life Benefits	
	2001	2000	2001	2000
Benefit obligation at beginning of period	\$ 1,419	\$ 1,387	\$ 247	\$ 244
Service cost	13	13	4	4
Interest cost	102	100	18	18
Plan participants' contributions	-	-	5	3
Amendments	-	-	-	(7)
Actuarial loss	68	39	60	7
Curtailments/settlements	8	-	3	-
Special termination benefits	18	-	-	-
Benefits paid	(121)	(120)	(23)	(22)
Benefit obligation at end of period	\$ 1,507	\$ 1,419	\$ 314	\$ 247

Change in plan assets	Pension Benefits		Medical and Life Benefits	
	2001	2000	2001	2000
Fair value of plan assets at beginning of period	\$ 1,577	\$ 1,530	\$ -	\$ -
Actual return on plan assets	(115)	162	-	-
Employer contribution	4	5	19	19
Plan participants' contributions	-	-	4	3
Benefits paid	(121)	(120)	(23)	(22)
Fair value of plan assets at end of period	\$ 1,345	\$,577	\$ -	\$ -

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

NOTES TO FINANCIAL STATEMENTS

The following tables show the reconciliation of the funded status of the plans with amounts recorded in the consolidated balance sheet (in millions):

December 31,	Pension Benefits		Medical and Life Benefits	
	2001	2000	2001	2000
Funded status	\$ (162)	\$ 158	\$ (314)	\$ (247)
Unrecognized net loss (gain)	169	(146)	60	(1)
Unrecognized prior service cost	(6)	(6)	(1)	(1)
Unamortized net transition obligation	3	5	-	-
Net amount recognized	\$ 4	\$ 11	\$ (255)	\$ (249)

December 31,	Pension Benefits		Medical and Life Benefits	
	2001	2000	2001	2000
Amounts recognized in the consolidated Balance sheet consist of:				
Prepaid benefit cost	\$ 42	\$ 45	\$ -	\$ -
Accrued benefit liability	(50)	(50)	(255)	(249)
Accumulated other comprehensive loss	12	16	-	-
Net amount recognized	\$ 4	\$ 11	\$ (255)	\$ (249)

The assumptions used in accounting for the BNSF plans were as follows:

Assumptions	Pension Benefits		Medical and Life Benefits	
	2001	2000	2001	2000
Discount rate	7.0%	7.5%	7.0%	7.5%
Rate of increase in compensation levels	4.0%	4.0%	N/A	N/A
Expected return on plan assets	9.5%	9.5%	N/A	N/A

For purposes of the medical and life benefits calculations for 2001, the assumed health care cost trend rate for both managed care and non-managed care medical costs is 12 percent and is assumed to decrease 1 percent for each future year until the ultimate rate of 5 percent is reached in 2008 and remain constant thereafter. Increasing the assumed health care cost trend rates by 1 percentage point would increase the accumulated post-retirement benefit obligation by \$26 million and the combined service and interest components of net post-retirement benefit cost recognized in 2001 by \$2 million. Decreasing the assumed health care cost trend rates by 1 percentage point would decrease the accumulated post-retirement benefit obligation by \$22 million and the combined service and interest components of net post-retirement benefit cost recognized in 2001 by \$2 million.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION-EXPLANTORY NOTES-Continued

NOTES TO FINANCIAL STATEMENTS

BNSF sponsors 401(k) thrift and profit sharing plans which cover substantially all non-union employees and certain union employees. 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. Employer contributions for all non-union employees are subject to a five-year length of service vesting schedule. BNSF's 401(k) matching expense was \$14 million, \$16 million and \$18 million in 2001, 2000 and 1999, respectively

Note 3**Contingent assets and liabilities****Hedging activities****Fuel**

Fuel costs represented 13 percent of total operating expenses during 2001 and 2000. Due to the significance of diesel fuel expenses to the operations of BNSF Railway and the historical volatility of fuel prices, the Company maintains a program to hedge against fluctuations in the price of its diesel fuel purchases. The intent of the program is to protect the Company's operating margins and overall profitability from adverse fuel price changes by entering into fuel-hedge instruments based on management's evaluation of current and expected diesel fuel price trends. However, to the extent the Company hedges portions of its fuel purchases, it may not realize the impact of decreases in fuel prices. Conversely, to the extent the Company does not hedge portions of its fuel purchases, it may be adversely affected by increases in fuel prices. Based on annualized fuel consumption during 2001 and excluding the impact of the hedging program, each one-cent increase in the price of fuel would result in approximately \$12 million of additional fuel expense on an annual basis.

The fuel-hedging program includes the use of derivatives that are accounted for as cash flow hedges. As of December 31, 2001, BNSF Railway had entered into fuel swap agreements utilizing Gulf Coast #2 heating oil to hedge the equivalent of approximately 296 million gallons of diesel fuel at an average price of approximately 57 cents per gallon. Additionally, as of December 31, 2001, BNSF Railway had entered into costless collar agreements effective through 2002 for the equivalent of approximately 50 million gallons of diesel fuel at an average call price of approximately 65 cents per gallon and an average put price of approximately 57 cents per gallon. The above prices do not include taxes, transportation costs, certain other fuel handling costs, and any differences which may occur from time to time between the prices of commodities hedged and the purchase price of BNSF Railway's diesel fuel. At December 31, 2001, BNSF Railway's fuel-hedging program covered an average of 31 percent of estimated fuel purchases for 2002. Hedge positions are closely monitored to ensure that they will not exceed actual fuel requirements in any period.

As a result of adopting SFAS No. 133, the Company recorded a cumulative transition benefit of \$56 million, net of tax, to AOCI related to deferred gains on transactions as of January 1, 2001. Subsequent changes in fair value for the effective portion of derivatives qualifying as hedges are recognized in Other Comprehensive Income (OCI) until the purchase of the related hedged item is recognized in earnings, at which time changes in fair value previously recorded in OCI are reclassified to earnings and recognized in fuel expense. During 2001, the Company recognized a loss of approximately \$100 thousand related to the ineffective portion of derivatives in fuel expense. At December 31, 2001, AOCI includes a pretax loss of \$4 million, all of which relates to derivative transactions that will expire throughout 2002. Settled fuel hedging contracts are a \$3 million payable and a \$50 million receivable at December 31, 2001 and 2000, respectively, and are recorded in working capital.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION-EXPLANTORY NOTES-Continued

NOTES TO FINANCIAL STATEMENTS

BNSF Railway measures the fair value of fuel swaps from daily forward price data provided by various external counterparties. To value a fuel swap, the Company uses a 3-month average of forward Gulf Coast #2 heating oil prices for the period hedged. The fair value of fuel costless collars is calculated and provided by the corresponding counterparty.

Interest Rate

The Company also enters interest rate swaps to convert fixed-rate debt to floating-rate debt. These swaps are accounted for as fair value hedges under SFAS 133. These fair value hedges qualify for the short cut method of recognition and, therefore, no portion of these swaps is treated as ineffective.

In December 2001, BNSF Railway entered into an interest rate swap to convert \$100 million of fixed-rate debt to floating-rate debt. The floating rate to be paid by BNSF Railway as of December 31, 2001, on the swap was 6.18 percent and the fixed rate BNSF Railway is to receive is 8.63 percent. The floating rate fluctuates quarterly based on LIBOR. The swap expires in 2004. The fair market value of this swap at December 31, 2001, was insignificant.

BNSF Railway's measurement of the fair value of the interest rate swap is based on estimates of the mid-market values for the transaction provided by the counterparties to this agreement.

Lease commitments

BNSF Railway has substantial lease commitments for locomotives, freight cars, trailers, office buildings and other property, and many of these leases provide the option to purchase the leased item 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, 2001 are summarized as follows (in millions):

December 31,	Capital Leases	Operating Leases
2002	\$ 107	\$ 404
2003	107	394
2004	107	375
2005	103	344
2006	102	324
Thereafter	330	3,346
Total	856	\$ 5,187
Less amount representing interest	(184)	
Present value of minimum lease payments	\$ 672	

Lease rental expense for all operating leases was \$432 million and \$424 million for the years ended December 31, 2001 and 2000, respectively. Contingent rentals and sublease rentals were not significant.

Other commitments

In the normal course of business, the Company enters into long-term contractual requirements for future goods and services needed for the operations of the business. Such commitments are not in excess of expected requirements and are not reasonably likely to result in performance penalties or payments that would have a material adverse affect on the Company's liquidity.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION-EXPLANTORY NOTES-Concluded**NOTES TO FINANCIAL STATEMENTS****Environmental**

The Company'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 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 cleanup 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 cleanup and enforcement costs on current and former owners and operators of a site without regard to fault or the legality of the original conduct. BNSF Railway has been notified that it is a potentially responsible party (PRP) for study and cleanup costs at approximately 30 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 cleanup 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 cleanup costs are initially recorded when BNSF Railway's liability for environmental cleanup 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 cleanup, and historical trend analyses.

BNSF Railway is involved in a number of administrative and judicial proceedings and other mandatory cleanup efforts at approximately 390 sites, including the Superfund sites, at which it is participating in the study or cleanup, or both, of alleged environmental contamination. BNSF Railway paid approximately \$72 million and \$49 million during 2001 and 2000, respectively, for mandatory and unasserted cleanup efforts, including amounts expended under federal and state voluntary cleanup programs. BNSF Railway has recorded liabilities for remediation and restoration of all known sites of \$202 million at December 31, 2001, compared with \$223 million at December 31, 2000. BNSF Railway anticipates that the majority of the accrued costs at December 31, 2001, will be paid over the next five years. No individual site is considered to be material.

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

NOTES TO FINANCIAL STATEMENTS

Liabilities recorded for environmental costs represent BNSF Railway's best estimates for remediation and restoration of these sites and include both asserted and unasserted claims. Unasserted claims are not considered to be a material component of the liability. Although recorded liabilities include BNSF Railway's best estimates of all costs, without reduction for anticipated recoveries from third parties, BNSF Railway's total cleanup costs at these sites cannot be predicted with certainty due to various factors such as the extent of corrective actions that may be required, evolving environmental laws and regulations, advances in environmental technology, the extent of other parties' participation in cleanup efforts, developments in ongoing environmental analyses related to sites determined to be contaminated, and developments in environmental surveys and studies of potentially contaminated sites. As a result, future charges to income for environmental liabilities could have a significant effect on results of operations in a particular quarter or fiscal year as individual site studies and remediation and restoration efforts proceed or as new sites arise. However, management believes it is unlikely any identified matters, either individually or in the aggregate, will have a material adverse effect on BNSF Railway's results of operations, financial position or liquidity.

Other Claims and Litigation

BNSF Railway and its subsidiaries are parties to a number of legal actions and claims, various governmental proceedings and private civil suits arising in the ordinary course of business, including those related to environmental matters and personal injury claims. While the final outcome of these items cannot be predicted with certainty, considering among other things the meritorious legal defenses available, it is the opinion of management that none of these items, when finally resolved, will have a material adverse effect on the results of operations, financial position or liquidity of BNSF Railway; although, an adverse resolution of a number of these items could have a material adverse effect on the results of operations in a particular quarter or fiscal year.

210. RESULTS OF OPERATIONS
(Dollars in Thousands)

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

Cross-Checks

Schedule 210

Schedule 210

Line 15, col b

= Line 62, col b

2 Report total operating expenses from Sched 410 Any differences between this schedule and Sched 410 must be explained on page 18

Lines 47,48,49 col b

= Line 63, col b

Line 50, col b

= Line 64, col b

3 List dividends from investments accounted for under the cost method on line 19, and list dividends accounted for under the equity method on line 25

Line 14, col b

Schedule 410

Line 14, col d

= Line 620, col h

Line 14, col e

= Line 620, col i

= Line 620, col g

4 All contra entries should be shown in parenthesis

Line No	Cross Check	Item	Amount for current year	Amount for preceding year	Freight-related revenue & expenses	Passenger-related revenue & expenses	Line No
		(a)	(b)	(c)	(d)	(e)	
		ORDINARY ITEMS					
		OPERATING INCOME					
		Railway Operating Income					
1		(101) Freight	9,084,283	9,107,473	9,084,283		1
2		(102) Passenger					2
3		(103) Passenger-related					3
4		(104) Switching	25,019	27,290	25,019		4
5		(105) Water transfers					5
6		(106) Demurrage	58,513	34,199	58,513		6
7		(110) Incidental	26,755	27,382	26,755		7
8		(121) Joint facility - credit	6,452	5,562	6,452		8
9		(122) Joint facility - debit					9
10		(501) Railway operating revenues (Exclusive of transfers from government authorities-lines 1-9)	9,201,022	9,201,906	9,201,022		10
11		(502) Railway operating revenues - transfers from government authorities					11
12		(503) Railway operating revenues - amortization of deferred transfers from government authorities					12
13		TOTAL RAILWAY OPERATING REVENUES (lines 10-12)	9,201,022	9,201,906	9,201,022		13
14	*	(531) Railway operating expenses	7,452,194	7,097,656	7,452,194		14
15	*	Net revenue from railway operations	1,748,828	2,104,250	1,748,828		15
		OTHER INCOME					
16		(506) Revenue from property used in other than carrier operations					16
17		(510) Miscellaneous rent income					17
18		(512) Separately operated properties - profit					18
19		(513) Dividend income (cost method)	425	631			19
20		(514) Interest income	33,467	31,491			20
21		(516) Income from sinking and other funds	195	283			21
22		(517) Release of premiums on funded debt					22
23		(518) Reimbursements received under contracts and agreements					23
24		(519) Miscellaneous income	21,534	30,682			24
		Income from affiliated companies 519					
25		a. Dividends (equity method)					25
26		b. Equity in undistributed earnings (losses)					26
27		TOTAL OTHER INCOME (lines 16-26)	55,621	63,087			27
28		TOTAL INCOME (lines 15, 27)	1,804,449	2,167,337			28
		MISCELLANEOUS DEDUCTIONS FROM INCOME					
29		(534) Expenses of property used in other than carrier operations					29
30		(544) Miscellaneous taxes					30
31		(545) Separately operated properties-Loss					31
32		(549) Maintenance of investment organization					32
33		(550) Income transferred under contracts and agreements					33
34		(551) Miscellaneous income charges	84,045	47,497			34
35		(553) Uncollectible accounts					35
36		TOTAL MISCELLANEOUS DEDUCTIONS	84,045	47,497			36
37		Income available for fixed charges	1,720,404	2,119,840			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	164,905	178,845	38
39		(b) Interest in default			39
40		(547) Interest on unfunded debt	962	1,085	40
41		(548) Amortization of discount on funded debt	4,426	4,361	41
42		TOTAL FIXED CHARGES (lines 38 through 41)	170,293	184,291	42
43		Income after fixed charges (line 37 minus line 42)	1,550,111	1,935,549	43
OTHER DEDUCTIONS					
		(546) Interest on funded debt			
44		(c) Contingent interest			44
UNUSUAL OR INFREQUENT ITEMS					
45		(555) Unusual or infrequent items (debit) credit			45
46		Income (Loss) from continuing operations (before inc taxes)	1,550,111	1,935,549	46
PROVISIONS FOR INCOME TAXES					
		(556) Income taxes on ordinary income			
47	*	(a) Federal income taxes	249,597	331,491	47
48	*	(b) State income taxes	29,264	42,671	48
49	*	(c) Other income taxes			49
50	*	(557) Provision for deferred taxes	319,288	362,588	50
51		TOTAL PROVISION FOR INCOME TAXES (lines 47 through 52)	598,149	736,750	51
52		Income from continuing operations (line 46 minus line 51)	951,962	1,198,799	52
DISCONTINUED OPERATIONS					
53		(560) Income or loss from operations of discontinued segments (less applicable income taxes of \$)			53
54		(562) Gain or loss on disposal of discontinued segments (less applicable income taxes of \$)			54
55		Income before extraordinary items (lines 52 through 54)	951,962	1,198,799	55
EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES					
56		(570) Extraordinary items (Net)			56
57		(590) Income taxes on extraordinary items			57
58		(591) Provision for deferred taxes - Extraordinary items			58
59		TOTAL EXTRAORDINARY ITEMS (lines 56 through 58)			59
60		(592) Cumulative effect of changes in accounting principles (less applicable income taxes of \$)			60
61	*	Net income (Loss) (lines 55 + 59 + 60)	951,962	1,198,799	61
RECONCILIATION OF NET RAILWAY OPERATING INCOME (NROI)					
62	*	Net revenues from railway operations	1,748,828	2,104,250	62
63	*	(556) Income taxes on ordinary income (-)	278,861	374,162	63
64	*	(557) Provision for deferred income taxes (-)	319,288	362,588	64
65		Income from lease of road and equipment (-)	13,050	13,213	65
66		Rent for leased roads and equipment (+)			66
67		Net railway operating income (loss)	1,137,629	1,354,287	67

NOTES AND REMARKS FOR SCHEDULE 210 AND 220

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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 should be shown in parentheses
- 3 Show in lines 22 and 23 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 a debit balance), column (c), should agree with line 26, column (b), in Schedule 210 The total of columns (b) and (c), lines 3 and 7, should agree with line 61, column (b) in 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 (b)	Equity in Undistributed Earnings (Losses) of Affiliated Companies (c)	Line No
		(a)			
1		Balances at beginning of year	5,864,115	90,570	1
2	(601 5)	Prior period adjustments to beginning retained earnings			2
CREDITS					
3	(602)	Credit balance transferred from income	933,685	18,277	3
4	(603)	Appropriations released			4
5	(606)	Other credits to retained earnings			5
6		TOTAL CREDITS	933,685	18,277	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	358,228		11
12		Preferred stock (1)			12
13		TOTAL DEBITS	358,228		13
14		Net increase (decrease) during year (Line 6 minus line 13)	575,457	18,277	14
15		Balances at close of year (lines 1, 2, and 14)	6,439,572	108,847	15
16		Balances from line 15 (c)	108,847	N/A	16
17	(798)	Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of year	6,548,419	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
22		Amount of assigned Federal income tax consequences 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 end of year

230. CAPITAL STOCK

PART I. CAPITAL STOCK

(Dollars in Thousands)

- 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

Line No	Class of Stock (a)	Par Value (b)	Number of Shares			Book Value at End of Year	
			Authorized (c)	Issued (d)	In Treasury (e)	Outstanding (f)	Outstanding (g)
1	Common BNSF	1.00	1,000	1,000	NONE	1,000	1
2							
3							
4							
5							
6							
7							
8							
9							
10		1.00	1,000	1,000	NONE	1,000	1

PART II. SUMMARY OF CAPITAL STOCK CHANGES DURING YEAR

(Dollars in Thousands)

- 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 Columns (b), (d), and (f) require disclosure of the number of shares of preferred, common, and treasury stock applicable to the items in column (a)
- 4 Columns (c), (e), and (g) require the disclosure of the book value 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 shall be fully explained in footnotes to this schedule

Line No	Item (a)	Preferred Stock		Common Stock		Treasury Stock		Additional Capital \$ (h)
		No of Shares (b)	\$ Amount (c)	No of Shares (d)	\$ Amount (e)	No of Shares (f)	\$ Amount (g)	
11	Balance at beginning of year	NONE	NONE	1,000	1	NONE	NONE	6,276,015
12	Capital stock sold							
13	Capital stock reacquired							
14	Capital stock cancelled							
15	Other (1) OCI Fuel							
16	Salary Exchange Program							(2,167)
17	Minimum Pension Liability Adj (2)							
18	Balance at close of year	NONE	NONE	1,000	1	NONE	NONE	6,276,040

(1) Various posting adjustments

(2) Based on actuarial figures, the supplemental pension liability was decreased

240. STATEMENT OF CASH FLOWS

(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 and 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 revenues 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 the direct method is used, complete lines 1 through 41. If the indirect method is used, complete lines 10 through 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 finance 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 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)	Previous 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 through 8)			9

RECONCILIATION OF NET INCOME TO NET CASH PROVIDED BY OPERATING ACTIVITIES

Line No	Cross Check	Description (a)	Current Year (b)	Previous Year (c)	Line No
10		Income from continuing operations	951,962	1,198,799	10

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

Line No	Cross Check	Description (a)	Current Year (b)	Previous Year (c)	Line No
11		Loss (gain) on sale or disposal of tangible property and investments	(19,783)	(29,180)	11
12		Depreciation and amortization expenses	907,885	893,557	12
13		Net increase (decrease) in provision for Deferred Income Taxes	319,287	362,587	13
14		Net decrease (increase) in undistributed earnings (losses) of affiliates	18,277	18,483	14
15		Decrease (increase) in accounts receivable	125,520	40,355	15
16		Decrease (increase) in material and supplies and other current assets	29,306	34,751	16
17		Increase (decrease) in current liabilities other than debt	102,673	(61,979)	17
18		Increase (decrease) in other - net	(100,080)	(120,222)	18
19		Net cash provided from continuing operations (lines 10 through 18)	2,335,047	2,337,151	19
20		Add (Subtract) cash generated (paid) by reason of discontinued operations and extraordinary items			20
21		NET CASH PROVIDED FROM OPERATING ACTIVITIES (lines 19 and 20)	2,335,047	2,337,151	21

