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ANNUAL REPORT 1974 CLASS 1 R.R. 1 of 3
BURLINGTON NORTHERN INC.

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CLASS I RAILROADS

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annual report

INTERSTATE
COMMERCE COMMISSION

MAY 87

ADMINISTRATIVE SERVICES
MAIL BRANCH

1250003108BURLINGNORT 1
BURLINGTON NORTHERN INC.
BURLINGTON NORTHERN BLDG RM 830
176 E FIFTH ST
ST PAUL MINN 55101

130500

CL I LH

Correct name and address if different than shown.

Full name and address of reporting carrier.
(Use mailing label on original, copy in full on duplicate.)



to the

Interstate Commerce Commission

FOR THE YEAR ENDED DECEMBER 31, 1974

NOTICE

1. This Form for annual report should be filled out in triplicate and two copies returned to the Interstate Commerce Commission, Bureau of Accounts, Washington, D.C. 20423, by March 31, of the year following that for which the report is made. One copy should be retained in respondent's files. Attention is specially directed to the following provisions of Part I of the Interstate Commerce Act:

SEC. 20. (1) The Commission is hereby authorized to require annual, periodical, or special reports from carriers, lessors, * * * (as defined in this section), to prescribe the manner and form in which such reports shall be made, and to require from such carriers, lessors, * * * specific and full, true, and correct answers to all questions upon which the Commission may deem it necessary to be necessary, classifying such carriers, lessors, * * * as it may deem proper for any of these purposes. Such annual reports shall give an account of the affairs of the carrier, lessor, * * * in such form and detail as may be prescribed by the Commission.

(2) Said annual reports shall contain all the required information for the period of twelve months ending on the 31st day of December in each year, unless the Commission shall specify a different date, and shall be made out under oath and filed with the Commission at its office in Washington within three months after the close of the year for which report is made, unless additional time be granted in any case by the Commission.

(3) Any person who shall knowingly and willfully make, cause to be made, or participate in the making of, any false entry in any annual or other report required under this section to be filed, * * * or shall knowingly or willfully file with the Commission any false report or other document, shall be deemed guilty of a misdemeanor and shall be subject, upon conviction in any court of the United States of competent jurisdiction, to a fine of not more than five thousand dollars or imprisonment for not more than two years, or both such fine and imprisonment. * * *

(4) Any carrier or lessor, * * * or any officer, agent, employee, or representative thereof, who shall fail to make and file an annual or other report with the Commission within the time fixed by the Commission, or to make specific and full, true, and correct answer to any question within thirty days from the time it is lawfully required by the Commission so to do, shall forfeit to the United States the sum of one hundred dollars for each and every day it shall continue to be in default with respect thereto.

(5) As used in this section * * * the term "carrier" means a common carrier subject to this part, and includes a receiver or trustee of such carrier; and the term "lessor" means a person owning a railroad, a water line, or a pipe line, leased to and operated by a common carrier subject to this part, and includes a receiver or trustee of such lessor. * * *

The respondent is further required to send to the Bureau of Accounts immediately upon preparation, two copies of its latest annual report to stockholders. See schedule 108, page 6.

2. The instructions in this Form should be carefully observed, and each question should be answered fully and accurately, whether it has been answered in a previous annual report or not. Except in cases where they are specifically authorized, cancellations, arbitrary check marks, and the like should not be used either as partial or as entire answers to inquiries. If any inquiry, based on a preceding inquiry in the present report form is, because of the answer rendered to such preceding inquiry, inapplicable to the person or corporation in whose behalf the report is made, such notation as "Not applicable; see page _____, schedule (or line) number _____" should be used in answer thereto, giving precise reference to the portion of the report showing the facts which make the inquiry inapplicable. Where the word "none" truly and completely states the fact, it should be given as the answer to any particular inquiry or any particular portion of an inquiry. Where dates are called for, the month and day should be stated as well as the year. Customary abbreviations may be used in stating dates.

3. Every annual report should, in all particulars, be complete in itself, and references to the returns of former years should not be made to take the place of required entries except as herein otherwise specifically directed or authorized.

4. If it be necessary or desirable to insert additional statements, typewritten or other, in a report, they should be legibly made on durable paper and, wherever practicable, on sheets not larger than a page of the Form. Inserted sheets should be securely attached, preferably at the inner margin; attachment by pins or clips is insufficient.

5. All entries should be made in a permanent black ink. Those of a contrary character should be indicated in parenthesis.

6. 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.

7. Railroad corporations, mainly distinguished as operating companies and lessor companies, are for the purpose of report to the Interstate Commerce Commission divided into classes. An operating company is one whose officers direct the business of transportation and whose books contain operating as well as financial accounts;

and, a lessor company, the property of which being leased to and operated by another company, * * * that maintains a separate legal existence and keeps financial but not operating accounts. In making reports, lessor companies use Annual Report Form 1-4.

Operating companies (including switching and terminal) are broadly classified, with respect to their operating revenues, according to the following general definitions:

Class 1 companies are those having annual operating revenues of \$5,000,000, or more. For this class, Annual Report Form R-1 is provided.

Class 2 companies are those having annual operating revenues below \$5,000,000. For this class, Annual Report Form R-2 is provided.

In applying this classification to any switching or terminal company which is operated as a joint facility of owning or tenant railroads, the sum of the annual railway operating revenues, the joint facility rent income, and the returns to joint facility credit accounts in operating expenses, shall be used in determining its class.

Switching and terminal companies are further classified as:

Class S1. Exclusively switching. This class of companies furnishes all those performing switching service only, whether for joint account or for revenue.

Class S2. Exclusively terminal. This class of companies includes all companies furnishing terminal trackage or terminal facilities only, such as union passenger or freight stations, stockyards, etc., for which a charge is made, whether operated for joint account or for revenue. In case a bridge or ferry is a part of the facilities operated by a terminal company, it should be included under this heading.

Class S3. Both switching and terminal. Companies which perform both a switching and a terminal service. This class of companies includes all companies whose operations cover both switching and terminal service, as defined above.

Class S4. Bridge and ferry. This class of companies is confined to those whose operations are limited to bridges and ferries exclusively.

Class S5. Mixed. Companies performing primarily a switching or a terminal service, but which also conduct a regular freight or passenger traffic. The revenues of this class of companies include, in addition to switching or terminal revenues, those derived from local passenger service, local freight service, participation in through movement of freight or passenger traffic, other transportation operations, and operations other than transportation.

8. Except where the context clearly indicates some other meaning, the following terms when used in this Form have the meanings below stated:

COMMISSION means the Interstate Commerce Commission. RESPONDENT means the person or corporation in whose behalf the report is made. THE YEAR means the year ended December 31 for which the report is made. THE CLOSE OF THE YEAR means the close of business on December 31 of the year for which the report is made; or, in case the report is made for a shorter period than one year, it means the close of the period covered by the report. THE BEGINNING OF THE YEAR means the beginning of business on January 1 of the year for which the report is made; or, in case the report is made for a shorter period than one year, it means the beginning of the period covered by the report. THE PRECEDING YEAR means the year ended December 31 of the year next preceding the year for which the report is made. 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.