CASH FLOWS FROM INVESTING ACTIVITIES

Line No	Cross Check	Description (a)	Current Year (b)	Previous Year (c)	Line No
22		Proceeds from sale of property	21,548	37,864	22
23		Capital expenditures	(1,459,187)	(1,399,291)	23
24		Net change in temporary cash investments not qualifying as cash equivalents			24
25		Proceeds from sale/repayment of investment and advances			25
26		Purchase price of long-term investment and advances			26
27		Net decrease (increase) in sinking and other special funds			27
28		Other - net	(127,417)	(302,736)	28
29		NET CASH USED IN INVESTING ACTIVITIES (lines 22 through 28)	(1,565,056)	(1,664,163)	29

(Continued on next page)

240. STATEMENT OF CASH FLOWS (Concluded)
(Dollars in Thousands)

CASH FLOWS FROM FINANCING ACTIVITIES

Line No	Cross Check	Description (a)	Current Year (b)	Previous Year (c)	Line No
30		Proceeds from issuance of long-term debt		50,160	30
31		Principal payments of long-term debt	(277,356)	(159,901)	31
32		Proceeds from issuance of capital stock			32
33		Purchase price of acquiring treasury stock			33
34		Cash dividends paid	(358,228)	(150,000)	34
35		Other - net	(179,921)	(371,346)	35
36		NET CASH FROM FINANCING ACTIVITIES (lines 30 through 35)	(815,505)	(631,087)	36
37		NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS (lines 21, 29, and 36)	(45,514)	41,901	37
38		Cash and cash equivalents at beginning of the year	123,423	81,522	38
39		CASH AND CASH EQUIVALENTS AT END OF THE YEAR (lines 37 & 38)	77,909	123,423	39
		Footnotes to Schedule Cash paid during the year for:			
40		Interest (net of amount capitalized) *	212,363	197,433	40
41		Income taxes (net) *	278,181	448,495	41

* Only applies if indirect method is adopted

NOTES AND REMARKS

245. WORKING CAPITAL
(Dollars in Thousands)

1 This schedule should include only data pertaining to railway transportation services

2 Carry out calculations 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)	Sched 200, line 5, col b	54,593	1
2	Customers (706)	Sched 200, line 6, col b	156,246	2
3	Other (707)	Note A	3,901	3
4	TOTAL CURRENT OPERATING ASSETS	Lines 1 + 2 + 3	214,740	4
OPERATING REVENUE				
5	Railway operating revenue	Sched 210, line 13, col b	9,201,022	5
6	Rent income	Note B	196,713	6
7	TOTAL OPERATING REVENUES	Lines 5 + 6	9,397,735	7
8	Average daily operating revenues	Line 7 ÷ 360 days	26,105	8
9	Days of operating revenue in current operating assets	Line 4 - line 8	8	9
10	Revenue delay days plus buffer	Line 9 + 15 days	23	10
CURRENT OPERATING LIABILITIES				
11	Interline and other balances (752)	Sched 200, line 31, col b	94,901	11
12	Audited accounts and wages payable (753)	Note A	159,328	12
13	Accounts payable - other (754)	Note A	94,655	13
14	Other taxes accrued (761 5)	Note A	180,247	14
15	TOTAL CURRENT OPERATING LIABILITIES	Sum of lines 11 through 14	529,131	15
OPERATING EXPENSES				
16	Railway operating expenses	Sched 210, line 14, col b	7,452,194	16
17	Depreciation	Sched 410, lines 136, 137, 138, 213, 232, 317, col. h	872,203	17
18	Cash related operating expenses	Line 16 + line 6 - line 17	6,776,704	18
19	Average daily expenditures	Line 18 ÷ 360 days	18,824	19
20	Days of operating expenses in current operating liabilities	Line 15 ÷ line 19	28	20
21	Days of working capital required	Line 10 - line 20 (Note C)		21
22	Cash working capital required	Line 21 x line 19		22
23	Cash and temporary cash balance	Sched 200, line 1 + line 2, col b	77,909	23
24	Cash working capital allowed	Lesser of line 22 or line 23		24
MATERIALS AND SUPPLIES				
25	Total materials and supplies (712)	Note A	190,903	25
26	Scrap and obsolete material included in account 712	Note A		26
27	Materials and supplies held for common carrier purposes	Line 25 - line 26	190,903	27
28	TOTAL WORKING CAPITAL	Line 24 + line 27	190,903	28

NOTES

(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

NOTES AND REMARKS

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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 US 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

Dollars in Thousands

1 Give particulars of investments in stocks, bonds, other secured obligations, unsecured notes, and investment advances of companies affiliated with respondent from accounts 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 25, 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 Give 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 evidence of indebtedness In case obligations of the same designation mature serially, the date in column (d) may be reported as "Serially _____ to _____." Abbreviations in common use in standard financial publications may be used to conserve space

Line No	Account No (a)	Class No. (b)	Kind of Industry (c)	Name of Issuing Company and also lien reference, if any (include rate for preferred stocks and bonds) (d)	Extent of Control (e)	Line No.
1	721	A-1	VII	Alameda Belt Line Common	50.00	1
2			VII	Belt Railway Company of Chicago, The Common	16.66	2
3			VII	Central California Traction Company Common	33.33	3
4			VII	Central California Traction Company Preferred	33.33	4
5			VII	Houston Belt & Terminal Railway Company Common	50.00	5
6			VII	Iowa Transfer Railway Company Common	25.00	6
7			VII	Kansas City Terminal Railway Company Common	25.01	7
8			VII	Longview Switching Company Common	50.00	8
9			VII	MT Properties Inc Common	43.30	9
10			VII	Oakland Terminal Railway Common	50.00	10
11			VII	Paducah & Illinois Railroad Company Common	33.34	11
12			VII	Portland Terminal Railroad Company Common	40.00	12
13			VII	San Jacinto Rail Limited General	49.00	13
14			VII	St Joseph Terminal Railroad Company Common	50.00	14
15			VII	Sunset Railway Company Common	50.00	15
16			VII	Texas City Terminal Railway Company Common	33.33	16
17			VII	TTX Company Common	17.24	17
18			VII	Wichita Union Terminal Railway Company Common	66.67	18
19				Total Class A-1		19
20						20
21	721	A-3	VII	RailMarketplace.com Inc. Preferred	14.98	21
22				Total Class A-3		22
23						23
24	721	A-4	VII	Pathnet		24
25				Total Class A-4		25
26						26
27	721	D-1	VII	St Joseph Terminal Railroad Company 6% Demand Note		27
28				TTX Company		28
29				Total Class D-1		29
30						30
31	721	D-3	X	Burlington Northern Santa Fe Corporation - BNSF Railway's parent company		31
32				Kinder Morgan Energy Partners L P		32
33				Total Class D-3		33
34						34
35						35
36						36
37						37
38						38
39						39
40						40
41						41
42						42
43						43
44						44
45						45
46						46
47						47
48						48
49						49
50						50
51						51

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 case 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 include 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 Surface Transportation Board and are jointly owned, give names and extent of control by other entities by footnotes.

Line No.	Investments and Advances				Disposed of profit (loss) (j)	Adjustments Account 721.5 (k)	Dividends or interest credited to income (l)	Line No
	Opening Balance (f)	Additions (g)	Deductions (if other than sale, explain) (h)	Closing Balance (i)				
1	471			471				1
2	520			520				2
3	409			409				3
4	264			264				4
5	9			9				5
6	16			16				6
7	163			163				7
8	2			2				8
9	355			355				9
10	113			113				10
11	3			3				11
12	1,368			1,368				12
13								13
14	150			150				14
15	54			54				15
16	1,405			1,405				16
17	15,667			15,667				17
18	46			46				18
19	21,015			21,015				19
20								20
21		1,000		1,000				21
22		1,000		1,000				22
23								23
24	24,128		24,128					24
25	24,128		24,128					25
26								26
27	175			175				27
28	294			294				28
29	469			469				29
30								30
31	524,881	183,398		708,279				31
32	4,500			4,500				32
33	529,381	183,398		712,779				33
34								34
35								35
36								36
37								37
38								38
39								39
40								40
41								41
42								42
43								43
44								44
45								45
46								46
47								47
48								48
49								49
50								50
51								51

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

Line No.	Account No (a)	Class No. (b)	Kind of Industry (c)	Name of Issuing Company and also lien reference, if any (include rate for preferred stocks and bonds) (d)	Extent of Control (e)	Line No
1	721	E-1	VII	Alameda Belt Line		1
2			VII	Central California Traction Company		2
3			VII	Houston Belt & Terminal Railway Company		3
4			VII	Kansas City Terminal Railway Company		4
5			VII	Longview Switching Company		5
6			VII	MT Properties Inc		6
7			VII	Paducah & Illinois Railroad Company		7
8			VII	Port Terminal Railroad Association		8
9			VII	St. Joseph Terminal Railroad Company		9
10			VII	Sunset Railway Company		10
11			VII	Terminal Railroad Association of St. Louis		11
12			VII	Texas City Terminal Railway Company		12
13			VII	Wichita Terminal Association		13
14			VII	Wichita Union Terminal Railway Company		14
15				Total Class E-1		15
16						16
17				Equity Earning (Loss) - Schedule 310A		17
18						18
19				Grand Total Account 721		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

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

Line No	Investments and Advances				Disposed of profit (loss) (j)	Adjustments Account 721 5 (k)	Dividends or interest credited to income (l)	Line No
	Opening Balance (f)	Additions (g)	Deductions (if other than sale, explain) (h)	Closing Balance (i)				
1	(500)			(500)				1
2	1,494			1,494				2
3	7,133	3,992		11,125				3
4	8,982			8,982				4
5	63			63				5
6	(369)			(369)				6
7	575			575				7
8	1,100			1,100				8
9	191			191				9
10	845			845				10
11	170			170				11
12	30			30				12
13	4			4				13
14	844			844				14
15	20,562	3,992		24,554				15
16								16
17	161,996	18,277		180,273				17
18								18
19	757,551	206,667	24,128	940,090				19
20								20
21								21
22								22
23								23
24								24
25								25
26								26
27								27
28								28
29								29
30	The deduction in column (h) is related to writing-off the investment in Pathnet							30
31								31
32								32
33								33
34								34
35								35
36								36
37								37
38								38
39								39
40								40

310 NOTES AND REMARKS

		<u>% Ownership</u>
(1)	ALAMEDA BELT LINE	
	The Burlington Northern and Santa Fe Railway Company	50.00
	Union Pacific Railroad Company	50.00
		<u>100.00</u>
(2)	BELT RAILWAY COMPANY OF CHICAGO, THE	
	CSX Transportation, Inc.	25.01
	The Burlington Northern and Santa Fe Railway Company	16.66
	Illinois Central Railroad Company	8.33
	Norfolk and Western Railway Company	25.01
	Soo Line Railroad Company	8.33
	Grand Trunk Western Railroad Company	8.33
	Union Pacific Railroad Company	8.33
		<u>100.00</u>
	2,399 shares are held by Citibank, N.A., Trustee, as collateral under the CB&Q Railroad Company First and Refunding Mortgage	
(3)	CENTRAL CALIFORNIA TRACTION COMPANY	
	Union Pacific Railroad Company	66.67
	The Burlington Northern and Santa Fe Railway Company	33.33
		<u>100.00</u>
(4)	HOUSTON BELT & TERMINAL RAILWAY COMPANY	
	The Burlington Northern and Santa Fe Railway Company	50.00
	Union Pacific Railroad Company	50.00
		<u>100.00</u>
	90 3/4 shares are held by Citibank, N.A., Trustee, as collateral under the GN General Gold Bond Mortgage 30 1/4 shares are held by Citibank, N.A., Trustee, as collateral under the GN General Gold Bond Mortgage and the BNI Consolidated Mortgage	
(5)	IOWA TRANSFER RAILWAY COMPANY	
	The Burlington Northern and Santa Fe Railway Company	25.00
	Union Pacific Railroad Company	25.00
	Heartland Rail	25.00
	Norfolk and Western Railway Company	25.00
		<u>100.00</u>
	161 shares are held by Citibank, N.A., Trustee, as collateral under the CB&Q Railroad Company First and Refunding Mortgage.	
(6)	KANSAS CITY TERMINAL RAILWAY COMPANY	
	Union Pacific Railroad Company	41.67
	The Burlington Northern and Santa Fe Railway Company	25.01
	Gateway Western Railroad Company	8.33
	Iowa & Missouri Railway Company	8.33
	Kansas City Southern Railway Company	8.33
	Norfolk Southern Railway Company	8.33
		<u>100.00</u>
	3,656 2/3 shares are held by Boatmen's First National Bank of Kansas City, Kansas, Trustee, under Stock Trust Agreement dated June 12, 1909, but 1,833 1/3 shares are held by Citibank, N.A., Trustee, as collateral under the CB&Q Railroad Company First and Refunding Mortgage.	
(7)	LONGVIEW SWITCHING COMPANY	
	The Burlington Northern and Santa Fe Railway Company	50.00
	Union Pacific Railroad Company	50.00
		<u>100.00</u>

310 NOTES AND REMARKS

	<u>% Ownership</u>
(8) MT PROPERTIES INC	
The Burlington Northern and Santa Fe Railway Company	43 30
Union Pacific Railroad Company	42 09
Soo Line Railroad Company	14 61
	<u>100 00</u>
30,498 shares are subject to the liens of the BNI Consolidated Mortgage, the CB&Q Railroad Company First and Refunding Mortgage, the GN General Gold Bond Mortgage and the NP General Lien Mortgage and held as collateral by US Bank Trust Company, National Association, Trustee, in the case of the BNI Consolidated Mortgage, and Citibank, N A, Trustee, in the case of the other mortgages listed	
(9) OAKLAND TERMINAL RAILWAY	
The Burlington Northern and Santa Fe Railway Company	50 00
Union Pacific Railroad Company	50 00
	<u>100.00</u>
(10) PADUCAH & ILLINOIS RAILROAD COMPANY	
The Burlington Northern and Santa Fe Railway Company	33 34
Paducah & Louisville Railroad Company	33.33
Illinois Central Railroad Company	33 33
	<u>100 00</u>
33 1/3 shares are held by Citibank, N.A., Trustee, as collateral under the CB&Q Railroad Company First and Refunding Mortgage.	
(11) PORTLAND TERMINAL RAILROAD COMPANY	
Union Pacific Railroad Company	60.00
The Burlington Northern and Santa Fe Railway Company	40 00
	<u>100 00</u>
(12) SAN JACINTO RAIL LIMITED	
BayRail LLC (wholly-owned by The Burlington Northern and Santa Fe Railway Company)	1.00
The Burlington Northern and Santa Fe Railway Company	48 00
Bay Junction, Inc	17.00
Equistar Bayport, LLC	8.50
Lyondell Bayport, LLC	8 50
Basell Impact Holding Company	17.00
	<u>100.00</u>
(13) ST JOSEPH TERMINAL RAILROAD COMPANY	
The Burlington Northern and Santa Fe Railway Company	50 00
Union Pacific Railroad Company	50.00
	<u>100.00</u>
(14) SUNSET RAILWAY COMPANY	
The Burlington Northern and Santa Fe Railway Company	50 00
Union Pacific Railroad Company f/k/a Southern Pacific Transportation Company	50.00
	<u>100.00</u>
(15) TERMINAL RAILROAD ASSOCIATION OF ST LOUIS	
Missouri Pacific Railroad Company	28.57
CSX Transportation, Inc.	14 28
Illinois Central Railroad Company	14.29
The Burlington Northern and Santa Fe Railway Company	14 29
St. Louis Southwestern Railway Company	14 29
Norfolk Southern Railway Company	14.28
	<u>100.00</u>
2,058 shares are held by Citibank, N A, Trustee, as collateral under the CB&Q Railroad Company First and Refunding Mortgage dated February 1, 1921	
(16) TEXAS CITY TERMINAL RAILWAY COMPANY	
Union Pacific Railroad Company	66.67
The Burlington Northern and Santa Fe Railway Company	33 33
	<u>100 00</u>

310 NOTES AND REMARKS

	<u>% Ownership</u>
(17) TTX COMPANY	
Union Pacific Railroad Company	36.68
CSX Transportation, Inc	19.59
Norfolk Southern Railway Company	19.59
The Burlington Northern and Santa Fe Railway Company	17.24
Canadian National Railway Company	1.57
Canadian Pacific Limited	1.57
Illinois Central Railroad Company	1.57
Florida East Coast Industries, Inc	0.93
Boston and Maine Corporation	0.63
Kansas City Southern Railway Company	0.63
	<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>
(19) RAILMARKETPLACE.COM, INC	
The Burlington Northern and Santa Fe Railway Company	14.98
Canadian National Railway Company	14.98
Canadian Pacific Railway Company	14.98
CSX Transportation, Inc.	14.98
Norfolk Southern Railway Company	14.98
Union Pacific Railway Company	14.98
GE Information Services, Inc	10.12
	<u>100.00</u>

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310A. INVESTMENTS IN COMMON STOCK OF AFFILIATED COMPANIES

(Dollars in Thousands)

Undistributed Earnings From Certain Investments in Affiliated Companies

- 1 Report below the details of all investments in common stock 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., 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)	Adjustments 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
	Carriers (List specifics for each company)							
1	Alameda Belt Line	(199)		(305)			(504)	1
2	Central California Traction Company	(2,604)					(2,604)	2
3	Houston Belt & Terminal Railway Company	4,182		(262)			3,930	3
4	Iowa Transfer Railway Company	24					24	4
5	Kansas City Terminal Railway Company	376		(296)			80	5
6	Longview Switching Company	(94)					(94)	6
7	MT Properties Inc	748		(392)			356	7
8	Oakland Terminal Railway	(113)		(173)			(286)	8
9	Paducah & Illinois Railroad Company	88		(61)			27	9
10	Portland Terminal Railroad Company	(810)					(810)	10
11	San Jacinto Railway Limited			(390)			(390)	11
12	St. Joseph Terminal Railroad Company	(258)					(258)	12
13	Sunset Railway Company	18		38			56	13
14	Texas City Terminal Railway Company	6,260		1,453			7,713	14
15	TTX Company	155,006		18,668			173,674	15
16	Wichita Union Terminal Railway Company	(638)		(3)			(641)	16
17								17
18	TOTAL CARRIERS	161,996		18,277			180,273	18
19								19
20								20
21	Noncarriers (List specifics for each company)							21
22								22
23								23
24	TOTAL NONCARRIERS							24
25								25
26	TOTAL INVESTMENTS IN COMMON STOCK	161,996		18,277			180,273	26

Note Column (d) reflects equity in undistributed earnings (losses) during the year net of \$4,779 dividends received.

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 (g) should be the net of the amounts in columns (c) through (f). Column (h) is the aggregate of columns (b) through (f), inclusive. Grand totals of columns (b) and (h) should equal the sum of Accounts 731 and 732 for the respective periods, if not, a full explanation should be made in a footnote.
- 2 In column (c), show 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" in the Uniform System of Accounts for Railroad Companies for such items.
- 3 In column (d), show 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 Columns (c) and (e) should include all entries covering expenditures for additions and betterments, as defined, whether or not replacing other property.
- 5 All credits representing property sold, abandoned, or otherwise retired should be shown in column (f).
- 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 the cost, location, area, and other details which will identify the property in a footnote.
- 8 Report on line 29, amounts not included 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 Board 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 Board.
- 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 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 the amount used in a footnote.

NOTES AND REMARKS

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

Line No	Cross No	Account (a)	Balance at Beginning of year (b)	Expenditures during the year for original road & equipment & road extensions (c)	Expenditures during the year for purchase of existing lines, reorganizations, etc (d)	Line No
1		(2) Land for transportation purposes	1,433,719			1
2		(3) Grading	1,828,828			2
3		(4) Other right-of-way expenditures	28,536			3
4		(5) Tunnels and subways	86,486			4
5		(6) Bridges, trestles and culverts	1,612,065			5
6		(7) Elevated structures				6
7		(8) Ties	3,115,151			7
8		(9) Rail and other track material	6,697,327			8
9		(11) Ballast	2,184,241			9
10		(13) Fences, snowsheds and signs	48,292			10
11		(16) Station and office buildings	632,369			11
12		(17) Roadway buildings	38,516			12
13		(18) Water stations	8,379			13
14		(19) Fuel stations	159,225			14
15		(20) Shops and enginehouses	406,842			15
16		(22) Storage warehouses				16
17		(23) Wharves and docks	1,595			17
18		(24) Coal and ore wharves	22,734			18
19		(25) TOFC/COFC terminals	450,893			19
20		(26) Communications systems	612,443			20
21		(27) Signals and interlockers	1,898,570			21
22		(29) Power plants	2,995			22
23		(31) Power transmission systems	22,475			23
24		(35) Miscellaneous structures	54,010			24
25		(37) Roadway machines	268,897			25
26		(39) Public improvements - construction	296,591			26
27		(44) Shop machinery	139,213			27
28		(45) Power plant machinery	4,207			28
29		Other lease/rentals				29
30		TOTAL EXPENDITURES FOR ROAD	22,054,599			30
31		(52) Locomotives	2,599,452			31
32		(53) Freight train cars	1,380,387			32
33		(54) Passenger train cars				33
34		(55) Highway revenue equipment	14,003			34
35		(56) Floating equipment				35
36		(57) Work equipment	111,675			36
37		(58) Miscellaneous equipment	292,452			37
38		(59) Computer systems & word processing equipment	322,245			38
39		TOTAL EXPENDITURES FOR EQUIPMENT	4,720,214			39
40		(76) Interest during construction	59,314			40
41		(80) Other elements of investment	9,835			41
42		(90) Construction work in progress	421,910			42
43		GRAND TOTAL	27,265,872			43

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

Line No	Cross No	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		651	1,701	(1,050)	1,432,669	1
2		11,574	21,828	(10,254)	1,818,574	2
3		3,253	4,400	(1,147)	27,389	3
4		1,759	232	1,527	88,013	4
5		65,665	19,840	45,825	1,657,890	5
6						6
7		257,864	52,974	204,890	3,320,041	7
8		406,533	159,296	247,237	6,944,564	8
9		199,730	34,027	165,703	2,349,944	9
10		3,268	447	2,821	51,113	10
11		13,031	38,918	(25,887)	606,482	11
12		264	1,924	(1,660)	36,856	12
13		27	648	(621)	7,758	13
14		42,176	9,655	32,521	191,746	14
15		38,021	2,862	35,159	442,001	15
16						16
17		895	1	894	2,489	17
18		179		179	22,913	18
19		36,538	5,934	30,604	481,497	19
20		87,210	35,967	51,243	663,686	20
21		113,203	65,838	47,365	1,945,935	21
22		22	30	(8)	2,987	22
23		1,437	154	1,283	23,758	23
24		277	3,227	(2,950)	51,060	24
25		27,871	17,004	10,867	279,764	25
26		35,088	2,856	32,232	328,823	26
27		16,310	1,815	14,495	153,708	27
28			387	(387)	3,820	28
29						29
30		1,362,846	481,965	880,881	22,935,480	30
31		78,232	162,749	(84,517)	2,514,935	31
32		50,350	126,091	(75,741)	1,304,646	32
33						33
34					14,003	34
35						35
36		10,891	1,280	9,611	121,286	36
37		2,974	28,192	(25,218)	267,234	37
38		57,637	121,058	(63,421)	258,824	38
39		200,084	439,370	(239,286)	4,480,928	39
40		11,926	5,180	6,746	66,060	40
41			226	(226)	9,609	41
42		7,124		7,124	429,034	42
43		1,581,980	926,741	655,239	27,921,111	43

332. DEPRECIATION BASE AND RATES - ROAD AND EQUIPMENT OWNED AND LEASED FROM OTHERS

(Dollars in Thousands)

1 Show in columns (b) and (e), for each primary account, the depreciation base used to compute depreciation charges for the month of January, and in columns (c) and (f), the depreciation charges for the month of December. In columns (d) and (g) show the composite rates used in computing depreciation charges for 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 that total by the total depreciation base for the same month. The depreciation base should not include cost of equipment used, but not owned, when the rents are included in 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 cost of equipment owned and leased to others when the 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. Composite rates used should be those prescribed or authorized by the Board, 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 the authorized rates. If any changes in rates were effective during the year, give particulars in a footnote.

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

3 Show in columns (e), (f), and (g) data applicable to lessor property, when the rent therefor is included in accounts nos 31-11-00, 31-12-00, 31-13-00, 31-21-00, 31-22-00, and 31-23-00, inclusive.

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

5 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.

Line No	Account (a)	OWNED AND USED			LEASED FROM OTHERS			Line No
		Depreciation Base		Annual composite rate %	Depreciation Base		Annual composite rate %	
		1/1 At beginning of year (b)	12/1 At close of year (c)		At beginning of year (e)	At close of year (f)		
	ROAD							
1	(3) Grading	1,828,828	1,817,478	1.20%				1
2	(4) Other right-of-way expenditures	28,536	26,771	2.06%				2
3	(5) Tunnels and subways	86,486	87,679	1.13%				3
4	(6) Bridges, trestles and culverts	1,612,065	1,650,947	1.35%				4
5	(7) Elevated structures							5
6	(8) Ties	3,115,151	3,175,785	4.69%	TOTAL ROAD AND			6
7	(9) Rail and other track material	6,697,327	6,638,145	3.54%				7
8	(11) Ballast	2,184,241	2,242,585	3.99%	EQUIPMENT LEASED FROM			8
9	(13) Fences, snowsheds and signs	48,292	49,347	1.23%				9
10	(16) Station and office buildings	632,369	603,222	3.39%	OTHERS IS LESS THAN 5%			10
11	(17) Roadway buildings	38,516	38,364	3.81%				11
12	(18) Water stations	8,379	7,733	1.75%	OF TOTAL OWNED			12
13	(19) Fuel stations	159,225	187,740	3.32%				13
14	(20) Shops and enginehouses	406,842	428,997	2.07%				14
15	(22) Storage warehouses							15
16	(23) Wharves and docks	1,595	2,080	2.65%				16
17	(24) Coal and ore wharves	22,734	22,913	1.54%				17
18	(25) TOFC/COFC terminals	450,893	482,806	3.68%				18
19	(26) Communications systems	612,443	693,403	4.30%				19
20	(27) Signals and interlockers	1,898,570	1,928,427	3.24%				20
21	(29) Power plants	2,995	2,987	5.10%				21
22	(31) Power transmission systems	22,475	23,143	2.75%				22
23	(35) Miscellaneous structures	54,010	50,095	2.91%				23
24	(37) Roadway machines	268,897	276,151	5.55%				24
25	(39) Public improvements - construction	296,591	323,170	1.88%				25
26	(44) Shop machinery	139,213	153,429	4.30%				26
27	(45) Power plant machinery	4,207	3,827	3.18%				27
28	All other road accounts							28
29	Amortization (other than def. projects)							29
30	TOTAL ROAD	20,620,880	20,917,225	3.12%				30
	EQUIPMENT							
31	(52) Locomotives	3,673,906	2,638,035	5.65%				31
32	(53) Freight train cars	1,380,387	1,320,029	3.95%				32
33	(54) Passenger train cars							33
34	(55) Highway revenue equipment	14,003	14,003	8.93%				34
35	(56) Floating equipment							35
36	(57) Work equipment	111,675	121,819	3.01%				36
37	(58) Miscellaneous equipment	292,452	267,607	10.71%				37
38	(59) Computer systems & WP equipment	322,245	279,249	16.24%				38
39	TOTAL EQUIPMENT	5,794,668	4,640,741	6.04%				39
40	GRAND TOTAL	26,415,548	25,557,966	NA			NA	40

Note. Annual composite rate excludes impact of reserve adjustments resulting from the last depreciation reserve study.

335. ACCUMULATED DEPRECIATION - ROAD AND EQUIPMENT OWNED AND USED

(Dollars in Thousands)

1 Disclose the required information regarding 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" accounts and "Other Rents - Debit - Equipment" accounts. (See Schedule 351 for 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 credits to reserves as shown in column (c) and 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	Balance at beginning of year (b)	CREDITS TO RESERVE		DEBITS TO RESERVE		Balance at close of year (g)	Line No
				During the year		During the year			
		(a)		Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)		
ROAD									
1		(3) Grading	274,692	20,794		9,533		285,953	1
2		(4) Other right-of-way expenditures	2,988	616		70		3,534	2
3		(5) Tunnels and subways	25,751	898		64		26,585	3
4		(6) Bridges, trestles and culverts	206,429	21,631		7,328		220,732	4
5		(7) Elevated structures							5
6		(8) Ties	621,662	149,452		104,176		666,938	6
7		(9) Rail and other track material	971,106	228,874		260,701		939,279	7
8		(11) Ballast	515,866	89,558		36,030		569,394	8
9		(13) Fences, snowsheds and signs	10,996	229		(107)		11,332	9
10		(16) Station and office buildings	159,669	9,825	7,485	47,223		129,756	10
11		(17) Roadway buildings	9,751	1,283		263		10,771	11
12		(18) Water stations	3,236	97		281		3,052	12
13		(19) Fuel stations	34,334	5,832		9,730		30,436	13
14		(20) Shops and enginehouses	102,452	4,758	3,327	3,645		106,892	14
15		(22) Storage warehouses							15
16		(23) Wharves and docks	1,199	41		1		1,239	16
17		(24) Coal and ore wharves	8,917	314		(3)		9,234	17
18		(25) TOFC/COFC terminals	110,379	17,010		6,915		120,474	18
19		(26) Communications systems	100,075	15,763	11,088	37,170		89,756	19
20		(27) Signals and interlockers	347,202	63,558		58,161		352,599	20
21		(29) Power plants	1,490	85		9		1,566	21
22		(31) Power transmission systems	4,870	552		144		5,278	22
23		(35) Miscellaneous structures	15,298	1,533		3,232		13,599	23
24		(37) Roadway machines	104,976	9,108	5,821	17,225		102,680	24
25		(39) Public improvements - const	39,666	5,682		2,145		43,203	25
26		(44) Shop machinery	45,240	6,447		2,029		49,658	26
27		(45) Power plant machinery	(444)	80		347		(711)	27
28		All other road accounts							28
29		Amortization (adjustments)							29
30		TOTAL ROAD	3,717,800	654,020	27,721	606,312		3,793,229	30
EQUIPMENT									
31		(52) Locomotives	557,277	127,974	1,431	159,294		527,388	31
32		(53) Freight train cars	400,761	42,001		113,944		328,818	32
33		(54) Passenger train cars							33
34		(55) Highway revenue equipment	8,635	1,064		(138)		9,837	34
35		(56) Floating equipment							35
36		(57) Work equipment	42,965	1,825		1,132		43,658	36
37		(58) Miscellaneous equipment	144,111	22,891		29,903		137,099	37
38		(59) Computer systems & WP equip	170,688	29,913		110,472		90,129	38
39		Amortization (adjustments)							39
40		TOTAL EQUIPMENT	1,324,437	225,668	1,431	414,607		1,136,929	40
41		GRAND TOTAL	5,042,237	879,688	29,152	1,020,919		4,930,158	41

NOTE Credits in Column (d) represent transfers from depreciation expense to inventory and capital accounts to recognize allocated overhead costs.

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 accounts arising from retirements In column (f), enter amounts paid to lessor
- 3 Any inconsistencies between credits to account, charges to operating expenses, and payment 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		DEBITS TO ACCOUNTS		Balance at close of year (g)	Line No
				During the year		During the year			
				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		N/A BASED ON 5% RULE					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) Communications 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 - const							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 & WP equip							38
39		Amortization (adjustments)							39
40		TOTAL EQUIPMENT							40
41			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 changes 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				10
11	(17) Roadway buildings				11
12	(18) Water stations	N/A BASED ON 5% RULE			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	99,790	90,033		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 39. A debit balance in columns (b) or (g) for any primary account should be shown in parenthesis or designated "Dr."

3 Any inconsistency between credits to the reserve as shown in column (c) and charges to operating expenses should be fully explained on page 39.

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

5 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 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 IMPROVEMENTS TO ROAD LEASED FROM OTHERS IS LESS THAN 5%						
4		(6) Bridges, trestles and culverts	OF TOTAL ROAD OWNED						
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) Communications 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 - const							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 IMPROVEMENTS TO EQUIPMENT LEASED FROM OTHERS IS LESS THAN						
32		(54) Passenger train cars	5% OF TOTAL EQUIPMENT OWNED						
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 & WP equip							37
38		TOTAL EQUIPMENT							38
39		GRAND TOTAL	29,858	4,915		15,387		19,386	39

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

NOTES AND REMARKS FOR SCHEDULE 342

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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 Board's Office of Economic and Environmental Analysis, 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 depreciation for December, and on lines 29 and 38 of this column show the composite percentage of all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used to compute 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 discontinuance of accruals should be shown in a footnote, indicating the effected account(s).

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

Line No	Account (a)	Depreciation Base		Annual composite rate (percent) (d)	Line No
		Beginning of year (b)	Close of year (c)		
	ROAD				
1	(3) Grading	ALL DEPRECIATION EXPENSE FOR OWNED EQUIPMENT			1
2	(4) Other right-of-way expenditures	LEASED TO OTHERS IS RECORDED IN BNSF'S OPERATING			2
3	(5) Tunnels and subways	EXPENSE AND TOTAL ROAD AND EQUIPMENT LEASED			3
4	(6) Bridges, trestles and culverts	TO OTHERS IS LESS THAN 5% OF TOTAL OWNED ROAD			4
5	(7) Elevated structures	AND EQUIPMENT			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) Communications 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 - const				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 & WP equip				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 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 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 included 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 column (d) "Other credits" or column (f) "Other debits," state the facts occasioning such entries on page 39. A debit balance in columns (b) or (g) for any primary account should be shown in parenthesis or designated "Dr."

4 Disclosures in the respective sections of this schedule may be omitted if either total road leased to others or total equipment leased to 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		ALL DEPRECIATION EXPENSE FOR OWNED EQUIPMENT LEASED						2
3		(5) Tunnels and subways		TO OTHERS IS RECORDED IN BNSF'S OPERATING EXPENSE IN						3
4		(6) Bridges, trestles and culverts		ADDITION, TOTAL ROAD AND EQUIPMENT LEASED TO OTHERS IS						4
5		(7) Elevated structures		LESS THAN 5% OF TOTAL OWNED ROAD AND EQUIPMENT.						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) Communications 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 - const							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 & WP equip							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 respondent and used in respondent's transportation service. Such property includes (a) investment reported in Accounts 731, "Road and Equipment Property" and 732, "Improvements on Leased Property" of respondent, less any 731 or 732 property leased to others for their exclusive use of road, track, or bridges (including equipment or other railway property covered by the contract). Equipment leased to others under separate distinct contracts shall not be deducted from respondent's 731 or 732 property, and (b) the investment of other companies' 731 or 732 property (including operating and lessor railroads) used by respondent when the lease is for exclusive use or control of roads, tracks, or bridges (including equipment or other railway property covered by the contract). This excludes leased equipment from operating railroads under separate distinct contracts and the investment of other carriers in property jointly used by respondent.

2. In column (a), classify each company in this schedule as "R" for respondent, "L" for lessor railroad, "P" for inactive or proprietary company or "O" for other leased properties.

3. In columns (a) to (e), inclusive, first show the data requested for respondent (R), next show data for companies whose entire properties are used in transportation service of the respondent, divided between lessor (L) and proprietary (P) companies, followed by data for carriers and others (O), portions of whose property are used in transportation service of respondent. Show a total for each class of company in columns (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 to Accounts 731 and 732 on the books of companies whose names appear in column (b). Values of property of other carriers segregated by estimate or otherwise should correspond in amount to deductions made by the owners in their reports. If separate value is not available, an explanation should be provided. Differences between amounts shown in column (d) of this schedule and column (c), line 24, on the asset side of the general balance sheet of each individual railway should be explained in a footnote. Book values included in Accounts 731 and 732 of the owner should be reported in column (d) in reference to the investment of respondent in securities of the owner unless a good reason can be given for the contrary. Methods of estimating (by capitalizing rentals at 6% 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 reserves therefor are recorded.

Line No	Class (See Ins 2) (a)	Name of company (b)	Miles of road used (See Ins 4) (whole number) (c)	Investments in property (See Ins 5) (d)	Depreciation & amortization of defense projects (See Ins 6) (e)	Line No
1	R	The Burlington Northern and Santa Fe Railway Company	24,695	27,921,111	4,931,269	1
2						2
3		Add Leased from Others				3
4	O	Shippers Consortium, Inc - Council Bluffs, NE to Bayard, IA - Track	100	**	*	4
5	O	SP- Klamath Falls, OR - Switch Track & Track		**	*	5
6	O	STLSW - Rio to Hampton, TX - 2nd Track		**	*	6
7	O	U S Government - Shelton to Bangor & Bremerton, WA - Track	49	**	*	7
8	O	City of Pueblo, CO - Way Switching Tracks at Devine, CO		53	*	8
9	O	Conrail - Turnouts and Yard Tracks at Chicago		9	*	9
10		Total Leased from Others	149	62		10
11						11
12		Deduct Leased to Others				12
13	O	Montana Rail Link	507	210,098	160,894	13
14	O	MKT - Rosedale, KS - Driveway		2		14
15	O	DMIR - Hibbing, MN Turnout (4th Ave. West)		5	4	15
16	O	Brandon Corp - S Omaha, NE - Yard		33	16	16
18						18
19						19
20		Total Leased to Others	507	210,138	160,914	20
21						21
22		Deduct Operated by Others				22
23	O	Grainbelt Corporation	189	15,254	8,043	23
24	O	Red River Valley & Western	653	40,739	27,099	24
25		Total Operated by Others	842	55,993	35,142	25
26						26
27						27
28						28
29						29
30		Net Deductions	(1,200)	(266,069)	(196,056)	30
31		TOTAL	23,495	27,655,042	4,735,213	31

* Depreciation not available to respondent

** Investment not available to respondent

352B. INVESTMENT IN RAILROAD PROPERTY USED IN TRANSPORTATION SERVICE (By Property Account)
(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 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 should correspond with the amounts for each class of company and property 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% per year where property is not classified by accounts by noncarrier owners, or where the cost of property leased from other carriers is not ascertainable. Identify noncarrier owners, and briefly explain on page 39 the methods of estimating value of property on noncarriers or property of other carriers

4 Report on line 30 amounts not included 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 Board for exceptions to prescribed accounting. Reference to such authority should be made when explaining amounts reported. Respondents must not make arbitrary changes to the printed stub or column headings without specific authority from the Board

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	1,432,669			(1,133)	1
2		(3) Grading	1,818,574			(30,511)	2
3		(4) Other right-of-way expenditures	27,389			(48)	3
4		(5) Tunnels and subways	88,013			(4,322)	4
5		(6) Bridges, trestles and culverts	1,657,890			(10,371)	5
6		(7) Elevated structures					6
7		(8) Ties	3,320,041			(48,799)	7
8		(9) Rail and other track material	6,944,564			(113,891)	8
9		(11) Ballast	2,349,944			(26,551)	9
10		(13) Fences, snowsheds and signs	51,113			(671)	10
11		(16) Station and office buildings	606,482			(3,434)	11
12		(17) Roadway buildings	36,856			(1,176)	12
13		(18) Water stations	7,758			(14)	13
14		(19) Fuel stations	191,746			(834)	14
15		(20) Shops and enginehouses	442,001			(1,610)	15
16		(22) Storage warehouses					16
17		(23) Wharves and docks	2,489				17
18		(24) Coal and ore wharves	22,913				18
19		(25) TOFC/COFC terminals	481,497			(167)	19
20		(26) Communications systems	663,686			(7,210)	20
21		(27) Signals and interlockers	1,945,935			(12,554)	21
22		(29) Power plants	2,987			(2)	22
23		(31) Power transmission systems	23,758			(312)	23
24		(35) Miscellaneous structures	51,060			(289)	24
25		(37) Roadway machines	279,764				25
26		(39) Public improvements - construction	328,823			(1,913)	26
27		(44) Shop machinery	153,708			(86)	27
28		(45) Power plant machinery	3,820				28
29		Leased property (capitalized rentals)					29
30		Other (specify and explain)					30
31		TOTAL ROAD	22,935,480			(265,898)	31
32		(52) Locomotives	2,514,935				32
33		(53) Freight train cars	1,304,646				33
34		(54) Passenger train cars					34
35		(55) Highway revenue equipment	14,003				35
36		(56) Floating equipment					36
37		(57) Work equipment	121,286				37
38		(58) Miscellaneous equipment	267,234				38
39		(59) Computer systems & WP equipment	258,824			(171)	39
40		TOTAL EQUIPMENT	4,480,928			(171)	40
41		(76) Interest during construction	66,060				41
42		(80) Other elements of investment	9,609				42
43		(90) Construction work in progress	429,034				43
44		GRAND TOTAL	27,921,111			(266,069)	44

* Includes property leased from and to and operated by others

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 410

Cross Checks

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

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 Board'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 & Wages (b)	Material, tools, supplies, fuels, & lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	Passenger (g)	Total (h)	Line No
		WAYS & STRUCTURES ADMINISTRATION								
1		Track	10,591	3,025	(2,354)	1,867	13,129		13,129	1
2		Bridge & building	6,924	1,980	(1,540)	1,210	8,574		8,574	2
3		Signal	6,109	1,746	(1,358)	1,068	7,565		7,565	3
4		Communication	2,851	815	(633)	499	3,532		3,532	4
5		Other	14,255	4,073	(3,170)	2,491	17,649		17,649	5
		REPAIRS AND MAINTENANCE								
6		Roadway - running	38,046	1,954	13,974	2,634	56,608		56,608	6
7		Roadway - switching	5,187	267	1,939	359	7,752		7,752	7
8		Tunnels & subways - running	224	117	174	6	521		521	8
9		Tunnels & subways - switching	31		24	1	56		56	9
10		Bridges & culverts - running	12,432	1,066	3,635	3,001	20,134		20,134	10
11		Bridges & culverts - switching	1,696	146	496	409	2,747		2,747	11
12		Ties - running	4,379	497	(4,432)	856	1,300		1,300	12
13		Ties - switching	597	68	(604)	120	181		181	13
14		Rail & other track material - running	53,641	10,769	13,901	3,232	81,543		81,543	14
15		Rail & other track material - switching	7,226	1,450	1,896	441	11,013		11,013	15
16		Ballast - running	6,543	515	160	225	7,443		7,443	16
17		Ballast - switching	890	89	22	31	1,032		1,032	17
18		Road property damaged - running	216	16			232		232	18
19		Road property damaged - switching	25	4			29		29	19
20		Road property damaged - other								20
21		Signals & interlockers - running	46,776	8,486	3,345	(334)	58,273		58,273	21
22		Signals & interlockers - switching	6,380	1,234	454	(54)	8,014		8,014	22
23		Communications systems	20,074	5,837	11	336	26,258		26,258	23
24		Power systems	530	499	593	7	1,629		1,629	24
25		Highway grade crossings - running	1,595	85	61	322	2,063		2,063	25
26		Highway grade crossings - switching	217	26	8	39	290		290	26
27		Station & office buildings	2,574	1,371	17,207	2,881	24,033		24,033	27
28		Shop buildings - locomotives	3,308	2,259	9,027	72	14,666		14,666	28
29		Shop buildings - freight cars	609	423	1,663	13	2,708	N/A	2,708	29
30		Shop buildings - other equipment	435	302	1,188	9	1,934		1,934	30