9. All companies using this Form should complete all schedules, with the following exceptions which should severally be completed by the companies to which they are applicable:

Schedules restricted to Switching and Terminal Companies		Schedules restricted to other than Switching and Terminal Companies	
Schedule	414	Schedule	411
"	415	"	412
"	532		

ANNUAL REPORT

OF

Burlington Northern Inc.

TO THE

INTERSTATE COMMERCE COMMISSION

FOR THE

YEAR ENDED DECEMBER 31, 1974

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

(Name) W. N. Erzen (Title) Vice President and Controller

(Telephone number) 612 298-2206
(Area code) (Telephone number)

(Office address) 176 East Fifth Street, St. Paul, MN 55101
(Street and number, city, State, and ZIP code)

NOTICE

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(3) (c) Any carrier or lessor, . . . or an officer, agent, employee or representative thereof, who shall fail to make and file an annual or other report with the Commission within the time fixed by the Commission, or to make specific and full, true, and correct answer to any question within thirty days from the time it is lawfully required by the Commission so to do, shall forfeit to the United States the sum of one hundred dollars for each and every day it shall continue to be in default with respect thereto.

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Schedule	414	Schedule	411
"	415	"	412
"	532		

SPECIAL NOTICE

The attention of the respondent is directed below to certain particulars, if any, in which this report form differs from the corresponding form for the preceding year. It should be understood that mention is not made of necessary substitutions of dates or, in general, such other things as simple modifications intended to make requirements clearer, other minor adjustments, and typographical corrections.

The following changes in format have been made to facilitate better reporting and analysis:

A Table of Contents has been added.

Provision has been made for respondents to optionally omit pages from this report provided there is nothing to report or the schedules are not applicable.

Vertical lines within columns have been eliminated.

Blank pages have been inserted to accommodate additional data.

Financial statements, Schedule 300, 305, 308, and 309 have been repositioned to follow the balance sheet, Schedule 200.

The following schedules are renumbered:

Schedule 110 is now 234.

Schedule 234 is now 235.

Schedule 414 is now 413.

Schedule 591 is now 414.

The following schedules have been eliminated:

Schedule 351. Reconciliation of Reported Net Income with Taxable Income for Federal Income Taxes

Schedule 352. Computation of Federal Income Taxes

Schedule 353. Consolidated Federal Income Tax Information

Pages 10 and 11: Schedule 200. Comparative General Balance Sheet

Accounts numbers 714, 744, 762 and 786 have been added to conform with the provisions of Docket No. 34178 (Sub-No. 2) Accounting for Income Taxes - Interperiod Tax Allocation (Deferred Taxes). Provision has also been made to report undistributed earnings from certain investments in account 721 in accordance with Docket No. 35949 - The Equity Method of Accounting for Certain Long-Term Investments in Common Stocks.

Pages 16, 17 and 18: Schedule 300. Income Account for the Year

In accordance with Docket No. 34178 (Sub-No. 2), accounts numbers 533 and 591 have been added. Also, in conformity with Docket No. 35949, provision has been made to report equity in earnings (losses) of affiliated companies; account 590 has been amended to read, "Income taxes on extraordinary and prior period items" and a footnote added to show the effect of deferred taxes on prior years net income as reported in annual reports to the Commission.

Page 20: Schedule 305. Retained Income - Unappropriated

This schedule has been revised in accordance with Docket No. 35949.
Pages 35A and 35B: Schedule 207. Investments in Common Stocks of Affiliated Companies.

This schedule has been added to conform with the provisions of Docket No. 35949.

Pages 38-39: Schedule 211. Road and Equipment Property

Minimum dollar limit for additions and betterments is increased from \$500 to \$1500.

Page 87: Schedule 350. Rail Tax Accruals, C. Analysis of Federal Income Taxes

Schedule has been revised to incorporate interperiod tax allocation in accordance with the provisions of Docket No. 34178 (Sub-No. 2).

Page 90: Schedule 376. Hire of Freight Cars

Schedule revised to eliminate reporting of Canadian data for gross amounts receivable of per diem portion of unequipped box cars.

Page 103: Schedule 417. Inventory of Equipment

Instructions have been revised to clarify reporting of radio-controlled units.

Page 120: Schedule 531. Statistics of Rail-Line Operations

Schedule has been revised to report car-miles in thousands and the instructions revised accordingly.

Page 123: Schedule 563. Payments for Services Rendered by Other than Employees and Affiliates

Instructions have been revised to require the reporting of all audit fees, regardless of dollar limitations for each individual railroad.

Page 128: Schedule 571. Consumption of Fuel by Motive-Power Units

Schedule has been revised to clarify the separation of work train data from the total cost of fuel.

Page 128: Schedule 561C. Compensation Applicable to Prior Years

This schedule was transferred from page 118.

Page 133: Schedule 600. Remunerations from National Railroad Passenger Corporation

Schedule has been revised to eliminate the separation of rent income and rents payable.

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100. 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
41	211 A	Other Elements of Investment
43	211 C	Depreciation Base and Rates - Road and Equipment Leased to Others
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101. 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 or 5 on this page have taken place during the year covered by this report, they should be explained in detail on page 10.

1. Give in full the exact name of the respondent. 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" (p. 134). 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.

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, give also date when such receivership or

other possession began. If a partnership, give date of formation and also names in full of present partners.

3. Give specific reference to laws of each State or Territory under which organized, citing chapter and section. Include all grants of corporate powers by the United States, or by Canada or other foreign country; also, all amendments to charter.

4. Give specific reference to special or general laws under which each consolidation or merger or combination of other form was effected, citing chapter and section. Specify Government, State, or Territory under the laws of which each company consolidated or merged or otherwise combined into the present company was organized; give reference to the charters of each and to all amendments of them.

5. 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 Burlington Northern Inc.

2. Date of incorporation January 12, 1961

3. Under laws of what Government, State, or Territory organized? If more than one, name all. Give specific reference to each charter or statute and all amendments thereof, effected during the year. If previously effected, show the year(s) of the report(s) setting forth details. If in bankruptcy, give court of jurisdiction and dates of beginning of receivership or trusteeship and of appointment of receivers or trustees

Organized under the provisions of the General Corporation Law of the State of Delaware, see 1971 Report for details. Article Fourth of the Certificate of Incorporation amended on May 10, 1973.

4. If the respondent was formed as the result of a consolidation or merger during the year, name all constituent and all merged companies. Not applicable.

5. If respondent was reorganized during the year, give name of original corporation and state the occasion for the reorganization. Not applicable.

6. State whether or not the respondent during the year conducted any part of its business under a name or names other than that shown in response to inquiry No. 1, above; if so, give full particulars. No

7. Class of switching and terminal company Not a switching or terminal company.
[See section No. 7 on inside of front cover]

102. DIRECTORS

1. Give particulars of the various directors and officers of the respondent at the close of the year.

2. State in column (c) of schedule No. 102 and column (d) of schedule No. 103, the number of voting shares of the respondent, other than directors' qualifying shares, that were beneficially owned, directly or indirectly, by each director or principal general officer at the close of the year. This includes shares owned of record, shares owned through holding companies, trusts or other mediums, and shares owned but held in the names of brokers or other nominees. Insert the word "None" where applicable.

3. In schedule No. 103 give the title, name, and address of the principal general officers having system jurisdiction by departments, as follows: Executive, Legal, Fiscal and Accounting, Purchasing, Operating, and Traffic. If there are receivers, trustees, or committees, who are recognized as in the controlling management of the road or of some department of it, give also their names and titles, and the location of their offices separately grouped and identified.

4. If the duties of an officer extend to more than one department, or if his duties are not in accordance with the customary acceptance of his given title, state briefly the facts in a footnote.

Line No.	Name of director (a)	Office address (b)	Date of beginning of term (c)	Date of expiration of term (d)	Number of voting shares actually or beneficially owned (e)	Remarks (f)
1	Royal D. Alworth, Jr.	Duluth, MN	5-9-74	5-8-75	3,900	
2	Charles H. Bell	Minneapolis, MN	5-9-74	5-8-75	1,000	
3	John M. Budd	St. Paul, MN	5-9-74	5-8-75	2,565	
4	Donald C. Dayton	Minneapolis, MN	5-9-74	5-8-75	1,500	
5	Charles Devens	Boston, MA	5-9-74	5-8-75	200	
6	Cris Dobbins	Denver, CO	5-9-74	5-8-75	-0-	
7	Robert W. Downing	St. Paul, MN	5-9-74	5-8-75	2,435	
8	Pemberton Hutchinson	Billings, MT	12-2-74	5-8-75	-0-	
9	J. Howard Laeri	New York, NY	5-9-74	5-8-75	100	
10	W. Wallace McCallum	Chicago, IL	5-9-74	5-8-75	500	
11	Louis W. Menk	St. Paul, MN	5-9-74	5-8-75	3,833	
12	John M. Meyer, Jr.	New York, NY	5-9-74	5-8-75	200	
13	Philip H. Nason	St. Paul, MN	5-9-74	5-8-75	600	
14	William G. Reed	Seattle, WA	5-9-74	5-8-75	1,200	
15	John F. Smith, Jr.	Northfield, IL	5-9-74	5-8-75	200	
16	Jackson T. Stephens	Little Rock, AR	5-9-74	5-8-75	104,000	
17	Alexander L. Stott	Fairfield, CT	5-9-74	5-8-75	200	
18	Robert B. Wilson	Portland, OR	5-2-74	5-8-75	1,000	
19						
20						

21. Give the names and titles of all officers of the Board of Directors in control of the respondent at the close of the year:

Chairman of board L. W. Menk Secretary (or clerk) of board J. C. Ashton

22. Name the members of the executive committee of the Board of Directors of the respondent at the close of the year (naming first the chairman), and state briefly the powers and duties of that committee:

L. W. Menk, Chairman; R. D. Alworth, Jr., C. H. Bell, J. M. Budd, D. C. Dayton, R. W. Downing and P. H. Nason.

Unless otherwise provided by resolution of the Board of Directors, the Executive Committee shall have and may exercise the powers of the Board of Directors when not in session, except the powers of the Board with respect to the election of officers or the filling of vacancies in the Board of Directors, the Executive Committee or the Finance Committee, and shall have power to authorize the seal of the corporation to be affixed to all papers which may require it. (Paragraph First, Sec. 1, Art. IV of the By-Laws.)

103. PRINCIPAL GENERAL OFFICERS OF CORPORATION, RECEIVER, OR TRUSTEE

1. Give particulars of the various directors and officers of the respondent at the close of the year.

2. State in column (e) of schedule No. 102 and column (d) of schedule No. 103, the number of voting shares of the respondent, other than directors' qualifying shares, that were beneficially owned, directly or indirectly, by each director or principal general officer at the close of the year. This includes shares owned of record, shares owned through holding companies, trusts or other mediums, and shares owned but held in the names of brokers or other nominees. Insert the word "None" where applicable.

3. In schedule No. 103 give the title, name, and address of the principal general officers having system jurisdiction by departments, as follows: Executive, Legal, Fiscal and Accounting, Purchasing, Operating, and Traffic. If there are receivers, trustees, or committees, who are recognized as in the controlling management of the road or of some department of it, give also their names and titles, and the location of their offices, separately grouped and identified.

4. If the duties of an officer extend to more than one department, or if his duties are not in accordance with the customary acceptance of his given title, state briefly the facts in a footnote.

Line No.	Title of general officer (a)	Department or departments over which jurisdiction is exercised (b)	Name of person holding office at close of year (c)	Number of voting shares actually or beneficially owned (d)	Office address (e)
1	Chairman & Chief				
2	Exec. Officer	Executive	L. W. Menk	3,833	St. Paul, MN
3	Vice Chairman &				
4	Chief Optg. Officer	Executive	R. W. Downing	2,435	St. Paul, MN
5	Chairman of the				
6	Finance Committee	Executive	A. L. Stott	200	Fairfield, CT
7	President, Trans.	Transportation			
8	Division	Division	N. M. Lorentzsen	610	St. Paul, MN
9	President, Resources	Resources			
10	Division	Division	C. R. Binger	100	St. Paul, MN
11	Executive Vice Pres.	Transportation			
12		Division	T. J. Lamphier	235	St. Paul, MN
13	VP, Finance	Finance	F. H. Coyne	1,200	St. Paul, MN
14	VP - Law	Law	F. S. Farrell	1,355	St. Paul, MN
15	VP and Secretary	Secretary and			
16		Community Rel.	J. C. Ashton	None	St. Paul, MN
17	Treasurer	Finance	L. N. Assell	93	St. Paul, MN
18	VP, Exec. Dept.	Executive	W. K. Bush	165	St. Paul, MN
19	VP, Exec. Dept.,				
20	Int'l. Commerce	Executive	Taul Watanabe	400	Seattle, WA
21	VP, Operations	Operations	I. C. Ethington	33	St. Paul, MN
22	VP, Marketing	Marketing	M. M. Scanlan	110	St. Paul, MN
23	VP & Controller	Finance	W. N. Ernzen	85	St. Paul, MN
24	VP, Ind. Dev. &	Ind. Dev. &			
25	Property Mgmt.	Prop. Mgmt.	J. C. Kenady	100	St. Paul, MN
26	VP, Energy & Minerals	Resources Divn.	T. C. Kryzer	None	Billings, MT
27	VP, Timber & Land	Resources Divn.	S. G. Merryman	None	Seattle, WA
28	VP, Labor Relations	Labor Relations	T. C. DeButts	361	St. Paul, MN
29	VP, Personnel	Personnel	H. H. Holmquist	235	St. Paul, MN
30	VP, Purch. & Material	Purchasing	G. M. deLambert	None	St. Paul, MN
31	VP, Pub. Rel. & Advtg.	Pub. Rel. & Advtg.	A. M. Rung	None	St. Paul, MN
32	VP, Sales & Service	Marketing	F. E. Deines	918	St. Paul, MN
33	VP, Mkt. Develop.	Marketing	J. H. Hertog	100	St. Paul, MN
34	VP, Intermodal Sales	Marketing	J. D. Nankivell	211	St. Paul, MN
35	VP, Western Region	Marketing	C. E. Larsen	33	San, Fran., CA
36	Regional VP	Chicago Region	D. H. King	1,055	Chicago, IL
37	Regional VP	Twin Cities Reg.	W. R. Allen	None	Minneapolis, MN
38	Regional VP	Denver Region	R. L. Merklin	350	Denver, CO
39	Regional VP	Billings Region	J. O. Davies	295	Billings, MT
40	Regional VP	Seattle Region	R. A. Beulke	5	Seattle, WA
41	Regional VP	Portland Region	H. J. Surles	1,000	Portland, OR
42	VP & Reg. Counsel	Law	A. J. Crosby	202	Portland, OR
43	VP & East. Counsel	Law	L. L. Duxbury, Jr.	36	Washington, DC
44					
45					
46					