410. RAILWAY OPERATING EXPENSES - (Continued)										
(Dollars in Thousands)										
Line No	Cross Check	Name of railway operating expense account (a)	Salaries & Wages (b)	Material, tools, supplies, fuels, & lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	Passenger (g)	Total (h)	Line No
		REPAIRS AND MAINTENANCE - (Continued)								
101		Locomotive servicing facilities	967	1,106	2,470	212	4,755		4,755	101
102		Miscellaneous buildings & structures	7,226	1,928	4,095	401	13,650		13,650	102
103		Coal terminals			(541)		(541)	N/A	(541)	103
104		Ore terminals	290	2,402	1,403	296	4,391	N/A	4,391	104
105		Other marine terminals	2,882	2	1,437		4,321	N/A	4,321	105
106		TOFC/COFC terminals	79	77	24,179	1,585	25,920	N/A	25,920	106
107		Motor vehicle loading & distribution facilities						N/A		107
108		Facilities for other specialized service operations						N/A		108
109		Roadway machines								109
110		Small tools & supplies		16,208	496		16,704		16,704	110
111		Snow removal	5,030	797	3,967	224	10,018		10,018	111
112		Fringe benefits - running	N/A	N/A	N/A	41,062	41,062		41,062	112
113		Fringe benefits - switching	N/A	N/A	N/A	8,958	8,958		8,958	113
114		Fringe benefits - other	N/A	N/A	N/A	12,839	12,839		12,839	114
115		Casualties & insurance - running	N/A	N/A	N/A	33,689	33,689		33,689	115
116		Casualties & insurance - switching	N/A	N/A	N/A	4,745	4,745		4,745	116
117		Casualties & insurance - other	N/A	N/A	N/A	9,013	9,013		9,013	117
118	*	Lease rentals - debit -running	N/A	N/A	909	N/A	909		909	118
119	*	Lease rentals - debit -switching	N/A	N/A	124	N/A	124		124	119
120	*	Lease rentals - debit -other	N/A	N/A		N/A				120
121	*	Lease rentals - (credit) - running	N/A	N/A	(12,202)	N/A	(12,202)		(12,202)	121
122	*	Lease rentals - (credit) - switching	N/A	N/A	(1,093)	N/A	(1,093)		(1,093)	122
123	*	Lease rentals - (credit) - other	N/A	N/A		N/A				123
124		Joint facility rent - debit - running	N/A	N/A	5,683	N/A	5,683		5,683	124
125		Joint facility rent - debit - switching	N/A	N/A	768	N/A	768		768	125
126		Joint facility rent - debit - other	N/A	N/A	1,229	N/A	1,229		1,229	126
127		Joint facility rent - (credit) - running	N/A	N/A	(7,713)	N/A	(7,713)		(7,713)	127
128		Joint facility rent - (credit) - switching	N/A	N/A	(1,072)	N/A	(1,072)		(1,072)	128
129		Joint facility rent - (credit) - other	N/A	N/A	(1,928)	N/A	(1,928)		(1,928)	129
130	*	Other rents - debit - running	N/A	N/A	102	N/A	102		102	130
131	*	Other rents - debit - switching	N/A	N/A	14	N/A	14		14	131
132	*	Other rents - debit - other	N/A	N/A	376	N/A	376		376	132
133	*	Other rents - (credit) - running	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)	Salaries & Wages (b)	Material, tools, supplies, fuels, & lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	Passenger (g)	Total (h)	Line No
134	*	REPAIRS AND MAINTENANCE - (Continued)								134
135	*	Other rents - (credit) - switching	N/A	N/A		N/A				135
136	*	Other rents - (credit) - other	N/A	N/A		N/A				136
137	*	Depreciation - running	N/A	N/A		411,729	411,729		411,729	137
138	*	Depreciation - switching	N/A	N/A		56,153	56,153		56,153	138
139	*	Depreciation - other	N/A	N/A		172,206	172,206		172,206	139
140	*	Joint facility - debit - running	N/A	N/A	61,551	N/A	61,551		61,551	140
141	*	Joint facility - debit - switching	N/A	N/A	8,399	N/A	8,399		8,399	141
142	*	Joint facility - debit - other	N/A	N/A		N/A				142
143	*	Joint facility - (credit) - running	N/A	N/A	(31,082)	N/A	(31,082)		(31,082)	143
144	*	Joint facility - (credit) - switching	N/A	N/A	(4,238)	N/A	(4,238)		(4,238)	144
145	*	Joint facility - (credit) - other	N/A	N/A		N/A				145
146	*	Dismantling retired road property - running	53		6	11	70		70	146
147	*	Dismantling retired road property - switching	7		1		8		8	147
148	*	Dismantling retired road property - other								148
149	*	Other - running	40	187	204	2,014	2,445		2,445	149
150	*	Other - switching	6	26	29	421	482		482	150
151	*	Other - other	26	120	131	1,277	1,554		1,554	151
		TOTAL WAY AND STRUCTURES	270,967	71,972	113,391	778,576	1,234,906		1,234,906	151
		EQUIPMENT								
		LOCOMOTIVES								
201	*	Administration	7,938	4,206	9,030	3,145	24,319		24,319	201
202	*	Repair & maintenance	137,286	81,710	206,300	42,502	467,798		467,798	202
203	*	Machinery repair	201	1,310		88	1,599		1,599	203
204	*	Equipment damaged	597	325	(66)	5	861		861	204
205	*	Fringe benefits	N/A	N/A	N/A	55,097	55,097		55,097	205
206	*	Other casualties & insurance	N/A	N/A	N/A	16,378	16,378		16,378	206
207	*	Lease rentals - debit	N/A	N/A	189,888	N/A	189,888		189,888	207
208	*	Lease rentals - (credit)	N/A	N/A	(810)	N/A	(810)		(810)	208
209	*	Joint facility rent - debit	N/A	N/A		N/A				209
210	*	Joint facility rent - (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		131,326	131,326		131,326	213
214	*	Joint facility - debit	N/A	N/A	2,643	N/A	2,643		2,643	214
215	*	Joint facility - (credit)	N/A	N/A		N/A				215
216	*	Repairs billed to others - (credit)	N/A	N/A	(48,968)	N/A	(48,968)		(48,968)	216

410. RAILWAY OPERATING EXPENSES - (Continued)										
(Dollars in Thousands)										
Line No	Cross Check	Name of railway operating expense account (a)	Salaries & Wages (b)	Material, tools, supplies, fuels, & lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	Passenger (g)	Total (h)	Line No
LOCOMOTIVES - (Continued)										
217		Dismantling retired property								217
218		Other		1,803		216	2,019		2,019	218
219		TOTAL LOCOMOTIVES	146,022	89,354	358,017	248,757	842,150		842,150	219
FREIGHT CARS										
220		Administration	5,191	2,749	5,906	2,055	15,901	N/A	15,901	220
221	*	Repair & maintenance	88,447	89,560	59,966	29,551	267,524	N/A	267,524	221
222	*	Machinery repair	131	856		57	1,044	N/A	1,044	222
223		Equipment damaged	236	(79)	(21)	19,278	19,414	N/A	19,414	223
224		Fringe benefits	N/A	N/A	N/A	37,005	37,005	N/A	37,005	224
225		Other casualties & insurance	N/A	N/A	N/A	10,523	10,523	N/A	10,523	225
226	*	Lease rentals - debit	N/A	N/A	184,958		184,958	N/A	184,958	226
227	*	Lease rentals - (credit)	N/A	N/A	(1,056)	N/A	(1,056)	N/A	(1,056)	227
228		Joint facility rent - debit	N/A	N/A		N/A		N/A		228
229		Joint facility rent - (credit)	N/A	N/A		N/A		N/A		229
230	*	Other rents - debit	N/A	N/A	441,033	N/A	441,033	N/A	441,033	230
231	*	Other rents - (credit)	N/A	N/A	(138,170)	N/A	(138,170)	N/A	(138,170)	231
232	*	Depreciation	N/A	N/A	N/A	44,193	44,193	N/A	44,193	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	(87,293)	N/A	(87,293)	N/A	(87,293)	235
236		Dismantling retired property								236
237		Other		1,195		143	1,338	N/A	1,338	237
238		TOTAL FREIGHT CARS	94,005	94,281	465,323	142,805	796,414	N/A	796,414	238
OTHER EQUIPMENT										
301		Administration	2,137	1,132	2,430	856	6,555		6,555	301
Repair & maintenance										
302	*	Trucks, trailers, & containers - revenue service	107	515	71,865		72,487	N/A	72,487	302
303	*	Floating equipment - revenue service						N/A		303
304	*	Passenger & other revenue equipment	2,140	1,810	4	(81)	3,873		3,873	304
305	*	Computers and data processing equipment		3		1,119	1,122		1,122	305
306	*	Machinery	56	363	1,597	32	2,048		2,048	306
307	*	Work & other non-revenue equipment								307
308		Equipment damaged								308
309		Fringe benefits	N/A	N/A	N/A	614	614		614	309
310		Other casualties & insurance	N/A	N/A	N/A	488	488		488	310
311	*	Lease rentals - debit	N/A	N/A	46,806		46,806		46,806	311
312	*	Lease rentals - (credit)	N/A	N/A						312

410. RAILWAY OPERATING EXPENSES - (Continued)										
(Dollars in Thousands)										
Line No	Cross Check	Name of railway operating expense account (a)	Salaries & Wages (b)	Material, tools, supplies, fuels, & lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	Passenger (g)	Total (h)	Line No
OTHER EQUIPMENT (Continued)										
313		Joint facility rent - debit	N/A	N/A		N/A				313
314		Joint facility rent - (credit)	N/A	N/A		N/A				314
315		Other rents - debit	N/A	N/A	48,814	N/A	48,814		48,814	315
316		Other rents - (credit)	N/A	N/A	(32,669)	N/A	(32,669)		(32,669)	316
317		Depreciation	N/A	N/A	N/A	56,596	56,596		56,596	317
318		Joint facility - debit	N/A	N/A		N/A				318
319		Joint facility - (credit)	N/A	N/A		N/A				319
320		Repairs billed to others - (credit)	N/A	N/A	(12,206)	N/A	(12,206)		(12,206)	320
321		Dismantling retired property								321
322		Other		497		(382)	115		115	322
323		TOTAL OTHER EQUIPMENT	4,440	4,320	126,641	59,242	194,643		194,643	323
324		TOTAL EQUIPMENT	244,467	187,955	949,981	450,804	1,833,207		1,833,207	324
TRANSPORTATION										
TRAIN OPERATIONS										
401		Administration	72,624	6,437	23,771	18,684	121,516		121,516	401
402		Engine crews	400,350		38,896	8	439,254		439,254	402
403		Train crews	418,150	1	43,920	38	462,109		462,109	403
404		Dispatching trains	30,786		(227)		30,559		30,559	404
405		Operating signals & interlockers	69		4,105	5	4,179		4,179	405
406		Operating drawbridges	2,959	8	3	29	2,999		2,999	406
407		Highway crossing protection	11		6,102	(80)	6,033		6,033	407
408		Train inspection & lubrication	37,179	939	881	315	39,314		39,314	408
409		Locomotive fuel		923,950			923,950		923,950	409
410		Electric power electric power produced or purchased for motive power								410
411		Servicing locomotives	36,625	4,179	(5,621)	121	35,304		35,304	411
412		Freight lost or damaged - solely related	N/A	N/A	N/A					412
413		Cleaning wrecks								413
414		Fringe benefits	122	21		2,604	2,747		2,747	414
415		Other casualties & insurance	N/A	N/A	N/A	399,777	399,777		399,777	415
416		Joint facility - debit	N/A	N/A	N/A	108,613	108,613		108,613	416
417		Joint facility - (credit)	N/A	N/A	2,522	N/A	2,522		2,522	417
418		Other	1,320	1,660	(2,372)	N/A	(2,372)		(2,372)	418
419		TOTAL TRAIN OPERATIONS	1,000,195	937,195	108,364	5,670	117,014		117,014	419
YARD OPERATIONS										
420		Administration	6,314	559	220,344	535,784	2,693,518		2,693,518	420
421		Switch crews	220,076		2,125	1,624	10,622		10,622	421
					7		220,083		220,083	421

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

Line No	Cross Check	Name of railway operating expense account (a)	Salaries & Wages (b)	Material, tools, supplies, fuels, & lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	Passenger (g)	Total (h)	Line No
422		YARD OPERATIONS (Continued)								422
423		Controlling operations	34,571		792		35,363		35,363	423
424		Yard and terminal clerical	433	579	2,599		3,611		3,611	424
425		Operating switches, signals, retarders, & humps		111		1,191	1,302		1,302	425
426		Locomotive fuel		48,629			48,629		48,629	426
427		Electric power electric power produced or purchased for motive power								427
428		Servicing locomotives	7,754	2		8	7,764		7,764	428
429		Freight lost or damaged - solely related	N/A	N/A	N/A					429
430		Cleaning wrecks			25,618		25,618		25,618	430
431		Fringe benefits	N/A	N/A	N/A	107,900	107,900		107,900	431
432		Other casualties & insurance	N/A	N/A	N/A	29,233	29,233		29,233	432
433		Joint facility - debit	N/A	N/A	17,838		17,838		17,838	433
434		Joint facility - (credit)	N/A	N/A	(1,449)		(1,449)		(1,449)	434
435		Other		161	1,394	1	1,556		1,556	435
501		TOTAL YARD OPERATIONS	269,148	50,041	48,924	139,957	508,070		508,070	501
502		TRAIN & YARD OPERATIONS COMMON								502
503		Cleaning car interiors	1,339	240	6,424	N/A	8,003		8,003	503
504		Adjusting & transferring loads		8	3,669		3,677		3,677	504
505		Car loading devices & grain docks				N/A				505
506		Freight lost or damaged - all other	N/A	N/A	N/A	27,037	27,037		27,037	506
507		Fringe benefits	N/A	N/A	N/A	499	499		499	507
508		TOTAL TRAIN & YARD OPERATIONS COMMON	1,339	248	10,093	27,536	39,216		39,216	508
509		SPECIALIZED SERVICE OPERATIONS								509
510		Administration	6,422	140	614	383	7,559		7,559	510
511		Pickup & delivery and marine line haul		15	30,006	33	30,054		30,054	511
512		Loading & unloading and local marine	47	2,542	173,543	2,099	178,231		178,231	512
513		Protective services	1,280	7,632	727	6	9,645		9,645	513
514		Freight lost or damaged - solely related	N/A	N/A	N/A					514
515		Fringe benefits	N/A	N/A	N/A	2,902	2,902		2,902	515
516		Casualties & insurance	N/A	N/A	N/A	837	837		837	516
517		Joint facility - debit	N/A	N/A	N/A	N/A				517
518		Joint facility - (credit)	N/A	N/A	N/A	N/A				518
519		Other		4			4		4	519
520		TOTAL SPECIALIZED SERVICE OPERATIONS	7,749	10,333	204,890	6,260	229,232		229,232	520

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

Line No	Cross Check	Name of railway operating expense account (a)	Salaries & Wages (b)	Material, tools, supplies, fuels, & lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	Passenger (g)	Total (h)	Line No
518		ADMINISTRATIVE support OPERATIONS								518
519		Administration	77,358	6,857	26,038	21,582	131,835		131,835	519
520		Employees performing clerical & accounting functions	7,680	814	4,748	2,916	16,158		16,158	520
521		Communication systems operations	550	426	31,033	598	32,607		32,607	521
522		Loss & damage claims processing								522
523		Fringe benefits	N/A	N/A	N/A	30,303	30,303		30,303	523
524		Casualties & insurance	N/A	N/A	N/A	9,285	9,285		9,285	524
525		Joint facility - debit	N/A	N/A	N/A	N/A				525
526		Joint facility - (credit)	N/A	N/A	N/A	N/A				526
527		Other		234			234		234	527
528		TOTAL ADMINISTRATIVE support OPERATIONS	85,588	8,331	61,819	64,684	220,422		220,422	528
601		GENERAL AND ADMINISTRATIVE								601
602		Officers - general administration	17,803	4,332	22,847	40,628	85,610		85,610	602
603		Accounting, auditing, & finance	40,429	1,753	2,988	902	46,072		46,072	603
604		Management services & data processing	22,321	3,033	52,764	1,752	79,870		79,870	604
605		Marketing	31,814	2,849	4,497	2,967	42,127		42,127	605
606		Sales	25,284	2,859	4,623	2,372	35,138		35,138	606
607		Industrial development	937	5	53	308	1,303	N/A	1,303	607
608		Personnel & labor relations	26,023	19	1,321	364	27,727		27,727	608
609		Legal & secretarial	11,832	231	41,100	3,259	56,422		56,422	609
610		Public relations & advertising	1,484	1,116	250	1,779	4,629		4,629	610
611		Research & development								611
612		Fringe benefits	N/A	N/A	N/A	105,008	105,008		105,008	612
613		Casualties & insurance	N/A	N/A	N/A	6,174	6,174		6,174	613
614		Writedown of uncollectible accounts	N/A	N/A	N/A	15,314	15,314		15,314	614
615		Property taxes	N/A	N/A	N/A	140,999	140,999		140,999	615
616		Other taxes except on corporate income or payroll	N/A	N/A	N/A	36,674	36,674		36,674	616
617		Joint facility - debit	N/A	N/A	1,624		1,624		1,624	617
618		Joint facility - (credit)	N/A		(472)		(472)		(472)	618
619		Other	23,790	779	5,558	(20,723)	9,404		9,404	619
620		TOTAL GENERAL AND ADMINISTRATIVE	201,717	16,976	137,153	337,777	693,623		693,623	620
620	*	TOTAL CARRIER OPERATING EXPENSE	2,081,170	1,283,051	1,746,595	2,341,378	7,452,194		7,452,194	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 lease/rentals 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 category is not known, apportion the lease/rentals based on the percentage of the categories' depreciation bases for all categories of depreciable leased property. Use Schedule 352B of this report to obtain 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 in any category listed on lines 1 through 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	20,794			2
3		4	Other right-of-way expenditures	616			3
4		5	Tunnels and subways	898			4
5		6	Bridges, trestles and culverts	21,631			5
6		7	Elevated structures	-			6
7		8	Ties	149,452			7
8		9	Rail and other track material	228,874			8
9		11	Ballast	89,558			9
10		13	Fences, snowsheds and signs	(7,256)			10
11		16	Station and office buildings	9,825			11
12		17	Roadway buildings	1,283			12
13		18	Water stations	97			13
14		19	Fuel stations	5,832			14
15		20	Shops and enginehouses	4,758			15
16		22	Storage warehouses	-			16
17		23	Wharves and docks	41			17
18		24	Coal and ore wharves	314			18
19		25	TOFC/COFC terminals	17,010			19
20		26	Communications systems	15,763			20
21		27	Signals and interlockers	63,558			21
22		29	Power plants	85			22
23		31	Power transmission systems	552			23
24		35	Miscellaneous structures	1,533			24
25		37	Roadway machines	9,108			25
26		39	Public improvements, construction	5,682			26
27		45	Power plant machines	80			27
28			Other lease/rentals	N/A	(11,770)	N/A	28
29			TOTAL	640,088	(11,770)		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 with the 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 rents for "Other Equipment" which is reported in Schedule 415, column (f). 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 Part No. 334, for which rentals are settled on a combination mileage and time basis (basic per diem). Include railroad owned per diem tank cars on line 17.