104. RELATIONSHIP OF RESPONDENT WITH AFFILIATED COMPANIES

Enter below in the appropriate schedule, No. 104A through 104D, the names of all companies, corporate and noncorporate, which are affiliated with the respondent and submit the information requested in each schedule. Control for the purpose of these schedules shall be construed to include sole or jointly held control, whether maintained or exercised through or by reason of the method of or circumstances surrounding organization or operation, through or by common directors, officers, or stockholders a voting trust or trusts, a holding or investment company or compa-

nies, or through or by any other direct or indirect means; and to include the power to exercise control. For the purposes of these schedules, forms of control shall include the following (among others):

1. Right through ownership of securities, an agreement of some character or through some other source to name the majority of the board of directors, managers, or trustees of the controlled company.
2. Right to foreclose a first lien upon all or a major part in

value of the tangible property of the controlled company.

3. Right to secure control in consequence of advances made for construction of the operating property of the controlled company.

Right to control only in a specific respect the action of the controlled company or a lessee interest in the property of a company is not to be classed as a form of control over the lessor company.

104 A. COMPANIES CONTROLLED BY RESPONDENT

1. Enter in column (a) the names of all companies which are controlled solely or jointly by the respondent. If the respondent obtained control over a company during the year, indicate by footnote the date and manner in which control was established such as exchange of stock, exchange of assets for stock, cash purchase,

etc.

2. In column (b) indicate the principal business activity of each company listed in column (a) such as transportation, manufacturing, investments, etc.
3. In column (c) indicate the form of control exercised over companies listed in column (a).

4. In column (d) indicate the extent of the control of the respondent in the controlled company. If control cannot be expressed by percentage of voting stock ownership, explain in detail by footnote.
5. In column (e) enter names of other companies, if any, that jointly control the companies listed in column (a).

Line No.	Name of Company Controlled (a)	Principal Business Activity (b)	Form of Control (c)	Extent of Control (d)	If Jointly Controlled Name Other Parties to the Agreement (e)
1	Belt Railway of Chicago, The	Transportation	Stock Ownership	%	E.L., C.R.I.&P., G.T.W., I.C.G.,
2				7.69	Penn Cent., N.&W., C.&O., Soo
3					Line, A.T.&S.F., C.&E.I., I.&N.
4	BN Transport Inc.	"	" "	100.00	-
5	Burlington Northern(Manitoba)Ltd.	"	" "	100.00	-
6	Camas Prairie Railroad Co.	"	" "	50.00	Union Pac. (O.W.R.&N. Co.)
7	Chicago Union Station Co.	"	" "	25.00	C.M.St.P.&P., Penn Central
8	Colorado and Southern Ry.Co., The	"	" "	90.57	-
9	Davenport, Rock Island & N.W.Ry.Co.	"	" "	50.00	C.M.St.P.&P.
10	Delta Alaska Terminal Ltd.	"	" "	66.67	Alaska Trainship Corp., Spok.
11					Intl.R.R.Co., C.M.St.P.&P.
12	Denver Union Terminal Ry. Co.	"	" "	16.67	U.P., A.T.&S.F., C.R.I.&P.,
13					C.&S., D.&R.G.W.
14	Duluth Union Depot & Tfr. Co., The	"	" "	100.00	-
15	Iowa Transfer Railway Co.	"	" "	25.00	C.R.I.&P., C.&N.W., D.M.U.
16					
17	Kansas City Terminal Ry. Co.	"	" "	8.33	Mo.Pac., C.M.St.P.&P., C.&N.W.,
18					I.C.G., K.C.S., M.K.T., S.L.&SF
19					N.&W., A.T.&S.F., C.R.I.&P., U.P.

(Continued on page 4A)

104 A. COMPANIES CONTROLLED BY RESPONDENT - concluded

1. Enter in column (a) the names of all companies which are controlled solely or jointly by the respondent. If the respondent obtained control over a company during the year, indicate by footnote the date and manner in which control was established such as exchange of stock, exchange of assets for stock, cash purchase, etc.
2. In column (b) indicate the principal business activity of each company listed in column (a) such as transportation, manufacturing, investments, etc.
3. In column (c) indicate the form of control exercised over companies listed in column (a).
4. In column (d) indicate the extent of the control of the respondent in the controlled company. If control cannot be expressed by percentage of voting stock ownership, explain in detail by footnote.
5. In column (e) enter names of other companies, if any, that jointly control the companies listed in column (a).

Line No.	Name of Company Controlled (a)	Principal Business Activity (b)	Form of Control (c)	Extent of Control (d)	If Jointly Controlled Name Other Parties to the Agreement (e)
1	Keokuk Union Depot Co.	Transportation	Stock Ownership	40.00	N.&W., C.R.I.&P., T.P.&W.
2	Lake Superior T.&T. Ry. Co., The	"	"	66.67	Soo Line, C.&N.W.
3	Longview Switching Co.	"	"	33.34	C.M.St.P.&P., Union Pacific
4	Midland Continental Railroad	"	"	50.00	Soo Line
5	Mpls., Anoka & Cuyuna Rge. R.R. Co.	"	"	100.00	-
6	Minnesota Transfer Ry. Co., The	"	"	33.33	Soo Line, C.&N.W., C.R.I.&P., C.M.St.P.&P.
7		"	"		-
8	Oregon Electric Railway Co.	"	"	100.00	-
9	Oregon Trunk Railway	"	"	100.00	-
10	Paducah & Illinois Railroad Co.	"	"	33.33	L. & N., I. C. G.
11	Portal Pipe Line Co.	"	"	50.00	Hunt Oil Company
12	Portland Terminal R.R. Co.	"	"	40.00	Southern Pac., Union Pac.
13	Pullman Company, The	"	"	2.97	Various railroad companies
14	St. Paul Union Depot Co., The	"	"	37.50	Soo Line, C.M.St.P.&P., C.&N.W., C.R.I.&P.
15		"	"		-
16	Spokane, Portland & Seattle Ry. Co.	"	"	100.00	-
17	Terminal R.R. Assn. of St. Louis	"	"	6.25	B.&O., C.&E.I., C.R.I.&P., I.C.G., L.&N., M.K.T., S.L.&S.F., St.L.&S.W., Southern R.R., N.&W., Penn Cent., M.P., P.B.&W.
18		"	"		-
19		"	"		-
20		"	"		-
21	Trailer Train Co.	"	"	7.32	33 Other railroad companies
22	Walla Walla Valley Railway Co.	"	"	100.00	-
23	Western Fruit Express Co.	"	"	97.14	St. Louis & Kansas City Land Co.
24	Winona Bridge Ry. Co.	"	"	66.67	Green Bay & Western Ry. Co.
25	Burlington Equipment Company	Railway equipment builder	"	100.00	-
26	Glacier Park Company	Land & real estate development	"	100.00	-
27	Lemhi Telephone Company	Local telephone company	"	100.00	-
28	Plum Creek Lumber Company	Lumber company	"	100.00	-
29	Ruth Realty Company	Industrial land development co.	"	100.00	-
30	St. Louis & Kansas City Land Co.	Land & real estate development	"	100.00	-
31	BNL Development Corporation *	" " " " " "	"	100.00	-
32	* Cash purchases and exchange of land for stock, May and October, 1974.				
33					

104 B. COMPANIES INDIRECTLY CONTROLLED BY RESPONDENT

1. Enter in column (a) the names of all companies which are controlled through intermediary companies. If control was obtained during the year, indicate by footnote the date and manner in which control was established such as exchange of stock, exchange of assets for stock, cash purchase, etc.
2. In column (b) indicate the principal business activity of the companies listed in column (a) such as transportation, manufacturing, investments, etc.
3. In column (c) indicate the form of control exercised over companies listed in column (a).
4. In column (d) indicate the extent of the control over companies listed in column (a). If control cannot be expressed by percentage of voting stock ownership, explain in detail by footnote.
5. In column (e) enter the names of intermediate companies through which control is exercised over companies listed in column (a).

Line No.	Name of Company Controlled (a)	Principal Business Activity (b)	Form of Control (c)	Extent of Control (d)	Name of Intermediary Through Which Control Exists (e)
1	Burlington Northern Air Frt. Inc.	Transportation	Stock Ownership	100.00%	BN Transport, Inc. 100%
2	Western Motor Express, Inc.	"	"	100.00	BN Transport, Inc.
3	Pueblo Union Depot & R.R. Co., The	"	"	25.00	Colo. & Sou. Ry. Co.
4	Galveston Terminal Ry. Co.	"	"	50.00	Colo. & Sou. Ry. Co. 90%
5	Fort Worth & Denver Ry. Co.	"	"	99.97	Colo. & Sou. Ry. Co.
6	Houston Belt & Terminal Ry. Co.	"	"	12.50	Fort Worth & Den. Ry. Co.
7	Northern Airmotive Inc.	Aircraft sales and service	"	100.00	Glacier Park Co.
8	Royal Logging Co.	Logging company	"	100.00	Glacier Park Co. 100
9	Dreyer Brothers, Inc.	Ranching	"	100.00	Glacier Park Co.
10	Arden Lumber Co., Inc.	Lumber company	"	100.00	Plum Creek Lumber Co. 100%
11	Ksanka Lumber Co., Inc.	"	"	100.00	Plum Creek Lumber Co.
12	Saxony Corporation	Land holding company	"	100.00	St. Lou. & Kan. City Land Co.
13	Illinois Terminal Railroad Co.	Transportation	"	9.09	St. Lou. & Kan. City Land Co.
14	Great Midwest Corporation	Land and real estate dev.	"	32.48	St. Lou. & Kan. City Land Co. 100%
15	Midwest Precote Company	Manufacturing	"	100.00	Great Midwest Corporation
16	Universal Pipeline Constrs., Inc.	Construction	"	100.00	Great Midwest Corporation
17	Underground Development Co.	Land development	"	100.00	Great Midwest Corporation
18	Underground Storage, Inc.	Storage company	"	100.00	Underground Dev. Co.
19					
20					

104 C. COMPANIES UNDER COMMON CONTROL WITH RESPONDENT

1. Enter in column (a) the names of all companies which are controlled by the same interest that control the respondent.
2. In column (b) indicate the principal business activity of the companies listed in column (a) such as transportation, manufacturing, investments, etc.
3. In column (c) indicate the form of control exercised over companies listed in column (a).
4. In column (d) indicate the extent of the control over companies listed in column (a). If control cannot be expressed by percentage of voting stock ownership, explain in detail by footnote.
5. In column (e) enter the names of companies controlling those listed in column (a).

Line No.	Name of Company Controlled (a)	Principal Business Activity (b)	Form of Control (c)	Extent of Control (d)	Name of Controlling Company or Individual (e)
1	NONE				

104 D. COMPANIES CONTROLLING RESPONDENT

1. Enter in column (a) the names of all companies controlling the respondent. Commence with the company which is most remote followed by the company immediately controlled by it. If control over the respondent or control over an intermediary through which respondent is controlled has changed during the year, indicate by footnote the date and manner in which control was established such as exchange of stock, exchange of assets for stock, cash purchase, etc.
2. In column (b) indicate the principal business activity of the companies listed in column (a) such as transportation, manufacturing, investments, etc.
3. In column (c) indicate the form of control exercised by the company immediately controlled by it.
4. In column (d) indicate the extent of control. If control cannot be expressed by percentage of voting stock ownership, explain in detail by footnote.

Line No.	Name of Controlling Company or Individual (a)	Principal Business Activity (b)	Form of Control (c)	Extent of Control (d)
1	NONE			
2				
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108 STOCKHOLDERS REPORTS

1. The respondent is required to send to the Bureau of Accounts, 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 _____ (date)

☐ No annual report to stockholders is prepared.