NOTE: Mechanical designations for each car type are shown in Schedule 710

Line No	Cross Check	Type of Equipment (a)	GROSS AMOUNTS RECEIVABLE			GROSS AMOUNTS PAYABLE			Line No
			Private Line Cars (b)	Per Diem Basis Mileage (c)	Time (d)	Private Line Cars (e)	Per Diem Basis Mileage (f)	Time (g)	
CAR TYPES									
1		Box - Plain 40 Foot							1
2		Box - Plain 50 Foot and Longer		8	47	8,750	1,182	3,060	2
3		Box - Equipped		3,212	12,487	3	15,332	34,965	3
4		Gondola - Plain		281	370	998	461	644	4
5		Gondola - Equipped		1,160	5,838	4	5,515	9,629	5
6		Hopper - Covered		6,685	23,283	35,974	8,529	19,800	6
7		Hopper - Open Top - General Service		895	2,400	1	1,260	2,191	7
8		Hopper - Open Top - Special Service		267	532	12	104	298	8
9		Refrigerator - Mechanical		1,194	1,898	233	271	403	9
10		Refrigerator - Nonmechanical		1,666	5,758	127	1,795	3,374	10
11		Flat - TOFC/COFC		5,587	21,858	129,702	6,252	16,054	11
12		Flat - Multi-Level		1,101	2,453	32,084	2,131	3,694	12
13		Flat - General Service		15	44	72	55	97	13
14		Flat - Other		626	2,594	25,147	4,686	13,824	14
15		Tank - Under 22,000 Gallons		2	5	12,395	1	2	15
16		Tank - 22,000 Gallons and Over		41	121	15,161			16
17		All Other Freight Cars		37	36	45	18	992	17
18		Auto Racks			35,669	22,367		1,339	18
19		TOTAL FREIGHT TRAIN CARS		22,777	115,393	283,075	47,592	110,366	19
OTHER FREIGHT CARRYING EQUIPMENT									
20		Refrigerated Trailers							20
21		Other Trailers			32,669	45,097		3,717	21
22		Refrigerated Containers							22
23		Other Containers							23
24	*	TOTAL TRAILERS AND CONTAINERS			32,669	45,097		3,717	24
25		GRAND TOTAL (Lines 19 and 24)		22,777	148,062	328,172	47,592	114,083	25

NOTES AND REMARKS

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GENERAL INSTRUCTIONS CONCERNING RETURNS TO BE MADE TO 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, and 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, and 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, 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 expenses 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 in columns (c) and (d) will balance to Schedule 410, column (f) as follows
 - (a) Locomotives, lines 5 and 38, compared to Schedule 410, line 213
 - (b) Freight cars, lines 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, lines 5 and 38, compared to Schedule 410, lines 207, 208, 211, and 212
 - (b) Freight cars, lines 24 and 39, compared to Schedule 410, lines 226 and 227 (note that Schedule 410, lines 230 and 231, are reported in Schedule 415, and are not 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 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 Adjustment net during year (e)	Line No.
				Owned (c)	Capitalized lease (d)		
		LOCOMOTIVES					
1		Diesel Locomotives - Yard	20,942	938			1
2		Diesel Locomotives - Road	397,888	70,389	53,333		2
3		Other Locomotives - Yard		3,314			3
4		Other Locomotives - Road					4
5	*	TOTAL LOCOMOTIVES	418,830	74,641	53,333		5
		FREIGHT TRAIN CARS					
6		Box - Plain 40 foot	6	3			6
7		Box - Plain 50 foot and longer	1,955	503			7
8		Box - Equipped	26,597	4,990			8
9		Gondola - Plain	24,067	2,042			9
10		Gondola - Equipped	13,653	2,509			10
11		Hopper - Covered	41,231	10,831			11
12		Hopper - Open Top - General Service	11,057	3,921			12
13		Hopper - Open Top - Special Service	5,771	1,089			13
14		Refrigerator - Mechanical	3,923	915			14
15		Refrigerator - Nonmechanical	3,323	4,120			15
16		Flat - TOFC/COFC	15,704	434			16
17		Flat - Multi-level	180				17
18		Flat - General Service	6,222	346			18
19		Flat - Other	11,156	64			19
20		All Other Freight Cars	15,256	2,825			20
21		Cabooses	76	1,059			21
22		Auto Racks		690			22
23		Miscellaneous Accessories	54	5,660			23
24	*	TOTAL FREIGHT TRAIN CARS	180,231	42,001			24
		OTHER EQUIPMENT - REVENUE FREIGHT HIGHWAY EQUIPMENT					
25		Refrigerated Trailers	869				25
26		Other Trailers	22,538	14			26
27		Refrigerated Containers					27
28		Other Containers	12,274	715			28
29		Bogies					29
30		Chassis	24,247	335			30
31		Other Highway Equipment (Freight)	353				31
32	*	TOTAL HIGHWAY EQUIPMENT	60,281	1,064			32
		FLOATING EQUIPMENT - REVENUE SERVICE					
33		Marine Line-Haul					33
34		Local Marine					34
35	*	TOTAL FLOATING EQUIPMENT					35
		OTHER EQUIPMENT					
36	*	Passenger & Other Revenue Equipment (Freight Portion)	3,873				36
37	*	Computer Systems & Word Processing Equip	1,122	29,913			37
38	*	Machinery - Locomotives (1)	1,599	3,352			38
39	*	Machinery - Freight Cars (2)	1,044	2,192			39
40	*	Machinery - Other Equipment (3)	2,048	903			40
41	*	Work and Other Nonrevenue Equipment		24,619	97		41
42		TOTAL OTHER EQUIPMENT	9,686	60,979	97		42
43		TOTAL ALL EQUIPMENT (FREIGHT PORTION)	669,028	178,685	53,430		43

(1) Data reported on line 38, column (b) is the amount reported in Sched 410, column (f), line 203, reduced by the allocable portion of line 216

(2) Data reported on line 39, column (b) is the amount reported in Sched 410, column (f), line 222, reduced by the allocable portion of line 235

(3) Data reported on line 40, column (b) is the amount reported in Sched 410, column (f), line 306, reduced by the allocable portion of line 320

415. SUPPORTING SCHEDULE - EQUIPMENT - (Continued)

Line No.	Cross Check	Lease & rentals (net) (f)	Investment base as of 12/31		Accumulated depreciation as of 12/31		Line No.
			Owned (g)	Capitalized lease (h)	Owned (i)	Capitalized lease (j)	
1			35,289		5,537		1
2		189,078	1,257,063	1,191,725	260,742	252,840	2
3			30,858		8,269		3
4							4
5	*	189,078	1,323,210	1,191,725	274,548	252,840	5
6			99		(61)		6
7			14,415		6,785		7
8		9,658	147,667		39,857		8
9		11,325	70,221		7,240		9
10		15,561	83,151		25,138		10
11		60,312	400,711		94,086		11
12		1,898	132,851		35,948		12
13		7,607	47,101		8,432		13
14		3,194	28,180		6,354		14
15		2,279	124,392		31,615		15
16		42,344	12,096		3,617		16
17			12,577		(882)		17
18		3,368	2,351		2,985		18
19			83,827		377		19
20		855	45,139		23,775		20
21			13,431		12,213		21
22		25,501	79,206		5,408		22
23			7,231		25,931		23
24	*	183,902	1,304,646		328,818		24
25							25
26		14,668	158		61		26
27							27
28		11,452	8,095		4,848		28
29		8					29
30		20,608	5,750		4,928		30
31							31
32	*	46,736	14,003		9,837		32
33							33
34							34
35	*						35
36	*						36
37	*	79	258,824		90,129		37
38	*		79,928		25,822		38
39	*		52,261		16,884		39
40	*		21,519		6,952		40
41	*	(9)	379,293	9,227	180,660		97 41
42		70	791,825	9,227	320,447		97 42
43		419,786	3,433,684	1,200,952	933,650	252,937	43

- (1) Data reported on lines 38, 39, and 40 in columns (g) and (h) are investment recorded in property account 44, allocated to locomotives, freight cars, and other equipment.
- (2) Depreciation reported on lines 38, 39, and 40 in column (i) 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 (j). This calculation

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		Line No
			Investment Base (c)	Accumulated Depreciation (d)	Depr. Rate % (e)	Investment Base (f)	Accumulated Depreciation (g)	Depr. Rate % (h)	Investment Base (i)	Current Year Amortization (j)	Accumulated Amortization (k)	Investment Base (l)	Accumulated Depreciation & Amortization (m)	
1	I	3	1,245,311	151,672	1.07%	TOTAL IMPROVEMENTS TO						1,245,311	151,672	1
2		8	1,822,368	241,280	4.68%	PROPERTY LEASED FROM						1,822,368	241,280	2
3		9	4,067,300	368,252	3.67%	OTHERS IS LESS THAN 5%						4,067,300	368,252	3
4		11	1,023,577	201,308	4.35%	OF TOTAL PROPERTY OWNED						1,023,577	201,308	4
5	SUB TOTAL		8,158,556	962,512								8,158,556	962,512	5
6	II	3	375,802	86,309	1.07%							375,802	86,309	6
7		8	1,107,793	305,911	4.21%							1,107,793	305,911	7
8		9	1,905,119	373,764	2.91%							1,905,119	373,764	8
9		11	882,505	300,229	4.13%							882,505	300,229	9
10	SUB TOTAL		4,271,219	1,066,213								4,271,219	1,066,213	10
11	III	3												11
12		8												12
13		9												13
14		11												14
15	SUB TOTAL													15
16	IV	3	140,187	41,252	1.07%							140,187	41,252	16
17		8	352,585	109,755	3.67%							352,585	109,755	17
18		9	872,327	186,271	1.80%							872,327	186,271	18
19		11	425,757	63,247	2.54%							425,757	63,247	19
20	SUB TOTAL		1,790,856	400,525								1,790,856	400,525	20
21	V	3	57,274	6,720	1.07%							57,274	6,720	21
22		8	37,296	9,991	3.67%							37,296	9,991	22
23		9	99,818	10,993	1.77%							99,818	10,993	23
24		11	18,104	4,610	2.54%							18,104	4,610	24
25	SUB TOTAL		212,492	32,314								212,492	32,314	25
26	GRAND TOTAL		14,433,123	2,461,564	N/A	10,767	(2,344)					14,433,123	2,461,564	26

Notes:

- (1) Columns (c) + (f) + (i) = Column (l).
 (2) Columns (d) + (g) + (k) = Column (m).
 (3) 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.
 (4) Columns (c) and (d) include improvements to leased property. Improvements to leased property are not separately included based on the 5% rule.

NOTES AND REMARKS

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 specialized service facilities.
- 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 (j) should balance with the respective line items in Schedule 410, Railway Operating Expenses.
- 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 (g), line 3.
- 6 Report in column (g), 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 relating 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 (i) 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 (a)	TOFC/COFC terminal (b)	Floating equipment (c)	Coal marine terminal (d)	Ore marine terminal (e)	Other marine terminal (f)	Motor vehicle load & distribution (g)	Protective services refrigerator car (h)	Other special services (i)	Total columns (b) - (i) (j)	Line No
1	*	Administration	2,379					293	4,887		7,559	1
2	*	Pick up and delivery, marine line haul	30,054						N/A		30,054	2
3	*	Loading and unloading and local marine	158,031			5,500		14,700	N/A		178,231	3
4	*	Protective services - total debits and credits	1,659						7,986		9,645	4
5	*	Freight lost or damaged - solely related										5
6	*	Fringe benefits	427			2,378		97			2,902	6
7	*	Casualty and insurance	720						117		837	7
8	*	Joint facility - debit										8
9	*	Joint facility - credit										9
10	*	Other	4								4	10
11	*	TOTAL	193,274			7,878		15,090	12,990		229,232	11

418. SUPPORTING SCHEDULE - CAPITAL LEASES

(Dollars in Thousands)

Instructions

This schedule will show the investment in capitalized leases in road and equipment by primary account

Column

- (a) = primary account number and title for which capital lease amounts are included therein
(b) = the total investment in that primary account
(c) = the investment in capital leases at the end of the year
(d) = the current year amortization
(e) = the accumulated amortization relating to the leased properties

[illegible]

NOTES AND REMARKS

450. ANALYSIS OF TAXES

(Dollars in Thousands)

A. Railway Taxes

Line No.	Cross Check	Kind of Tax	Amount	Line No
1		Other than U S Government Taxes	232,021	1
		U S Government Taxes		
		Income Taxes		
2		Normal Tax and Surtax	249,597	2
3		Excess Profits		3
4	*	Total - Income Taxes (Lines 2 and 3)	249,597	4
5		Railroad Retirement	494,525	5
6		Hospital Insurance	35,781	6
7		Supplemental Annuities	18,046	7
8		Unemployment Insurance	11,527	8
9		All Other United States Taxes		9
10		Total - U S Government Taxes	809,476	10
11		Total - Railway Taxes	1,041,497	11

B. Adjustments to Federal Income Taxes

- 1 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) "
- 2 Indicate in column (b) the beginning of year totals of Accounts 714, 744, 762, and 786 applicable to each particular item in column (a)
- 3 Indicate in column (c) the net changes in Accounts 714, 744, 762, and 786 for the net tax effect of timing differences originating and reversing in the current accounting period
- 4 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
- 5 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
- 6 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 Costs	(272,852)	(1,161)		(274,013)	3
4	Postretirement benefits	(95,344)	(9,950)		(105,294)	4
5	Employee Merger and Separation Costs	(119,230)	20,522		(98,708)	5
6	Other	(236,154)	38,645	59	(197,450)	6
7	Subtotal	(723,580)	48,056	59	(675,465)	7
8	Deferred tax credits					8
9	Depreciation and Amortization	6,380,686	289,867		6,670,553	9
10	Other	441,238	(18,635)		422,603	10
11	Subtotal	6,821,924	271,232		7,093,156	11
12						12
13						13
14						14
15						15
16						16
17						17
18						18
19	TOTALS	6,098,344	319,288	59	6,417,691	19

450. ANALYSIS OF TAXES

(Dollars in Thousands)

* Footnotes

1	If the flow-through method was elected, indicate the net decrease (or increase) in tax accrual because of investment tax credit	
	If the deferral method for investment tax credit was elected	
	(1) Indicate amount of credit utilized as a reduction of tax liability for current year	N/A
	(2) Deduct the amount of the current year's credit applied to reduction of tax liability but deferred for accounting purposes	N/A
	(3) Balance of current year's credit used to reduce current year's tax accrual	N/A
	(4) Add amount of prior year's deferred credits being amortized to reduce current year's tax accrual	N/A
	(5) Total decrease in current year's tax accrual resulting from use of investment tax credits	N/A
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	

Notes and Remarks

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

Deferred compensation and supplemental pension	\$ 1,280
SFAS 133 - Fuel and interest hedges	(1,221)
Total	<u>\$ 59</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 or 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, and 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 (c)	Line No
1					1
2					2
3		NONE			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 due to 10% rule above.

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 association of any agreement or obligation, show the particulars of each contract of guarantee 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 two 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 (a)	Description (b)	Amount of contingent liability (c)	Sole or joint contingent liability (d)	Line No
1	Terminal Railroad Association of St Louis				1
2	Burlington Northern and Santa Fe Railway Company	Sinking Fund and interest	7,787	Joint	2
3	CSX Transportation, Inc	on Refunding and Improvement			3
4	Illinois Central Gulf Railroad Co	Mortgage Bonds Series C			4
5	Norfolk and Southern Railway Company	due 7/01/2019			5
6	Union Pacific Railroad Company				6
7	St Louis Southwestern Railway Company				7
8					8
9					9
10	KCT Intermodal Transportation Corporation				10
11	Burlington Northern Santa Fe Railway Company	6 884% Railway Bridge System Bonds	75,000	Joint	11
12	Union Pacific Railroad Company	Series 1998 Bonds due			12
13		August 1, 2018			13
14					14
15	Other debt and lease guarantees related to various facilities		14,000	Sole	15
16					16
17					17
18					18
19					19
20					20
21	Note: Terminal Railroad Association of St Louis Mortgage Bonds are fully funded by TRRA through a Sinking fund established with a balance in the amount of approximately \$10 million as of December 31, 2001. This fund covers future interest and principal payments through the remainder of the bonds term.				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 or 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 two years after the date of issue, nor does it include ordinary surety bonds or undertakings on appeals in court proceedings.

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

502. COMPENSATING BALANCES AND SHORT-TERM BORROWING AGREEMENTS

(Dollars in Thousands)

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

- 1 Disclose compensating balances not legally restricted, lines of credit used and unused, average interest rate of short-term borrowings that are 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% 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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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 No	Account No (a)	Title (b)	Source (c)	Balance Close of Year (d)
1	751	Loans and notes payable	Sch 200, Line 30	-
2	764	Equipment obligations and other long-term debt due within one year	Sch 200, Line 39	288,296
3	765/767	Funded debt unmatured	Sch 200, Line 41	881,917
4	766	Equipment obligations	Sch 200, Line 42	628,513
5	766 5	Capitalized lease obligations	Sch 200, Line 43	605,827
6	768	Debt in default	Sch 200, Line 44	
7	769	Accounts payable - affiliated companies	Sch 200, Line 45	
8	770 1/770 2	Unamortized debt premium	Sch 200, Line 46	(40,118)
9		Total debt	Sum of Lines 1 through 8	2,364,435
10		Debt directly related to road property	Note 1	386,395
11		Debt directly related to equipment	Note 1	1,365,063
12		Total debt related to road and equipment	Lines 10 and 11	1,751,458
13		Percent directly related to road	Line 10 /Line 12 Whole % + 2 decimals	22 06%
14		Percent directly related to equipment	Line 11 /Line 12 Whole % + 2 decimals	77 94%
15		Debt not directly related to road and equipment	Line 9 - Line 12	612,977
16		Road property debt (Note 2)	(Line 13 x Line 15) + Line 10	521,617
17		Equipment debt (Note 2)	(Line 14 x Line 15) + Line 11	1,842,818

II. Interest Accrued During the Year

Line No	Account No (a)	Title (b)	Source (c)	Balance Close of Year (d)
18	546-548	Total interest and amortization (fixed charges)	Sch 210, Line 42	170,293
19	546	Contingent interest on funded debt	Sch 210, Line 44	
20	517	Release of premium on funded debt	Sch 210, Line 22	
21		Total interest (Note 3)	(Line 18 + Line 19) - Line 20	170,293
22		Interest directly related to road property debt	Note 4	18,884
23		Interest directly related to equipment debt	Note 4	93,838
24		Interest not directly related to road or equipment property debt	Line 21 - (Lines 22 + 23)	57,571
25		Interest on road property debt (Note 5)	Line 22 + (Line 24 x Line 13)	31,584
26		Interest on equipment debt (Note 5)	Line 23 + (Line 24 x Line 14)	138,709
27		Embedded rate of debt capital - road property	Line 25 / Line 16	6 06%
28		Embedded rate of debt capital - equipment	Line 26 / Line 17	7 53%

Note 1: Directly related means the purpose which the funds were used for 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 on 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 are not restricted to, management, legal, accounting, purchasing, or other types 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 during 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 this Annual Report Form R-1, and should be noted (1) to indicate the method used for depreciating equipment or other property furnished to 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 the nature of the relationship or control between the respondent and the company or person identified in column (a) as follows

- (a) If respondent directly controls the 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 provide a 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 the total for the affiliate. When services are both provided and received between 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 transactions 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) for paid or (R) for received by the amount in column (e)

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

(Dollars in Thousands)

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 (d)	Amount due from or to related parties (e)	Line No.
1	Burlington Northern Santa Fe Corporation		Controlled	Services Rendered	24,879	7,043	1
2							2
3	BN Acquisition		Indirect			606	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

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 classifications

- (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 the respondent

(4) Line operated under contract or agreement for contingent rent, owner being (A) an affiliated corporation, or (B) independent or not affiliated with the 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 or 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 above list of classifications

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 distances between terminals 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 - Yard 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 rests in a corporation controlled by or controlling the respondent But in the case of any such inclusion, the facts of the relationship 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 some 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, on 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 respondent as a 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 the entire length of the portion jointly held The class symbol should have the letter (J) attached

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

700. MILEAGE OPERATED AT CLOSE OF YEAR

Line No.	Class (a)	Proportion owned or leased by respondent (b)	Running tracks, passing tracks, cross-overs, etc.				Miles of way switching tracks (g)	Miles of yard switching tracks (h)	TOTAL (i)	Line No.
			Miles of road (c)	Miles of second main track (d)	Miles of all other main tracks (e)	Miles of passing tracks, cross-overs, and turnouts (f)				
1	1	100%	24,158	4,174	103	3,244	2,674	5,601	39,954	1
2	1J	75%						5	5	2
3	1J	66.7%						16	16	3
4	1J	50%	535	122	57	46	83	244	1,087	4
5	1J	33.3%	2				7	36	45	5
6	1J	25%					1	55	56	6
7	1J	20%								7
8										8
9		Total 1J	537	122	57	46	91	356	1,209	9
10										10
11		Total 1 and 1J	24,695	4,296	160	3,290	2,765	5,957	41,163	11
12										12
13	2		137			12	11	26	186	13
14	3		126	2		14	16	8	166	14
15	4		397			6	43	26	472	15
16	5		7,708	306	2	96	93	146	8,351	16
17										17
57		Grand Total	33,063	4,604	162	3,418	2,928	6,163	50,338	57
58	Miles of electrified road or track included in the preceding grand total				NONE					58

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

Line No.	Class (a)	Proportion owned or leased by respondent (b)	Running tracks, passing tracks, cross-overs, etc.				Miles of way switching tracks (g)	Miles of yard switching tracks (h)	TOTAL (i)	Line No.
			Miles of road (c)	Miles of second main track (d)	Miles of all other main tracks (e)	Miles of passing tracks, cross-overs, and turnouts (f)				
1	1	100%	56	10		7	5	18	96	1
2	1J	50%	5						5	2
3		Total 1 and 1J	61	10		7	5	18	101	3
4	2		4				1	5	10	4
5	5		70	2		5	6		83	5
57	Grand Total Canadian Miles		135	12		12	12	23	194	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 road owned but not operated. The respondent's proportion of operated road held by it as a 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 but not operated should be shown in column (h), as appropriate. Mileage which has been permanently abandoned should not be included in column (h). Mileage should be reported to the nearest WHOLE mile adjusted in 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 proprietary 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	246				110	356			1
2		Arizona	595					595			2
3		Arkansas	208				837	1,045			3
4		British Columbia	61				1	62			4
5		California	1,190				969	2,159	10		5
6		Colorado	770	96		2	436	1,304	3		6
7		Florida									7
8		Idaho	124				1	125	33		8
9		Illinois	1,230			2	213	1,445			9
10		Iowa	538		125	6	39	708			10
11		Kansas	1,308	3			610	1,921			11
12		Kentucky				13		13			12
13		Louisiana	241				111	352			13
14		Manitoba		4			69	73			14
15		Minnesota	1,641		1		69	1,711	3		15
16		Mississippi	179					179			16
17		Missouri	1,636				149	1,785			17
18		Montana	2,135				17	2,152	474		18
19		Nebraska	1,667				43	1,710			19
20		Nevada					809	809			20
21		New Mexico	1,248				364	1,612	53		21
22		North Dakota	2,050				17	2,067	650		22
23		Oklahoma	1,053				141	1,194	189		23
24		Oregon	309				114	423	53		24
25		South Dakota	543			363	25	931			25
26		Tennessee	17					17			26
27		Texas	2,751	34		11	2,010	4,806			27
28		Utah					436	436			28
29		Washington	1,722				112	1,834			29
30		Wisconsin	287				6	273			30
31		Wyoming	966					966			31
32		Total Mileage (Single Track)	24,695	137	126	397	7,708	33,063	1,468		32