Road initials: BN

year: 1974

7

NOTES AND REMARKS

109. VOTING POWERS AND ELECTIONS

1. State the par value of each share of stock: Common, \$ NPV per share; first preferred, \$ 10.00 per share; second preferred, \$ None per share; debenture stock, \$ None per share.

Voting rights

on common stock only.

2. State whether or not each share of stock has the right to one vote; if not, give full particulars in a footnote.

3. Are voting rights proportional to holdings? Yes 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? No If so, 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, stating 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? Common stock only If so, 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 February 3, 1975 (Record date of common dividend payable March 1, 1975.)

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. 12,438,421 votes, as of February 7, 1975

8. State the total number of stockholders of record, as of the date shown in answer to inquiry No. 7. 58,405 stockholders.

9. Give the names of the thirty security holders of the respondent who, at the date of the latest closing of the stock book or compilation of 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 address, the number of votes which he would have had a right to cast on that date had a meeting then been held, and the classification of the number of votes to which he was entitled, with respect to securities held by him, 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 on page 13, the names and addresses of the thirty 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 thirty security holders as of the close of the year.

List under Footnotes, page 9, Other Securities with Voting Power.

Line No.	Name of security holder	Address of security holder	Number of votes to which security holder was entitled	NUMBER OF VOTES, CLASSIFIED WITH RESPECT TO SECURITIES ON WHICH BASED		
				Stocks		
				Common	PREFERRED	
	(a)	(b)	(c)	(d)	Second (e)	First (f)
✓1	Merrill Lynch, Pierce, Fenner & Smith	New York, NY	684 966	684 966		
2	Morgan Guaranty Trust Co.*	New York, NY	496 315	496 315		
3	Bank of New York *	New York, NY	462 361	462 361		
✓4	Bankers Trust Co. *	New York, NY	235 814	235 814		
5	Natl. Shawmut Bank of Boston*	Boston, MA	174 040	174 040		
✓6	Manufacturers Hanover Tr. Co.*	New York, NY	167 306	167 306		
✓7	State St. Bank & Trust Co.*	Boston, MA	153 291	153 291		
✓8	Midwest Stock Exch. Clearing	Chicago, IL	146 823	146 823		
✓9	Irving Trust Co. *	New York, NY	126 194	126 194		
✓10	Paine Webber, Jackson & Curtis	New York, NY	108 163	108 163		
✓11	Cleveland Trust Co. *	Cleveland, OH	101 299	101 299		
12	Equit. Life Assur. Society	New York, NY	100 000	100 000		
13	Hunt Foods & Industries	New York, NY	96 400	96 400		
14	First Jersey Natl. Bank *	Jersey City, NJ	95 000	95 000		
✓15	First Natl. City Bank *	New York, NY	88 082	88 082		
✓16	Chase Manhattan Bank *	New York, NY	84 819	84 819		
✓17	Chemical Bank *	New York, NY	83 391	83 391		
18	Norton Simon Inc.	Los Angeles, CA	78 600	78 600		
✓19	Northwestern Natl. Bank *	Minneapolis, MN	77 433	77 433		
✓20	Minn. State Bd. of Investment *	St. Paul, MN	76 900	76 900		
21	Pershing & Co., Inc.	New York, NY	67 688	67 688		
22	Marine Midland Bank *	New York, NY	64 256	64 256		
23	United States Trust Co. *	New York, NY	61 882	61 882		
24	Bank of America *	Los Angeles, CA	60 279	60 279		
25	Brown Bros. Harriman & Co.	New York, NY	59 698	59 698		
26	Dean Witter & Co., Inc.	New York, NY	54 324	54 324		
27	Conn. General Life Ins. Co.*	Hartford, CT	54 300	54 300		
28	E. F. Hutton & Co., Inc.	New York, NY	52 779	52 779		
29	West Publishing	St. Paul, MN	45 000	45 000		
30	Loeb Rhoades & Co.	New York, NY	44 633	44 633		

8 7/8

RECEIVED
JAN 20 1975
Vice President and Secretary

MORGAN GUARANTY TRUST COMPANY

OF NEW YORK

9 WEST 57TH STREET, NEW YORK, N. Y. 10019

New York January 16, 1975

MARTIN F. SHEA
Vice President

FDP
Re

Mr. John C. Ashton
Vice President and Secretary
Burlington Northern
176 East Fifth Street
St. Paul, Minnesota 55101

Dear Mr. Ashton:

Your letter of December 23, 1974, inquiring about voting rights has been referred to me for reply.

Please be advised of the following:

Sole Voting Rights - None

Share Voting Rights - 3,440 shares

No Voting Rights - The balance of the holdings

In regard to the disclosure of the beneficial owners of these securities, a copy of our letter to Mr. John A. Grady of the Interstate Commerce Commission is enclosed.

Sincerely,

Martin F. Shea

Enclosure

COPY

MORGAN GUARANTY TRUST COMPANY
OF NEW YORK
9 WEST 57TH STREET, NEW YORK, N. Y. 10019

New York September 12, 1974

MARTIN F. SHEA
Vice President

Mr. John A. Grady, Director
Bureau of Accounts
Interstate Commerce Commission
Washington, D. C. 20423

Dear Mr. Grady:

Your reference: ACR-AM

I have your letter of August 30, 1974 referring to my letter of June 21, 1974 to Mr. Richard M. O'Kelly, Secretary of Burlington Northern.

Our obligation of confidentiality to our clients for whom we hold shares of Burlington Northern stock prevents our disclosing to the carrier the identity of these clients, as requested in your letter, unless there exists an overriding legal requirement compelling us to make such disclosure. We are not aware of any such requirement and thus must respectfully decline to furnish the requested information.

Very truly yours,



cc: Mr. W. N. Brunett, Vice President
and Controller
Burlington Northern
176 East Fifth Street
St. Paul, Minnesota 55101

g.c.

THE BANK OF NEW YORK

NEW YORK'S FIRST BANK-FOUNDED 1784 BY ALEXANDER HAMILTON

RECEIVED
JAN 10 1975

JOHN C. ASHTON
Vice President and Secretary

ADK

48 WALL STREET, NEW YORK, N. Y. 10013

January 7, 1975

Mr. John C. Ashton
Vice President and Secretary
c/o Burlington Northern
176 East Fifth Street
St. Paul, Minnesota 55101

Re: Voting rights for Burlington Northern Inc.
Common

Dear Mr. Ashton:

In reference to your letter, dated December 23, 1974, we wish to inform you that The Bank of New York has voting power for 6,379 shares of our holding of 496,845 shares, as of December 31, 1974, which constitutes less than 1% of your outstanding shares.

It is our full intention to comply with your requests, however, we, as a Bank, also have a unique responsibility to maintain private relationships with our customers. Accordingly, from our point of view, disclosure of specific information as to the beneficial ownership of securities placed in our care, would constitute a breach of our basic and long-standing policy of not disclosing to others, the affairs of our customers.

Thank you for your understanding and cooperation in this delicate matter.

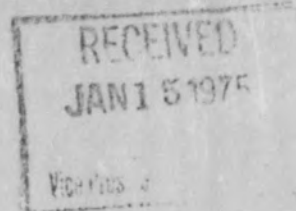
Very truly yours,

G. E. Schneeweiss

George Schneeweiss
Department Head



The National Shawmut Bank of Boston



40 WATER STREET
BOSTON, MASSACHUSETTS 02109
(617) 742-4900

January 9, 1975

Mr. John C. Ashton, Vice President
Burlington Northern
176 East Fifth Street
St. Paul, Minnesota 55101

Dear Sir:

So as to assist you in your filing of the Annual Report R-1, we have researched our records as of November 1, 1974, in the common stock holdings of Burlington Northern and show the following:

Our nominee Edal & Co.	- 150,000 Shares
Chetco	- 23,500 Shares
TOTAL	173,500 Shares

Edal & Co. is an exclusive nominee used for Puritan Fund, Inc., and Chetco for Fidelity Capital Fund, Inc., both based at 35 Congress Street, Boston, MA 02109. These Shawmut clients are diversified open-end regulated investment companies (usually referred to as mutual funds) having primary emphasis placed on income objectives.

The Management Company of these funds, Fidelity Management & Research Corp. (same address) reserves the "sole voting rights" to these shares.

As at November 1, none of Shawmut's holdings of this issuer were maintained in the name of Cede & Co.

Should any additional information be required, please feel free to contact me. (Tel. #617-742-4900, Ext. 2491).

Very Truly yours,

F. E. Rodrigues, Operations Officer
Custody Accounting Department
Partner in Edal & Co., Chetco

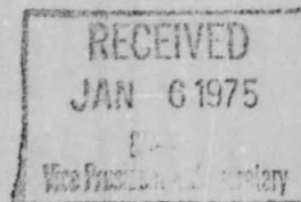
FER/ep

MANUFACTURERS HANOVER TRUST COMPANY

350 PARK AVENUE, NEW YORK, N. Y. 10022

January 3, 1975

Mr. John C. Ashton
Vice President and Secretary
Burlington Northern
176 East Fifth Street
St. Paul, Minnesota 55101



Dear Mr. Ashton:

We have your letter of December 23, 1974 requesting information as to our holdings of your common stock on November 1, 1974 to enable you to comply with Schedule 109 to the Interstate Commerce Commission.

We have had previous correspondence with the Interstate Commerce Commission in this regard and have supplied them with a breakdown of our holdings as of September 4, 1974. Copies of the correspondence are attached. To prepare the information again as of another date will be time consuming, and we thought, perhaps, the data already supplied will be sufficient for your needs.

We have not, as yet, had a reply from the Interstate Commerce Commission, or from your company, to our latest letter, December 23, 1974.

Very truly yours,

Marie E. Gustafson

Marie E. Gustafson
Assistant Manager

Enclosures

MANUFACTURERS HANOVER TRUST COMPANY

FILE COPY

Every letter written in and deposited at the Bank must be dated and on one of these sheets. This copy (67-1) must be signed or initialed by the officer signing the letter and must then be detached from the original letter by the signer and sent direct to the appropriate filing department.

Other copy forms available for special purposes are:

- 460 - USE WHEN COPY OF LETTER MUST BE MAILED TO SOMEONE OTHER THAN ADDRESSEE OR TO ADDRESSEE FOR ACKNOWLEDGEMENT OR APPROVAL.
- 195 - USE WHEN EXTRA COPY IS NEEDED FOR INTERNAL USE - NOT FOR GENERAL FILES.
- 19 - WHEN RECEIPT OF ADDRESSEE IS WANTED FOR VALUABLES.

December 23, 1974

Mr. James H. Bayne, Chief
Section of Reports
Interstate Commerce Commission
Washington, D. C. 20423

Dear Sir:

RE: Burlington Northern, Inc.
Your Reference ACR-AR

We have your letter of December 2 which is in reference to our letter of September 24 concerning our holdings of Burlington Northern, Inc. Capital stock in the name of our various nominees.

We do want to assure you that we desire to cooperate as fully as possible to enable the Railroad to complete Schedule 109 on its report to you. However, we are concerned with the expenditure both of time and money in obtaining the requested information. We believe you will realize that to write all holders and await replies will be costly and time consuming, and wonder if there might be an acceptable alternative.

One suggestion we can make is that if the Railroad were to furnish us with the number of shares held by its 30th largest non-nominee, non-broker, holder, we could then write any of our holders who hold at least this amount, to obtain their permission for release of their names.

Another alternative is that since a good number of our holders are in the "small stockholder" category it would be possible to eliminate a number of them if we were to select only those accounts above a certain percentage, such as 1/4 of 1%, or, possibly, even as low as 1/10 of 1%, of the outstanding shares (outstanding 12,418,000, 1/4 of 1% = 31,045, 1/10 of 1% = 12,418 shares).

We would appreciate your comments as to whether either of these alternatives would be acceptable, or if you might suggest some other method whereby we can more easily comply with your request.

Very truly yours,



Marie E. Gustafson
Assistant Manager

Copy to:

Mr. W. N. Ernzen, V.P. & Controller
Burlington Northern, Inc.

Interstate Commerce Commission
Washington, D.C. 20423

Bureau of Accounts

DEC 02 1974

IN REPLY REFER TO:

ACR-AR

Ms. Marie E. Gustafson
Assistant Manager
Manufacturers Hanover Trust Company
350 Park Avenue
New York, New York 10022

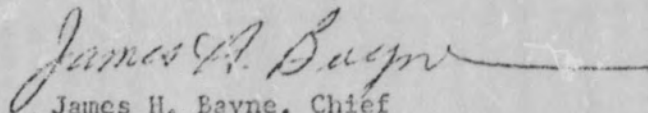
Dear Ms. Gustafson:

This refers to your letter of September 24, 1974, in reply to ours of August 29, concerning institutional holdings of Burlington Northern's capital stock.

Your breakdown of the voting rights is noted. Please be advised that Burlington Northern would need the names of the persons and/or organizations with whom you share the voting responsibilities as well as the names of those who exercise complete voting control of B.N.'s capital stock. This information is required of Schedule 109, Voting Powers and Elections, in the carrier's annual report to this Commission.

Your efforts in submitting the required information to the carrier will be greatly appreciated.

Very truly yours,


James H. Bayne, Chief
Section of Reports

cc: W. N. Erzen
Vice President & Controller
Burlington Northern, Inc.
176 East Fifth Street
St. Paul, Minnesota 55101

Every letter written in any department of the Bank must be duplicated on one of these sheets. This copy 167-11 must be signed or initialed by the officer signing the letter and must then be detached from the original letter by the signer and sent direct to the appropriate filing department.