(1) 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 (l). 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 (l)
- 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 it is 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 regardless 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 a third rail or overhead contact wire, 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., gas turbine, steam. 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-propelled, 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 (j), as follows: For locomotive units, report the manufacturer's rated horsepower (the maximum continuous power output from the diesel engines 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	Schedule 710
Line 5, column (j)	= Line 11, column (l)
Line 6, column (j)	= Line 12, column (l)
Line 7, column (j)	= Line 13, column (l)
Line 8, column (j)	= Line 14, column (l)
Line 9, column (j)	= Line 15, column (l)
Line 10, column (j)	= Line 16, column (l)

When data appear in column (j), lines 1 through 8, column (k) should have data on the same lines

When data appear in columns (k) or (l), lines 36 through 53, and 55, column (m) should have data on the 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 reclassification (g)	Units at Close of Year				Line No	
				Units Installed					Owned and used (h)	Leased from others (i)	Total in service of respondent [col (h) & (i)] (j)	Aggregate capacity of units reported in col (j) (See Ins 7) (k)		Leased to others (l)
				New units purchased or built (c)	New units leased from others (d)	Rebuilt units acquired and rebuilt units rewritten into property accounts (e)	All other units including reclassification and second hand units purchased or leased from others (f)							
1		Locomotive Units												
		Diesel-freight units	4,448				42	115	2,011	2,364	4,375	(HP) 14,129,762	1	
2		Diesel-passenger units											2	
3		Diesel-multiple purpose units	336					31	266	39	305	519,194	3	
4		Diesel-switching units	180						180		180	224,956	4	
5	*	TOTAL (lines 1 to 4)	4,964				42	146	2,457	2,403	4,860	14,873,912	5	
6	*	Electric locomotives											6	
7	*	Other self-powered units	2							2	2	2,400	7	
8	*	TOTAL (lines 5, 6, and 7)	4,966				42	146	2,457	2,405	4,862	14,876,312	8	
9	*	Auxiliary units	39						28	11	39	N/A	9	
		TOTAL LOCOMOTIVE UNITS (lines 8 and 9)						146	2,485	2,416	4,901	N/A	10	
10	*		5,005				42							
DISTRIBUTION OF LOCOMOTIVE UNITS IN SERVICE OF RESPONDENT AT CLOSE OF YEAR BUILT, DISREGARDING YEAR OF REBUILDING														
Line No	Cross Check	Type or design of units (a)	Before Jan 1, 1980 (b)	During Calendar Year					2000 (g)	2001 (h)		2004 (k)	Line No	
				Between Jan 1, 1980 and Dec 31, 1984 (c)	Between Jan 1, 1985 and Dec 31, 1989 (d)	Between Jan 1, 1990 and Dec 31, 1994 (e)	Between Jan 1, 1995 and Dec 31, 1999 (f)	2002 (i)		2003 (j)	TOTAL (l)			
11	*	Diesel	2,290	381	139	825	1,225					4,860	11	
12	*	Electric											12	
13	*	Other self-powered units				2						2	13	
14	*	TOTAL (lines 11 to 13)	2,290	381	139	827	1,225					4,862	14	
15	*	Auxiliary units	9	19		11						39	15	
		TOTAL LOCOMOTIVE UNITS (lines 14 and 15)	2,299	400	139	838	1,225					4,901	16	

710. INVENTORY OF EQUIPMENT (Continued)
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 Installed				Units retired from service of respondent whether owned or leased, including reclassification (g)	Units at Close of Year				Line No
				New units purchased or built (c)	New units leased from others (d)	Rebuilt units acquired and rewritten into property accounts (e)	All other units including reclassification 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)] (j)	Aggregate capacity of units reported in col (j) (See Ins 7) (k)	
17		Passenger-Train Cars											17
18		Coaches (PA, PB, PBO)	141							141	141	20,168	18
19		Combined cars											19
20		(All class C, except CSB)											20
21		Parlor cars (PBC, PC, PL, PD)											21
22		Sleeping cars (PS, PT, PAS, PDS)											22
23		Dining, grill, & tavern cars											23
24		(All class D, PD)											24
25		Nonpassenger carrying cars											25
26		(All class B, CSB, M, PSA, IA)											26
27		TOTAL (Lines 17 to 22)	141							141	141	20,168	27
28		Self-Propelled											28
29		Electric passenger cars											29
30		(EP, ET)											30
31		Electric combined cars (EC)											31
32		Internal combustion rail motorcars (ED, EG)											32
33		Other self-propelled cars											33
34		(Specify types)											34
35		TOTAL (Lines 24 to 27)											35
36		TOTAL (Lines 23 and 26)	141							141	141	20,168	36
37		Company Service Cars											37
38		Business cars (PV)	33										38
39		Board outfit cars (MWX)	85					2	33		33	N/A	39
40		Derrick & snow removal cars (MWU, MWV, MWW, MWK)	89						83		83	N/A	40
41		(MWU, MWV, MWW, MWK)							89		89	N/A	41
42		Dump and ballast cars (MWB, MWD)	1,377										42
43		Other maintenance and service equipment cars	2,750						1,328	84	1,412	N/A	43
44		TOTAL (Lines 30 to 34)	4,334					76	2,674		2,674	N/A	44
45								120	4,207	84	4,291	N/A	45

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 (i) Units rented from others for a period less than one year should not be included in Column (j)

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)	
36		FREIGHT TRAIN CARS Plain box cars - 40' (B1__, B2__)	46						36
37		Plain box cars - 50' and longer (B3_0-7, B4_0-7, B5__, B6__ B7__, B8__)	850				20		37
38		Equipped box cars (All Code A, Except A_5_)	9,785				239		38
39		Plain gondola cars (All Codes G & J, J_1, J_2, J_3, J_4)	4,787	18			24		39
40		Equipped gondola cars (All Code E)	7,610		22		112		40
41		Covered hopper cars (C__1, C__2, C__3, C__4)	44,632		4		243		41
42		Open top hopper cars - general service (All Code H)	7,873				221		42
43		Open top hopper cars - special service (J__O), and All Code K)	2,111						43
44		Refrigerator cars - mechanical (R_5__, R_6__, R_7__, R_8__, R_9__)	1,957						44
45		Refrigerator cars - nonmechanical (R_0__, R_1__, R_2__)	4,092	62			227		45
46		Flat cars - TOFC/COFC (All Code P, Q, & S, Except Q8__)	95				1		46
47		Flat cars - multilevel (All Code V)	4,775				16		47
48		Flat cars - general service (F10__, F20__, F30__)	186						48
49		Flat cars - other (F_1__, F_2__, F_3__, F_4__, F_5__, F_6__, F_8__, F40__)	6,108				48		49
50		Tank cars - under 22,000 gal (T__0, T__1, T__2, T__3, T__4, T__5)	137						50
51		Tank cars - 22,000 gal and over (T__6, T__7, T__8, T__9)	343						51
52		All other freight cars (A_5__, F_7__, All Code L & Q8__)	608	119					52
53		TOTAL (Lines 36 to 52)	95,995	199	26		1,151		53
54		Caboose (All Code M-930)	N/A	305					54
55		TOTAL (Lines 53 and 54)	95,995	504	26		1,151		55

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 customarily carry

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 (h)	Owned and used (i)	Leased from others (j)	Total in service of respondent (col (i) & (j))		Aggregate capacity of units reported in col (k) & (l) (see ins 4) (m)	Leased to Others (n)	
					Time-mileage cars (k)	All Others (l)			
36		15	22	9	31		2,308		36
37		49	533	288	821		96,001		37
38		1,304	6,137	2,583	8,720		806,744		38
39		55	1,215	3,559	4,756	18	473,760		39
40		360	5,999	1,385	7,384		680,301		40
41		3,191	20,604	21,084	41,688		4,250,881		41
42		726	7,235	133	7,368		718,931		42
43		23	2,088		2,088		212,425		43
44		176	1,666	115	1,781		174,487		44
45		397	3,704	280	3,922	62	343,194		45
46		8	78	10	88		6,186		46
47		118	672	4,001	4,673		194,774		47
48		15	171		171		12,612		48
49		272	2,807	3,077	5,884		451,828		49
50			137		137		10,650		50
51		3	340		340		33,022		51
52		247	472	8	361	119	55,856		52
53		6,959	53,880	36,532	90,213	199	8,523,960		53
54		18	287		N/A	287	N/A		54
55		6,977	54,167	36,532	90,213	486	8,523,960		55

710. INVENTORY OF EQUIPMENT - Continued

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
			Per diem (b)	All Others (c)	Units installed				
					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 (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						57
58		TOTAL (Lines 56 and 57)	N/A						58
HIGHWAY REVENUE EQUIPMENT									
59		Chassis (Z1_, Z67_, Z68_, Z_69_)		9,405					59
60		Dry van (U2_, Z_, Z6_, I-6)	1,455	737					60
61		Fiat bed (U3_, Z3_)							61
62		Open bed (U4_, Z4_)							62
63		Mechanical refrigerator (U5_, Z5_)							63
64		Bulk hopper (U0_, Z0_)							64
65		Insulated (U7_, Z7_)							65
66		Tank (Z0_, U6_) (See note)							66
67		Other trailer and container (Special equipped dry van U9_, Z8_, Z9_)	9,153	1,855					67
68		Tractor							68
69		Truck							69
70		TOTAL (Lines 59 to 69)	10,608	11,997					70

NOTES AND REMARKS

Note Line 66 (Tank) must have fitting code "CN" to qualify as a tank, otherwise it is a bulk hopper

710. INVENTORY OF EQUIPMENT - Concluded

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

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 (h)	Owned and used (i)	Leased from others (j)	Total in service of respondent (col (i) & (j))		Aggregate capacity of units reported in col (k) & (l) (see ins 4) (m)	Leased to Others (n)	
					Per diem (k)	All Others (l)			
56					N/A				56
57					N/A				57
58					N/A				58
59		589	312	8,504		8,816	23,656		59
60			5	2,187	1,455	737	68,117		60
61									61
62									62
63									63
64									64
65									65
66									66
67		3,155		7,853	5,653	1,855	75,763		67
68									68
69									69
70		3,744	317	18,544	7,108	11,408	167,536		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	Equipped Gondola Cars	22	1,492	232	P	2
3	Covered Hopper Cars	4	237	147	P	3
4	Total Freight Cars	26	1,729	379		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	TOTAL	26	1,729	379		19

REBUILT UNITS

20	Freight-Train Cars					20
21	Plain Box Cars - 50'	20	1,631	408	S	21
22	Equipped Box Cars	239	17,280	4,870	S	22
23	Plain Gondola Cars	24	1,433	580	S	23
24	Equipped Gondola Cars	112	7,596	2,559	S	24
25	Covered Hopper Cars	243	14,398	3,542	S	25
26	Open Top Hopper Cars - General Service	221	13,145	3,355	S	26
27	Refrigerator Cars - Non-Mechanical	227	20,612	9,028	S	27
28	Flat Cars - TOFC/COFC	1	93	90	S	28
29	Flat Cars - Multilevel	16	1,489	308	S	29
30	Flat Cars - Other	48	3,401	1,115	S	30
31	Total Freight Cars	1,151	81,078	25,855		31
32	Company Service Cars					32
33	Dump and Ballast Cars	23	N/A	504	S	33
34						34
35						35
36						36
37						37
38						38
39						39
40	TOTAL	1,174	81,078	26,359	N/A	40
41	GRAND TOTAL	1,200	82,807	26,738	N/A	41

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	19,255	51.15	58.62	182.9	1
2	B	8,264	12.00	48.63	247.3	2
3	C	2,774	3.03	34.45	285.4	3
4	D	2,842	0.37	23.70	664.3	4
5	E	8,852	n/a	n/a		5
6	TOTAL	41,987	33.00	51.11	1,379.9	6
7	F	10,979	n/a	n/a		7
8	Potential abandonments					8

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

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 condition of the tracks. "Percent of spot maintenance" refers to the percentage of total ties or board feet laid in replacement that are considered to be spot maintenance
- 4 In line 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 and seasoning yards, and in the case of treating ties, also the cost of handling at treating plants and the cost of treatment. The cost of unloading, hauling over the 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 (a)	Number of cross-ties laid in replacement										Switch and bridge ties (board feet) (j)	Cross-ties switch and bridge ties % of spot maintenance (k)	Line No
		New Ties					Second-hand Ties							
		Wooden		Concrete (d)	Other (e)	Wooden		Other (h)						
		Treated (b)	Untreated (c)			Treated (f)	Untreated (g)							
1	A	1,504,085		277,426						1,781,511	3,400,951		1	
2	B	461,366		46,850						508,216	1,043,213		2	
3	C	210,893								210,893	476,860		3	
4	D	144,776								144,776	327,359		4	
5	E												5	
6	TOTAL	2,321,120		324,276						2,645,396	5,248,383		6	
7													7	
8	Potential abandonments												8	
9	Average cost per cross-tie	\$ 28 02	and switch-tie (MBM)			\$ 826 66								

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 under remarks 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)	Cross-ties			Switch and Bridge Ties			Remarks (h)	Line No
		Total number of ties applied (b)	Average cost per tie (c)	Total cost of cross-ties 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 & bridge ties laid in new tracks during year (g)		
1	T	27,831	26 06	725	122,530	1,049 47	128,592	New	1
2	S	30,414	36 76	1,118				Concrete	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	TOTAL	58,245		1,843	122,530		128,592		20
21	Number of miles of new running tracks, passing tracks, cross-overs, etc., in which ties were laid						0.98		21
22	Number of miles of new yard, station, team, industry, and other switching tracks in which ties were laid						17 02		22

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 that are considered to be spot maintenance
- 3 In line 9, the average cost of new and relay rail should include the cost of loading at the point of purchase ready for shipment, freight charges paid to foreign lines, and the cost of handling rails in general supply and storage yards The cost of unloading, hauling over the 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 (a)	Miles of rail laid in replacement (rail-miles)				Total		Percent of Spot Maintenance (h)	Line No
		New rail		Relay rail		Welded rail (f)	Bolted rail (g)		
		Welded rail (b)	Bolted rail (c)	Welded rail (d)	Bolted rail (e)				
1	A	897 58	5 04	14 57	335 57	912 15	340 61		1
2	B	237 44	1 33	3 85	88 77	241 29	90 10		2
3	C	28 27	0 16	0 46	10 57	28 73	10 73		3
4	D	87 69	0 49	1 42	32 79	89 11	33 28		4
5	E								5
6	TOTAL	1,250 98	7 02	20 30	467 70	1,271 28	474 72		6
7	F								7
8	Potential Abandonments								8
9	Average cost of new and relay rail laid in replacement per gross ton			New		Relay	\$253 99		9

(1) Track miles of welded rail installed this year - 635 64

(2) Total system track miles of welded rail to date - 30,123 39

724. RAILS LAID IN ADDITIONAL TRACKS AND IN NEW LINES AND EXTENSIONS

(Dollars in Thousands)

1. 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

- (1) New steel rails, Bessemer process
- (2) New steel rails, open-hearth process
- (3) New rails, special alloy (describe more fully in a footnote)
- (4) Relay rails

2. 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

3. 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 to 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, as well as train service in connection with the distribution of the rail, should not be included in this schedule

Line No	Class of rail (a)	Rail Applied in Running Tracks, Passing Tracks Crossovers, Etc				Rail Applied in Yard, Station, Team, Industry and Other Switching Tracks				Line No	
		Weight of rail		Total cost of rail applied in running track, passing track, crossovers, etc , during year (d)	Average cost per ton (2000 lbs) (e)	Weight of rail		Total cost of rail applied in yard, station, team, industry, and other switching track during year (h)	Average cost per ton (2000 lbs) (i)		
		Pounds per yard of rail (b)	Number of tons (2000 lbs) (c)			Pounds per yard of rail (f)	Number of tons (2000 lbs) (g)				
1	1	136	234	40	0 17	136	3,072	885	0 29	1	
2	1					133	271	73	0 27	2	
3	1					132	309	86	0 28	3	
4	4					115	182	53	0 29	4	
5	4					112	158	51	0 32	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	
31										31	
32										32	
33	TOTAL	N/A	234	40		N/A	3,992	1,148		33	
34	Number of miles of new running tracks, passing tracks, cross-overs, etc , in which rails were laid							0 98		34	
35	Number of miles of new yard, station, team, industry, and other switching tracks in which rails were laid							17 02		35	
36	Track-miles of welded rail installed on system this year				18 00		Total to date		2,144 37		36

725. WEIGHT OF RAIL

Give the particulars called for below concerning the road and track operated by 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 rail should be given. Road and track occupied under trackage rights 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 (pounds) (a)	Line-haul companies (miles of main track) (b)	Switching and terminal companies (miles of all track) (c)	Remarks (d)	Line No
1	52				1
2	56	7			2
3	60				3
4	65				4
5	66	6			5
6	67				6
7	68	29			7
8	70	6			8
9	72	4			9
10	75	114	11		10
11	76	1			11
12	77	78			12
13	80	60			13
14	85	411	5		14
15	90	1,302	7		15
16	100	173			16
17	105	4			17
18	110	296	19		18
19	112	2,787	39		19
20	115	3,391	19		20
21	119	873			21
22	128		1		22
23	129	299			23
24	130	5			24
25	131	1,153	1		25
26	132	7,724			26
27	133	11			27
28	136	11,040			28
29	140	32			29
30	141	1			30
31	155	6			31
32					32
33					33
34					34
35					35
36					36
37					37
38					38
39					39
40					40
41					41
42					42
43					43
44					44
45					45
46					46
47					47
48	TOTAL	29,813	102		48

726. SUMMARY OF TRACK REPLACEMENTS

1 Furnish the requested information concerning the summary of track replacements

2 In columns (d), (e), (g), and (j), give the percentage of replacements to units of property in each track category at year end

Line No	Track Category (a)	Ties				Rail		Ballast	Track Surfacing		Line No
		Number of ties replaced		Percent replaced		Miles of rail replaced (rail-miles) (f)	Percent Replaced (g)		Miles surfaced (i)	Percent surfaced (j)	
		Crossties (b)	Switch and bridge ties (board feet) (c)	Crossties (d)	Switch and bridge ties (board feet) (e)						
1	A	1,781,511	3,400,951	2.87%	N/A	1,253	3.25%	974,126	7,415	38.51%	1
2	B	508,216	1,043,213	1.91%	N/A	331	2.01%	349,863	2,115	25.60%	2
3	C	210,893	476,860	2.36%	N/A	39	0.71%	91,712	878	31.64%	3
4	D	144,776	327,359	1.58%	N/A	122	2.15%	29,322	603	21.20%	4
5	E				N/A						5
6	TOTAL	2,645,396	5,248,383	1.96%	N/A	1,746	2.08%	1,445,023	11,011	26.22%	6
7	F				N/A						7
8	Potential abandonments				N/A						8

750. CONSUMPTION OF DIESEL FUEL

(Dollars in Thousands)

Line No	Kind of locomotive service (a)	LOCOMOTIVES		Line No
		Diesel oil (gallons) (b)		
1	Freight	1,118,287,225		1
2	Passenger			2
3	Yard Switching	58,857,222		3
4	TOTAL	1,177,144,447		4
5	COST OF FUEL \$(000)	\$872,579		5
6	Work Train	2,387,673		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 locomotive 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 for 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 respondent's 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 4-5, 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 (cars and contents, cabooses) moved one mile in transportation trains (excluding non-revenue gross ton-miles). Nonrevenue gross ton-miles in transportation trains include work equipment and cars carrying company freight and their contents. Use 150 pounds as the average weight per passenger and four tons as the average weight of contents of each head-end car.

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 755 - (Concluded)

(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 nonrevenue freight moved one mile in a transportation train. Include net ton-miles in motorcar trains. Exclude the 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.

(M) Road service represents elapse 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 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 respondent's 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 requires that 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 the end of the 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 yards (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 (a)	Freight Train (b)	Passenger Train (c)	Line No
1		1 Miles of Road Operated (A)	33,025	38	1
2		2 Train Miles - Running (B)			
2		2-01 Unit Trains	43,156,148	XXXXXX	2
3		2-02 Way Trains	8,029,864	XXXXXX	3
4		2-03 Through Trains	95,013,985		4
5		2-04 TOTAL TRAIN MILES (Lines 2-4)	146,199,997		5
6		2-05 Motorcars (C)			6
7		2-07 TOTAL ALL TRAINS (Lines 5 and 6)	146,199,997		7
		3 Locomotive Unit Miles (D)			
		Road Service (E)			
8		3-01 Unit Trains	122,637,301	XXXXXX	8
9		3-02 Way Trains	17,881,294	XXXXXX	9
10		3-03 Through Trains	298,996,648		10
11		3-04 TOTAL (Lines 8-10)	439,515,243		11
12		3-11 Train Switching (F)	4,995,377	XXXXXX	12
13		3-21 Yard Switching (G)	13,353,357		13
14		3-31 TOTAL ALL SERVICES (Lines 11-13)	457,863,977		14
		4 Freight Car-Miles (thousands) (H)			
		4-01 RR Owned and Leased Cars - Loaded			
15		4-010 Box-Plain 40-Foot	1	XXXXXX	15
16		4-011 Box-Plain 50-Foot and Longer	11,517	XXXXXX	16
17		4-012 Box-Equipped	243,187	XXXXXX	17
18		4-013 Gondola-Plain	204,944	XXXXXX	18
19		4-014 Gondola-Equipped	108,238	XXXXXX	19
20		4-015 Hopper-Covered	578,424	XXXXXX	20
21		4-016 Hopper-Open Top-General Service	86,923	XXXXXX	21
22		4-017 Hopper-Open Top-Special Service	79,493	XXXXXX	22
23		4-018 Refrigerator-Mechanical	29,872	XXXXXX	23
24		4-019 Refrigerator-Non-Mechanical	77,183	XXXXXX	24
25		4-020 Flat-TOFC/COFC	205,032	XXXXXX	25
26		4-021 Flat-Multi-Level	35,519	XXXXXX	26
27		4-022 Flat-General Service	416	XXXXXX	27
28		4-023 Flat-All Other	80,439	XXXXXX	28
29		4-024 All Other Car Types-Total	90,364	XXXXXX	29
30		4-025 TOTAL (Lines 15-29)	1,831,552	XXXXXX	30

755. RAILROAD OPERATING STATISTICS - (Continued)

Line No	Cross Check	Item Description (a)	Freight Train (b)	Passenger Train (c)	Line No
		4-11 RR Owned and Leased Cars - Empty			
31		4-110 Box-Plain 40-Foot	125	XXXXXX	31
32		4-111 Box-Plain 50-Foot and Longer	9,281	XXXXXX	32
33		4-112 Box-Equipped	187,302	XXXXXX	33
34		4-113 Gondola-Plain	207,197	XXXXXX	34
35		4-114 Gondola-Equipped	97,650	XXXXXX	35
36		4-115 Hopper-Covered	568,826	XXXXXX	36
37		4-116 Hopper-Open Top-General Service	91,223	XXXXXX	37
38		4-117 Hopper-Open Top-Special Service	65,076	XXXXXX	38
39		4-118 Refrigerator-Mechanical	18,830	XXXXXX	39
40		4-119 Refrigerator-Non-Mechanical	42,679	XXXXXX	40
41		4-120 Flat-TOFC/COFC	44,062	XXXXXX	41
42		4-121 Flat-Multi-Level	16,562	XXXXXX	42
43		4-122 Flat-General Service	1,110	XXXXXX	43
44		4-123 Flat-All Other	79,143	XXXXXX	44
45		4-124 All Other Car Types-Total	41,721	XXXXXX	45
46		4-125 TOTAL (Lines 31-45)	1,470,787	XXXXXX	46
		4-13 Private Line Cars - Loaded (H)			
47		4-130 Box-Plain 40-Foot		XXXXXX	47
48		4-131 Box-Plain 50-Foot and Longer	31,908	XXXXXX	48
49		4-132 Box-Equipped	703	XXXXXX	49
50		4-133 Gondola-Plain	7,188	XXXXXX	50
51		4-134 Gondola-Equipped	6,157	XXXXXX	51
52		4-135 Hopper-Covered	309,899	XXXXXX	52
53		4-136 Hopper-Open Top-General Service	11,551	XXXXXX	53
54		4-137 Hopper-Open Top-Special Service	9,672	XXXXXX	54
55		4-138 Refrigerator-Mechanical	2,769	XXXXXX	55
56		4-139 Refrigerator-Non-Mechanical	2,658	XXXXXX	56
57		4-140 Flat-TOFC/COFC	843,855	XXXXXX	57
58		4-141 Flat-Multi-Level	164,786	XXXXXX	58
59		4-142 Flat-General Service	293	XXXXXX	59
60		4-143 Flat-All Other	77,921	XXXXXX	60
61		4-144 Tank Under 22,000 Gallons	141,803	XXXXXX	61
62		4-145 Tank - 22,000 Gallons and Over	204,032	XXXXXX	62
63		4-146 All Other Car Types-Total	153,728	XXXXXX	63
64		4-147 TOTAL (Lines 47-63)	1,968,923	XXXXXX	64

755. RAILROAD OPERATING STATISTICS - (Continued)

Line No	Cross Check	Item Description (a)	Freight Train (b)	Passenger Train (c)	Line No
65		4-15 Private Line Cars - Empty (H)			
		4-150 Box-Plain 40-Foot		XXXXXX	65
66		4-151 Box-Plain 50-Foot and Longer	5,203	XXXXXX	66
67		4-152 Box-Equipped	296	XXXXXX	67
68		4-153 Gondola-Plain	4,736	XXXXXX	68
69		4-154 Gondola-Equipped	5,440	XXXXXX	69
70		4-155 Hopper-Covered	141,201	XXXXXX	70
71		4-156 Hopper-Open Top-General Service	5,761	XXXXXX	71
72		4-157 Hopper-Open Top-Special Service	8,671	XXXXXX	72
73		4-158 Refrigerator-Mechanical	1,452	XXXXXX	73
74		4-159 Refrigerator-Non-Mechanical	1,610	XXXXXX	74
75		4-160 Flat-TOFC/COFC	88,188	XXXXXX	75
76		4-161 Flat-Multi-Level	56,379	XXXXXX	76
77		4-162 Flat-General Service	121	XXXXXX	77
78		4-163 Flat-All Other	36,312	XXXXXX	78
79		4-164 Tank Under 22,000 Gallons	59,507	XXXXXX	79
80		4-165 Tank - 22,000 Gallons and Over	99,949	XXXXXX	80
81		4-166 All Other Car Types-Total	34,772	XXXXXX	81
82		4-167 TOTAL (Lines 65-81)	549,598	XXXXXX	82
83		4-17 Work Equipment and Company Freight Car-Miles	52,896	XXXXXX	83
84		4-18 No Payment Car-Miles (I) <1>	3,564,024	XXXXXX	84
		4-19 Total Car-Miles by Train Type (Note)			
85		4-191 Unit Trains	4,733,119	XXXXXX	85
86		4-192 Way Trains	238,313	XXXXXX	86
87		4-193 Through Trains	4,466,348	XXXXXX	87
88		4-194 TOTAL (Lines 85-87)	9,437,780	XXXXXX	88
89		4-20 Caboose Miles	220	XXXXXX	89

<1> Total number of loaded miles _____ and empty miles _____ 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 - (Concluded)

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	85,533,295		98
		6-02 Freight Trains, Crs, Cnts, & Caboose			
99		6-020 Unit Trains	404,579,888	XXXXXX	99
100		6-021 Way Trains	15,266,796	XXXXXX	100
101		6-022 Through Trains	476,089,316	XXXXXX	101
102		6-03 Passenger Trains, Crs, & Cnts			102
103		6-04 Non-Revenue	630,000	XXXXXX	103
104		6-05 TOTAL (Lines 98 - 103)	982,099,295		104
		7 Tons of Freight (thousands)			
105		7-01 Revenue	505,870	XXXXXX	105
106		7-02 Non-Revenue	1,103	XXXXXX	106
107		7-03 TOTAL (Lines 105 and 106)	506,973	XXXXXX	107
		8 Ton-Miles of Freight (thousands) (L)			
108		8-01 Revenue - Road Service	501,828,950	XXXXXX	108
109		8-02 Revenue - Lake Transfer Service		XXXXXX	109
110		8-03 TOTAL (Lines 108 and 109)	501,828,950	XXXXXX	110
111		8-04 Non-Revenue - Road Service	352,800	XXXXXX	111
112		8-05 Non-Revenue - Lake Transfer Service		XXXXXX	112
113		8-06 TOTAL (Lines 111 and 112)	352,800	XXXXXX	113
114		8-07 TOTAL - REVENUE & NON-REVENUE (Lines 110 and 113)	502,181,750	XXXXXX	114
		9 Train Hours (M)			
115		9-01 Road Service	7,321,663	XXXXXX	115
116		9-0 Train Switching	335,956	XXXXXX	116
117		10 TOTAL YARD-SWITCHING HOURS (N)	2,225,559	XXXXXX	117
		11 Train-Miles Work Trains (O)			
118		11-01 Locomotives	632,805	XXXXXX	118
119		11-02 Motorcars		XXXXXX	119
		12 Number of Loaded Freight Cars (P)			
120		12-01 Unit Trains	3,573,328	XXXXXX	120
121		12-02 Way Trains	2,790,570	XXXXXX	121
122		12-03 Through Trains	5,174,604	XXXXXX	122
123		13 TOFC/COFC - No of Revenue Trailers & Containers Loaded and Unloaded (Q)	6,400,512	XXXXXX	123
124		14 Multi-Level Cars - No of Motor Vehicles Loaded & Unloaded (Q)	2,193,373	XXXXXX	124
125		15 TOFC/COFC - No of Revenue Trailers Picked Up & Delivered (R)	309,567	XXXXXX	125
		16 Revenue-Tons Marine Terminal (S)			
126		16-01 Marine Terminals - Coal		XXXXXX	126
127		16-02 Marine Terminals - Ore	8,241,064	XXXXXX	127
128		16-03 Marine Terminals - Other		XXXXXX	128
129		16-04 TOTAL (Lines 126 - 128)	8,241,064	XXXXXX	129
		17 Number of Foreign Per-Diem Cars on Line (T)			
130		17-01 Serviceable	18,750	XXXXXX	130
131		17-02 Unserviceable	330	XXXXXX	131
132		17-03 Surplus	1,157	XXXXXX	132
133		17-04 TOTAL (Lines 130 - 132)	20,237	XXXXXX	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)

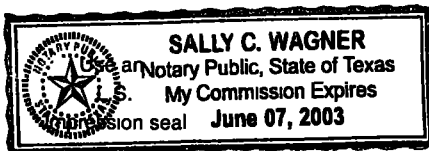
State of Texas
County of Tarrant

Julie A. Piggott makes oath and states that she is Assistant Vice President and Assistant Controller of Burlington Northern Santa Fe Corporation; that it is her duty to have supervision over the books of accounts of the respondent and to control the manner in which such books are kept; that she knows that such books have been kept in good faith during the period covered by this report; that she knows that the entries contained in this report relate to accounting matters that 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 she 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, 2001, to and including December 31, 2001

Julie A. Piggott
(Signature of affiant)

Subscribed and sworn to before me, a _____ in and for the State and county above named, this 28th day of March, 2002

My commission expires June 7, 2003



Sally C. Wagner
(Signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH

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

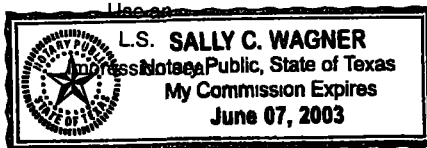
State of Texas
County of Tarrant

Dennis R. Johnson makes oath and states that he is Vice President and Controller of Burlington Northern Santa Fe Corporation; 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, 2001, to and including December 31, 2001.

Dennis R. Johnson
(Signature of affiant)

Subscribed and sworn to before me, a _____ in and for the State and county above named, this 28th day of March, 2002

My commission expires June 7, 2003



Sally C. Wagner
(Signature of officer authorized to administer oaths)

MEMORANDA
(FOR USE OF BOARD ONLY)
CORRESPONDENCE

[illegible]

CORRECTIONS

[illegible]

EXPLANATORY REMARKS

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Miscellaneous items in retained income accounts for the year	65
Motorcar car miles	94
Motor rail cars owned or leased	79
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Private line cars loaded	95
Private line cars empty	95
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Laid in replacement	88
Charges to operating expenses	45
Additional tracks, new lines, and extensions	89
Miles of new track in which rails were laid	88
Weight of	89
Railway--Operating expenses	45-53
Railway--Operating revenues	16
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Retained income unappropriated	19
Miscellaneous items in accounts for year	11
Revenues	
Freight	16
Passenger	16
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Improvements to leased property	32-33
Reserve	38
Leased to others-Depreciation base and rates	40
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Reserve	35
Road-Mileage operated at close of year	74
By States and Territories	75
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Number of security holders	3
Total voting power	3-4
Value per share	3
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Train miles	94
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TOFC/COFC number of revenue trailers and containers - loaded & unloaded	97
Voting powers and elections	3
Weight of rail	90

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245. WORKING CAPITAL
(Dollars in Thousands)

1 This schedule should include only data pertaining to railway transportation services

2 Carry out calculations 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)	Sched. 200, line 5, col. b	54,583	1
2	Customers (706)	Sched. 200, line 6, col. b	155,246	2
3	Other (707)	Note A	3,801	3
4	TOTAL CURRENT OPERATING ASSETS	Lines 1 + 2 + 3	214,740	4
OPERATING REVENUE				
5	Railway operating revenue	Sched. 210, line 18, col. b	9,201,022	5
6	Rent income	Note B	196,713	6
7	TOTAL OPERATING REVENUES	Lines 5 + 6	9,397,735	7
8	Average daily operating revenues	Line 7 ÷ 360 days	26,105	8
9	Days of operating revenue in current operating assets	Line 4 ÷ line 8	8	9
10	Revenue delay days plus buffer	Line 9 + 15 days	23	10
CURRENT OPERATING LIABILITIES				
11	Interline and other balances (752)	Sched. 200, line 31, col. b	94,901	11
12	Audited accounts and wages payable (753)	Note A	159,828	12
13	Accounts payable - other (754)	Note A	94,655	13
14	Other taxes accrued (761 5)	Note A	148,222	14
15	TOTAL CURRENT OPERATING LIABILITIES	Sum of lines 11 through 14	497,106	15
OPERATING EXPENSES				
16	Railway operating expenses	Sched. 210, line 14, col. b	7,452,194	16
17	Depreciation	Sched 410, lines 136, 137, 138, 213, 232, 317, col. h	872,203	17
18	Cash related operating expenses	Line 16 + line 6 - line 17	6,776,704	18
19	Average daily expenditures	Line 18 ÷ 360 days	18,824	19
20	Days of operating expenses in current operating liabilities	Line 15 ÷ line 19	26	20
21	Days of working capital required	Line 10 - line 20 (Note C)		21
22	Cash working capital required	Line 21 x line 19		22
23	Cash and temporary cash balance	Sched. 200, line 1 + line 2, col. b	77,909	23
24	Cash working capital allowed	Lesser of line 22 or line 23		24
MATERIALS AND SUPPLIES				
25	Total materials and supplies (712)	Note A	190,903	25
26	Scrap and obsolete material included in account 712	Note A		26
27	Materials and supplies held for common carrier purposes	Line 25 - line 26	190,903	27
28	TOTAL WORKING CAPITAL	Line 24 + line 27	190,903	28

NOTES.

(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.

Road Initials: BNSF

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250. CONSOLIDATED INFORMATION FOR REVENUE ADEQUACY DETERMINATION
(Dollars in Thousands)

Line No.	Item (a)	Beginning of year (b)	End of year (c)	Line No.
	Adjusted Net Railway Operating Income For Reporting Entity			
1	Combined/Consolidated Net Railway Operating Income for Reporting Entity	N/A	\$1,167,017	1
2	Add: Interest Income from Working Capital Allowance-Cash Portion		0	2
3	Income Taxes Associated with Non-Rail Income and Deductions		(7,553)	3
4	Gain or (loss) from transfer/reclassification to nonrail-status (net of income taxes)		12,149	4
5	Adjusted Net Railway Operating Income (Lines 1, 2, 3 & 4)		\$1,171,613	5
	Adjusted Investment in Railroad Property for Reporting Entity			
6	Combined Investment in Railroad Property Used in Transportation Service	\$22,162,597	\$22,919,829	6
7	Less: Interest During Construction	59,314	66,060	7
8	Other Elements of Investment (If debit balance)	9,835	9,609	8
9	Add: Net Rail Assets of Rail-Related Affiliates	54,664	53,612	9
10	Working Capital Allowance	220,209	190,903	10
11	Net Investment Base Before Adjustment for Deferred Taxes (Lines 6 through 10)	\$22,358,321	\$23,088,675	11
12	Less: Accumulated Deferred Income Tax Credits	6,116,739	6,434,697	12
13	Net Investment Base (Line 11-12)	\$16,241,582	\$16,653,978	13

In the space provided, please list all railroads and rail-related affiliated companies which are being reported in this consolidation, along with the nature of the business for each company.

Name of Affiliate	Nature of Business
The Burlington Northern and Santa Fe Railway Company	Transportation
Bayrail, LLC	Financial
BNSF Manitoba Inc	Financial
BNSF Manitoba Limited	Transportation
Burlington Northern Dock Corporation	Tacoma dock facility
BN Leasing Corporation	Leasing of railroad related property and equipment
Burlington Northern Railroad Holdings	Owns railroad land
BNSF Acquisition, Inc. (1)	Transportation
INB Corp	Financial
Los Angeles Junction Railway Company	Transportation
Oklahoma City Junction Railway Company	Transportation
Pine Canyon Land Company	Environmental
Santa Fe Pacific Insurance Co.	Insurance
Santa Fe Pacific Pipeline Holdings, Inc.	Severance/Benefits
Santa Fe Receivables Corporation	Financial
Santa Fe Terminal Services, Inc.	Transportation
Star Lake Railroad Company	Transportation
Western Fruit Express Company	Railroad refrigerated cars
BNSF British Columbia, Inc.	Leasing of railroad related property and equipment
Zia Company, The	Financial
Sunset Communications Company	Communications
Midwest, Northwest Property Inc	Financial
Santa Fe Pacific Railroad Company	Transportation
Leased Lines	
Dodge City and Cimarron Valley Railway Company	Transportation
Rio Grande, El Paso & Santa Fe Railroad Company	Transportation

(1) The Washington Central Railroad Company, Inc. was acquired by BNSF Acquisition, Inc. (a subsidiary of Burlington Northern Santa Fe Corporation) on December 4, 1996.

SCHEDULE 250 - PART B
(in thousands)
Determination of Nonrail Taxes

This table is designated to facilitate the calculation of taxes that are not rail-related. The amount to be reported on Schedule 250, Line 3.

PART I - DETERMINE TAXES ON NONRAILROAD INCOME FOR ALL COMBINED/CONSOLIDATED RAILROADS	
(EXCLUDES ALL RAIL-RELATED AFFILIATES)	
(1)	Determine Combined/Consolidated Adjusted Income from continuing operations (before taxes) for all affiliated railroads (all classes). Do not include rail-related affiliates that are not railroads in this part. This represents the total combined/consolidated amounts for all items listed below for railroads in the reporting entity.
	Income from continuing operations (before taxes) should be the equivalent of the numbers contained in the R-1 Schedule 210, Line 46, adjusted to include all railroads in the reporting entity.
	1,556,873
	- Equity in undistributed earnings, which represents the total of Schedule 210, Line 26, for all railroads in the reporting entity.
	0
	- Dividends in affiliated companies. (If the affiliate is 80% or more controlled by the parent railroad, then deduct 100% of the affiliate's dividend. If the affiliate is less than 80% controlled by the parent railroad, then deduct 80% of the affiliate's dividend.)
	0
	= Adjusted income from continuing operations (before taxes). This represents "A" in item (3) below.
	1,556,873
(2)	Determine Combined/Consolidated Adjusted Pre-Tax NROI for all railroads in the reporting entity
	Combined/Consolidated Pre-Tax NROI for the entire entity, which equals the amount shown on Schedule 250, Line 1.
	1,167,017
	+ Current provision for taxes, which represents the consolidated amounts of Schedule 210, Line 51, for all railroads in the reporting entity. (This figure includes both Account 556, Income Taxes on Ordinary Income and Account 557, Provision for Deferred Taxes)
	600,601
	+ Interest Income on working capital allowance, which represents the total consolidated interest income relative to the working capital component of the new investment base and should equal the amount shown in Schedule 250, Line 2, for all railroads in the reporting entity.
	0
	+ Release of premiums of funded debt, which represents the consolidated total of release of premium on funded debt as shown on Schedule 210, Line 22, for all railroads in the reporting entity.
	0
	- Total fixed charges, which represents the equivalent of the consolidated total of fixed charges as shown on Schedule 210, Line 42 for all railroads in the reporting entity.
	170,293
	- Railroad-related income from affiliates (other than railroads) which was included in consolidated NROI (Schedule 250, Line 1).
	0
	= Combined/Consolidated Pre-Tax Adjusted NROI for all railroads. This represents "B" in item (3) below.
	1,597,325
(3)	Calculate the railroad-related tax ratio "(B/A)"
	102.60%
(4)	Compute the NONRAILROAD-related complement (1 - Railroad-related income ratio) which equals the Nonrailroad-related tax ratio.
	-2.60%
(5)	Compute the nonrailroad portion of the total provisions for taxes. This equals:
	The Nonrailroad-related tax ratio (Item (4) above) times the total current taxes accrued on ordinary income (Account 556) which represents the consolidated amounts of Schedule 210, Lines 47, 48, and 49 for all railroads in the reporting entity.
	(7,314)
PART II - DETERMINE NONRAILROAD-RELATED TAXES FOR RAIL-RELATED AFFILIATES (EXCLUDES ALL AFFILIATED RAILROADS)	
(6)	This is calculated by dividing the nonrailroad-related income for combined rail-related affiliates by the total pre-tax net income for all combined rail-related affiliates and multiplying this result by the total taxes (current provision plus deferred). This equals the taxes on nonrailroad income for all affiliated companies.
	(239)
PART III - DETERMINE TOTAL NONRAILROAD-RELATED TAXES	
(7)	This is determined as follows.
	Total income taxes on nonrailroad-related income for all railroads in the reporting entity (Item (5) above).
	(7,314)
	+ Total Nonrailroad-related taxes for all rail-related affiliates (Item (6) above).
	(239)
	Equals total nonrailroad-related taxes. (This amount should be transferred to Schedule 250, Part A, Line 3).
	(7,553)

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250. CONSOLIDATED INFORMATION FOR REVENUE ADEQUACY DETERMINATION (Dollars in Thousands)				
Line No.	Item (a)	Beginning of year (b)	End of year (c)	Line No.
	Adjusted Net Railway Operating Income For Reporting Entity			
1	Combined/Consolidated Net Railway Operating Income for Reporting Entity		\$1,167,017	1
2	Add: Interest Income from Working Capital Allowance-Cash Portion	N/A	0	2
3	Income Taxes Associated with Non-Rail Income and Deductions		(7,553)	3
4	Gain or (loss) from transfer/reclassification to nonrail-status (net of income taxes)		12,149	4
5	Adjusted Net Railway Operating Income (Lines 1, 2, 3 & 4)		\$1,171,613	5
	Adjusted Investment in Railroad Property for Reporting Entity			
6	Combined Investment in Railroad Property Used in Transportation Service	\$22,152,597	\$22,919,829	6
7	Less: Interest During Construction	59,314	66,060	7
8	Other Elements of Investment (if debit balance)	9,835	9,609	8
9	Add: Net Rail Assets of Rail-Related Affiliates	54,664	53,612	9
10	Working Capital Allowance	220,209	190,903	10
11	Net Investment Base Before Adjustment for Deferred Taxes (Lines 6 through 10)	\$22,358,321	\$23,088,675	11
12	Less: Accumulated Deferred Income Tax Credits	6,116,739	6,434,697	12
13	Net Investment Base (Line 11-12)	\$16,241,582	\$16,653,978	13
In the space provided, please list all railroads and rail-related affiliated companies which are being reported in this consolidation, along with the nature of the business for each company.				
Name of Affiliate		Nature of Business		
The Burlington Northern and Santa Fe Railway Company		Transportation		
BNSF Manitoba Inc.		Financial		
Burlington Northern Dock Corporation		Taconite dock facility		
BN Leasing Corporation		Leasing of railroad related property and equipment		
Burlington Northern Railroad Holdings		Owns railroad land		
Burlington Northern Worldwide Inc.		Worldwide transportation		
BNSF Acquisition, Inc. (1)		Transportation		
INB Corp		Financial		
Los Angeles Junction Railway Company		Transportation		
Oklahoma City Junction Railway Company		Transportation		
Pine Canyon Land Company		Environmental		
Santa Fe Pacific Insurance Co.		Insurance		
Santa Fe Pacific Pipeline Holdings, Inc.		Severance/Benefits		
Santa Fe Receivables Corporation		Financial		
Santa Fe Terminal Services, Inc.		Transportation		
Star Lake Railroad Company		Transportation		
Western Fruit Express Company		Railroad refrigerated cars		
BNSF British Columbia, Inc.		Leasing of railroad related property and equipment		
Leased Lines				
Dodge City and Cimarron Valley Railway Company		Transportation		
Rio Grande, El Paso & Santa Fe Railroad Company		Transportation		
(1) The Washington Central Railroad Company, Inc. was acquired by BNSF Acquisition, Inc. (a subsidiary of Burlington Northern Santa Fe Corporation) on December 4, 1996.				

SCHEDULE 250 - PART B

(In thousands)

Determination of Nonrail Taxes

This table is designated to facilitate the calculation of taxes that are not rail-related. The amount to be reported on Schedule 250, Line 3.

PART I - DETERMINE TAXES ON NONRAILROAD INCOME FOR ALL COMBINED/CONSOLIDATED RAILROADS**(EXCLUDES ALL RAIL-RELATED AFFILIATES)**

(1)	Determine Combined/Consolidated Adjusted Income from continuing operations (before taxes) for all affiliated railroads (all classes). Do not include rail-related affiliates that are not railroads in this part. This represents the total combined/consolidated amounts for all items listed below for railroads in the reporting entity.	
	Income from continuing operations (before taxes) should be the equivalent of the numbers contained in the R-1 Schedule 210, Line 46, adjusted to include all railroads in the reporting entity.	1,556,873
	- Equity in undistributed earnings, which represents the total of Schedule 210, Line 26, for all railroads in the reporting entity.	0
	- Dividends in affiliated companies. (If the affiliate is 80% or more controlled by the parent railroad, then deduct 100% of the affiliate's dividend. If the affiliate is less than 80% controlled by the parent railroad, then deduct 80% of the affiliate's dividend.	0
	= Adjusted income from continuing operations (before taxes). This represents "A" in item (3) below.	1,556,873
(2)	Determine Combined/Consolidated Adjusted Pre-Tax NROI for all railroads in the reporting entity	
	Combined/Consolidated Pre-Tax NROI for the entire entity, which equals the amount shown on Schedule 250, Line 1.	1,167,017
	+ Current provision for taxes, which represents the consolidated amounts of Schedule 210, Line 51, for all railroads in the reporting entity. (This figure includes both Account 556, Incomes Taxes on Ordinary Income and Account 557, Provision for Deferred Taxes.	600,601
	+ Interest Income on working capital allowance, which represents the total consolidated interest income relative to the working capital component of the new investment base and should equal the amount shown in Schedule 250, Line 2, for all railroads in the reporting entity.	0
	+ Release of premiums of funded debt, which represents the consolidated total of release of premium on funded debt as shown on Schedule 210, Line 22, for all railroads in the reporting entity.	0
	- Total fixed charges, which represents the equivalent of the consolidated total of fixed charges as shown on Schedule 210, Line 42 for all railroads in the reporting entity.	170,293
	- Railroad-related income from affiliates (other than railroads) which was included in consolidated NROI (Schedule 250, Line 1).	0
	= Combined/Consolidated Pre-Tax Adjusted NROI for all railroads. This represents "B" in item (3) below.	1,597,325
(3)	Calculate the railroad-related tax ratio: "(B/A)"	102.60%
(4)	Compute the NONRAILROAD-related complement (1 - Railroad-related income ratio) which equals the Nonrailroad-related tax ratio.	-2.60%
(5)	Compute the nonrailroad portion of the total provisions for taxes. This equals:	
	The Nonrailroad-related tax ratio (Item (4) above) times the total current taxes accrued on ordinary income (Account 556) which represents the consolidated amounts of Schedule 210, Lines 47, 48, and 49 for all railroads in the reporting entity.	(7,314)
(6)	PART II - DETERMINE NONRAILROAD-RELATED TAXES FOR RAIL-RELATED AFFILIATES (EXCLUDES ALL AFFILIATED RAILROADS) This is calculated by dividing the nonrailroad-related income for combined rail-related affiliates by the total pre-tax net income for all combined rail-related affiliates and multiplying this result by the total taxes (current provision plus deferred). This equals the taxes on nonrailroad income for all affiliated companies.	(239)
(7)	This is determined as follows:	
	Total income taxes on nonrailroad-related income for all railroads in the reporting entity (Item (5) above).	(7,314)
	+ Total Nonrailroad-related taxes for all rail-related affiliates (Item (6) above).	(239)
	Equals total nonrailroad-related taxes. (This amount should be transferred to Schedule 250, Part A, Line 3).	(7,553)

Road Initials: BNSF

Year 2001

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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	77,909	123,423	1
2		702	Temporary cash investments			2
3		703	Special deposits			3
			Accounts receivable			
4		704	- Loan and notes			4
5		705	- Interline and other balances	54,593	58,488	5
6		706	- Customers	156,246	246,384	6
7		707	- Other	4,150	39,338	7
8		709, 708	- Accrued accounts receivables	105,061	119,435	8
9		708.5	- Receivables from affiliated companies	54,590	39,382	9
10		709.5	- Less: Allowance for uncollectible accounts	(65,277)	(49,107)	10
11		710, 711, 714	Working funds prepayments deferred income tax debits	323,119	311,604	11
12		712	Materials and supplies	190,903	220,209	12
13		713	Other current assets	3,794	112,808	13
14			TOTAL CURRENT ASSETS	905,088	1,221,924	14
Other Assets						
15		715, 716, 717	Special funds	4,746	4,668	15
16		721, 721.5	Investments and advances affiliated companies (Schs 310 and 310A)	940,090	757,651	16
17		722, 723	Other investments and advances	28,620	44,679	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) \$ 2,632	66,339	66,547	19
20		739, 741	Other assets	14,387	9,994	20
21		743	Other deferred debits	572,977	718,172	21
22		744	Accumulated deferred income tax debits			22
23			TOTAL OTHER ASSETS	1,627,158	1,599,609	23
Road and Equipment						
24		731, 732	Road (Sch. 330) L-30 Col h & b	22,935,480	22,064,699	24
25		731, 732	Equipment (Sch 330) L-39 Col h & b	4,480,928	4,720,214	25
26		731, 732	Unallocated items	504,703	491,059	26
27		733, 735	Accumulated depreciation and amortization (Schs. 335, 342, 351)	(4,931,269)	(5,045,812)	27
28			Net Road and Equipment	22,989,842	22,220,060	28
29			TOTAL ASSETS	25,522,088	25,041,593	29

NOTES AND REMARKS

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Road Initials: BNSF

Year 2001

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- ing of year (c)	Line No.
Current Liabilities						
30		751	Loans and notes payable			30
31		752	Accounts payable: Interline and other balances	94,901	131,373	31
32		753	Audited accounts and wages	159,328	181,131	32
33		754	Other accounts payable	94,655	108,401	33
34		755, 756	Interest and dividends payable	47,162	53,157	34
35		757	Payables to affiliated companies			35
36		759	Accrued accounts payable	1,185,551	1,215,805	36
37		760, 761, 761.5				37
		762	Taxes accrued	291,474	266,312	
38		763	Other current liabilities	66,779	69,420	38
39		764	Equipment obligations and other long-term debt due within one year	288,298	232,317	39
40			TOTAL CURRENT LIABILITIES	2,228,136	2,267,916	40
Non-Current Liabilities						
41		765, 767	Funded debt unmatured	681,917	1,078,020	41
42		766	Equipment obligations	628,513	699,165	42
43		768.5	Capitalized lease obligations	605,827	673,702	43
44		768	Debt in default			44
45		769	Accounts payable: affiliated companies			45
46		770.1, 770.2	Unamortized debt premium	(40,118)	(42,918)	46
47		781	Interest in default			47
48		783	Deferred revenues - transfers from govt. authorities	180,508	125,332	48
49		788	Accumulated deferred income tax credits	6,723,266	6,397,686	49
50		771, 772, 774, 775, 782, 784	Other long-term liabilities and deferred credits	1,509,591	1,692,371	50
51			TOTAL NON-CURRENT LIABILITIES	10,489,492	10,523,358	51
Shareholders' Equity						
52		791, 792	Total capital stock	1	1	52
53			Common stock	1	1	53
54			Preferred stock			54
55			Discount on capital stock			55
56		794, 795	Additional capital	6,276,040	6,276,015	56
Retained earnings:						
57		797	Appropriated			57
58		798	Unappropriated	6,548,419	5,954,685	58
59		798.1	Net unrealized loss on noncurrent marketable equity securities		(382)	59
60		798.5	Less treasury stock			60
61			Net stockholders equity	12,824,460	12,230,319	61
62			TOTAL LIABILITIES AND SHAREHOLDERS EQUITY	25,522,088	25,041,593	62

NOTES AND REMARKS

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**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 whether owned or leased, including reclassification (g)	Units at Close of Year			Line No.		
				Units Installed					Owned and used (h)	Leased from others (i)	Total in service of respondent [col (h) & (i)] (j)		Aggregate capacity of units reported in col (j) (See Ins. 7) (k)	Leased to others (l)
				New units purchased or built (c)	New units leased from others (d)	Rebuilt units acquired and rebuilt units rewritten into property accounts (e)	All other units including reclassification and second hand units purchased or leased from others (f)							
1		Diesel freight units	4,448				42	115	2,011	2,384	4,375	(HP)	1	
2		Diesel passenger units											2	
3		Diesel multiple purpose units	338					31	266	39	305	519,194	3	
4		Diesel switching units	180						180		180	224,955	4	
5	*	TOTAL (lines 1 to 4) units	4,964				42	146	2,457	2,403	4,860	14,873,912	5	
6	*	Electric locomotives											6	
7	-	Other self-powered units	2							2	2	2,400	7	
8	*	TOTAL (lines 5, 6, and 7)	4,966				42	148	2,457	2,405	4,862	14,876,312	8	
9	-	Auxiliary units	39						26	11	39	N/A	9	
10	-	TOTAL LOCOMOTIVE UNITS (lines 8 and 9)	5,005				42	146	2,485	2,416	4,901	N/A	10	

DISTRIBUTION OF LOCOMOTIVE UNITS IN SERVICE OF RESPONDENT AT CLOSE OF YEAR BUILT, DISREGARDING YEAR OF REBUILDING

Line No.	Cross Check	Type or design of units (e)	Before Jan 1, 1980 (b)	Between Jan 1, 1980 and Dec 31, 1989				Between Jan 1, 1990 and Dec 31, 1999 (f)	2000 (g)	During Calendar Year			Line No.
				Between Jan 1, 1980 and Dec 31, 1984 (c)	Between Jan 1, 1985 and Dec 31, 1989 (d)	Between Jan 1, 1990 and Dec 31, 1994 (e)	Between Jan 1, 1995 and Dec 31, 1999 (f)			2001 (h)	2002 (i)	2003 (j)	
11		Diesel	2,290	381	139	825	1,225						11
12		Electric											12
13		Other self-powered units				2							13
14		TOTAL (lines 11 to 13)	2,290	381	139	827	1,225						14
15		Auxiliary units	9	19		11							15
16		TOTAL LOCOMOTIVE UNITS (lines 14 and 15)	2,299	400	139	838	1,225						16

Road Initials BSNF Year 2001

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710. INVENTORY OF EQUIPMENT (Continued)													
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 reclassification (g)	Units at Close of Year				
				Units Installed			All other units including reclassification 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)) (j)	Aggregate capacity of units reported in col (i) (See Ins. 7) (k)	Leased to others (l)
				New units purchased or built (c)	New units leased from others (d)	Rebuilt units acquired and rebuilt units rewritten into property accounts (e)							
17		Passenger-Train Cars											Line No.
18		Coaches (PA, PB, PBO)	141							141	141	20,168	
19		Combined cars											
20		(All class C, except CSB)											
21		Parlor cars (PBC, PC, PL, PO)											
22		Sleeping cars (PS, PT, PAS, PDS)											
23		Dining, grill, & tavern cars											
24		(All class D, PD)											
25		Nonpassenger carrying cars											
26		(All class B, CSB, M, PSA, IA)											
27		TOTAL (Lines 17 to 23)	141							141	141	20,168	
28		Self-Propelled											
29		Electric passenger cars											
30		(EP, ET)											
31		Electric combined cars (EC)											
32		Internal combustion rail											
33		motocars (ED, EG)											
34		Other self-propelled cars											
35		(Specify type)											
36		TOTAL (Lines 24 to 27)											
37		TOTAL (Lines 23 and 28)	141							141	141	20,168	
38		Company Service Cars											
39		Business cars (PV)	33								33	N/A	
40		Board outfit cars (MWX)	85					2			83	N/A	
41		Derrick & snow removal cars											
42		(MWJ, MWV, MWV, MWK)	89								89	N/A	
43		Dump and ballast cars											
44		(MWB, MWD)	1,377					42			1,328	N/A	
45		Other maintenance and service equipment cars	2,750					76			2,674	N/A	
46		TOTAL (Lines 30 to 34)	4,334					120			4,207	N/A	

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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 (i). Units rented from others for a period less than one year should not be included in Column (j).

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

Line No.	Cross Check	Class of equipment and car designations	Units in service of respondent at beginning of year		Changes during the year				Line No.
			Time-mileage cars	All Others	Units installed				
					New units purchased or built	New or rebuilt 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)			
FREIGHT TRAIN CARS									
36		Plain box cars - 40' (B1, B2)	46					36	
37		Plain box cars - 50' and longer (B3_0-7, B4_0-7, B5, B6, B7, B8)	850				20	37	
38		Equipped box cars (All Code A, Except A_5)	9,785				239	38	
39		Plain gondola cars (All Codes G & J, J_1, J_2, J_3, J_4)	4,787	18			24	39	
40		Equipped gondola cars (All Code E)	7,610		22		112	40	
41		Covered hopper cars (C_1, C_2, C_3, C_4)	44,632		4		243	41	
42		Open top hopper cars - general service (All Code H)	7,873				221	42	
43		Open top hopper cars - special service (J_0), and All Code K)	2,111					43	
44		Refrigerator cars - mechanical (R_5, R_6, R_7, R_8, R_9)	1,857					44	
45		Refrigerator cars - nonmechanical (R_0, R_1, R_2)	4,092	82			227	45	
46		Flat cars - TOFC/COFC (All Code P, Q, & S, Except Q8)	95				1	46	
47		Flat cars - multilevel (All Code V)	4,775				16	47	
48		Flat cars - general service (F10, F20, F30)	186					48	
49		Flat cars - other (F_1, F_2, F_3, F_4, F_5, F_6, F_8, F40)	8,108				48	49	
50		Tank cars - under 22,000 gal (T_0, T_1, T_2, T_3, T_4, T_5)	137					50	
51		Tank cars - 22,000 gal. and over (T_6, T_7, T_8, T_9)	349					51	
52		All other freight cars (A_5, F_7, All Code L & Q8)	808	119				52	
53		TOTAL (Lines 36 to 52)	95,895	199	26		1,151	53	
54		Caboose (All Code M-830)	N/A	305				54	
55		TOTAL (Lines 53 and 54)	95,895	504	26		1,151	55	

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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 customarily carry.
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 (h)	Owned and used (i)	Leased from others (j)	Total in service of respondent (col. (i) & (j))		Aggregate capacity of units reported in col (k) & (l) (see Ins. 4) (m)	Leased to Others (n)	
					Time-mileage cars (k)	All Others (l)			
36		15	22	9	31		2,308		36
37		49	533	288	821		98,001		37
38		1 304	8,137	2,583	8,720		606,744		38
39		55	1,215	3,669	4,756	18	473,780		39
40		360	5,999	1,385	7,384		680,301		40
41		3,181	20,804	21,064	41,858		4,250,881		41
42		726	7,235	133	7,368		715,931		42
43		23	2,088		2,088		212,425		43
44		176	1,666	115	1,781		174,487		44
45		397	3,704	280	3,922	62	343,194		45
46		8	78	10	88		6,188		46
47		118	872	4,001	4,873		194,774		47
48		15	171		171		12,612		48
49		272	2,807	3,077	5,884		451,828		49
50			137		137		10,850		50
51		3	340		340		33,022		51
52		247	472	8	961	119	55,856		52
53		6,959	53,880	36,532	90,213	199	8,523,960		53
54		18	287		N/A	287	N/A		54
55		6,877	54,167	36,532	80,213	486	8,523,960		55

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710. INVENTORY OF EQUIPMENT - Continued

710. INVENTORY OF EQUIPMENT - Continued									
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.
			Per diem (b)	All Others (c)	New units purchased or built (d)	New units leased from others (e)	Rebuilt units acquired and rebuilt units rewritten into properly accounts (f)	All other units, including reclassification and second hand units purchased or leased from others (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						57
58		TOTAL (Lines 56 and 57)	N/A						58
HIGHWAY REVENUE EQUIPMENT									
59		Chassis (Z1, Z67, Z68, Z69)		9,405					59
60		Dry van (U2, Z, Z8, 1-6)	1,455	737					60
61		Flat bed (U3, Z3)							61
62		Open bed (U4, Z4)							62
63		Mechanical refrigerator (U5, Z5)							63
64		Bulk hopper (U6, Z6)							64
65		Insulated (U7, Z7)							65
66		Tank (Z0, U8) (See note)							66
67		Other trailer and container (Special equipped dry van U8, Z8, Z9)	8,153	1,855					67
68		Tractor							68
69		Truck							69
70		TOTAL (Lines 59 to 69)	10,608	11,997					70

NOTES AND REMARKS

Note: Line 66 (Tank) must have fitting code "CN" to qualify as a tank, otherwise it is a bulk hopper

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710. INVENTORY OF EQUIPMENT - Concluded

710. INVENTORY OF EQUIPMENT - Concluded

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 (h)	Owned and used (i)	Leased from others (j)	Total in service of respondent (col (i) & (j))		Aggregate capacity of units reported in col (k) & (l) (see ins. 4) (m)	Leased to Others (n)	
					Per diem (k)	All Others (l)			
56						N/A			58
57						N/A			57
58						N/A			58
59		589	312	8,504		8,816	23,656		59
60			5	2,187	1,455	737	68,117		60
61									61
62									62
63									63
64									64
65									65
66									66
67		3,155		7,853	5,998	1,855	75,763		67
68									68
69									69
70		3,744	317	16,544	7,453	11,408	167,536		70

NOTES AND REMARKS