Other copy forms available for special purposes are:

- 469--USE WHEN COPY OF LETTER MUST BE MAILED TO SOMEONE OTHER THAN ADDRESSEE OR TO ADDRESSEE FOR ACKNOWLEDGEMENT OR APPROVAL.
 105--USE WHEN EXTRA COPY IS NEEDED FOR INTERNAL USE--NOT FOR GENERAL FILES.
 29--WHEN RECEIPT OF ADDRESSEE IS WANTED FOR VALUABLES.

September 24, 1974

Bureau of Accounts
 Interstate Commerce Commission
 Washington, D. C. 20423

Attention: Mr. John A. Grady, Director

Dear Sir:

RE: Burlington Northern, Inc. -
Your Reference ACR-AR

Please refer to your letter of August 29, 1974 and our reply of September 13. We have still had no communication from Burlington Northern, Inc., itself, but from requests received from other companies, we believe we now know the information you are seeking.

Your letter did not indicate registration or effective date for the information you require. In any event to ascertain various details as to our holdings as of some prior date would be time consuming and expensive. However, in order to be helpful, we have prepared a list of our accounts holding shares of Burlington Northern, Inc. in the names of various nominees as of September 4, 1974.

That list shows that as of that date we held the following in nominee name:

Sigler & Co.	146,510 shares in 170 different accounts
Suydam & Co.	5,250 shares in 6 different accounts
Robert & Co.	1,000 shares in 2 different accounts
Bird & Co.	26,500 shares in 2 different accounts
Cede & Co.	1,547 shares in 2 different accounts

Data with respect to voting right (sole, shared, no voting right, is as follows:

SICLER & CO.

Sole (A)		Shared (B)		None (C)	
No. Accts.	Total shs.	No. Accts.	Total shs.	No. Accts.	Total shs.
21	12,978	38	18,891	111	113,641

The largest holding in category (A) was 5,000 shares; in category (B) 20,000 shares; and in category (C) 24,000 shares.

September 24, 1974

-2-

BUYDAN & CO.

<u>Sole (A)</u>		<u>Shared (B)</u>		<u>None (C)</u>	
<u>No. Accts.</u>	<u>Total shs.</u>	<u>No. Accts.</u>	<u>Total shs.</u>	<u>No. Accts.</u>	<u>Total shs.</u>
None		None		6	5,260

The largest holding in category (C) was 2,000 shares.

BOBER & CO.

None		None		2	1,000
------	--	------	--	---	-------

The largest holding in category (C) was 500 shares

BIRD & CO.

1	1,500	1	25,000	None
---	-------	---	--------	------

CEDE & CO.

2	1,547	None		None
---	-------	------	--	------

The largest holding in category (A) was 1,500 shares

If, after reviewing this data, you still want information as to the names of the persons with whom we share voting responsibilities in the case of category (B), or the names of the parties exercising voting control in the case of category (C), please so advise us, and we will thereupon inquire of such persons if they have any objection to our furnishing such information.

Very truly yours,

Marie E. Gustafson
Assistant Manager

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33--WHEN RECEIPT OF ADDRESSEE IS WANTED FOR VALUABLES.

September 13, 1974

Bureau of Accounts
Interstate Commerce Commission
Washington, D. C. 20423

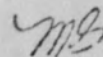
Attention: Mr. John A. Grady, Director

Dear Sir:

RE Burlington Northern, Inc. -
Your Reference ACR-AR

We acknowledge receipt of your letter of August 29, 1974 and its enclosure. Our records do not indicate that any inquiry has heretofore been made in this matter. The enclosure refers to a Schedule 100, but no copy of that schedule or any instructions relating thereto was enclosed with your letter. In order to assist us in replying to your letter of August 29, we will appreciate your sending a copy of schedule 100 and any instructions with regard thereto.

Very truly yours,



Marie E. Gustafson
Assistant Manager

Interstate Commerce Commission
Washington, D.C. 20423

August 23, 1974

Bureau of Accounts

IN REPLY REFER TO:

ACR-AR

Manufacturers Hanover Trust Co.
350 Park Avenue
New York, N. Y. 10022

Dear Sir:

This refers to our letter of May 20, 1974, to Burlington Northern, Inc., a copy of which is enclosed.

Receipt of Burlington Northern, Inc.'s reply of June 5, 1974 indicates that they have inquired for a list of the beneficial owners of the Company's shares of capital stock held by your firm. To date, we have not received the requested information.

Since Burlington Northern, Inc. is required to comply with the reporting regulations of this Commission, may we ask for your cooperation in supplying, the carrier, the information called for in our letter of May 20 to them.

Other carriers with similar problems have received favorable response from requests addressed to persons and/or organizations represented by nominees, trusts or brokerage firms similar to your organization.

Your efforts in this connection will be greatly appreciated.

Very truly yours,

John A. Grady
John A. Grady
Director

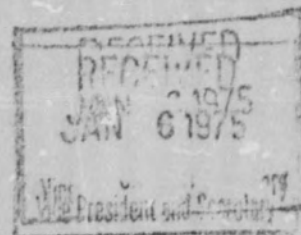
Enclosure

cc: W. N. Ernzen
Vice President & Controller
Burlington Northern, Inc.
176 East Fifth Street
St. Paul, Minnesota 55101

The **EQUITABLE** Life Assurance Society of the United States

1285 AVENUE OF THE AMERICAS, NEW YORK, NEW YORK 10019

100 Gene. Gu
January 3, 1975



Mr. John C. Ashton
Vice President and Secretary
Burlington Northern, Inc.
176 East Fifth Street
St. Paul, Minnesota 55101

Dear Mr. Ashton:

This is in response to your letter of December 23, 1974 containing a request for certain stockholder information required by the Interstate Commerce Commission in the filing of Annual Report R-1.

At December 31, 1974, Equitable owned 100,000 voting shares of Burlington Northern, Inc. Equitable alone is responsible for the voting shares, we do not share the voting responsibility with anyone else and we do not hold the stock for any beneficial owner.

I trust this is the information you desire. If additional information is needed, do not hesitate to contact me.

Sincerely,

Robert T. Ramecs
Senior Investment Analyst

RTH/le

UNITED STATES TRUST COMPANY

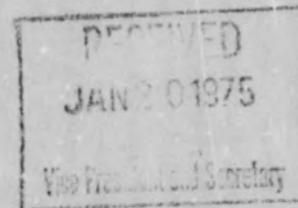
OF NEW YORK

45 WALL STREET NEW YORK, N.Y. 10005

212-423-4300

THOMAS A. MELFE
Executive Vice President

January 14, 1975



James H. Bayne, Chief
Section of Reports
Interstate Commerce Commission
Washington, D. C. 20423

Re: Burlington Northern, Inc.

Dear Mr. Bayne:

This is in reply to your request of November 26, 1974, for information as to "institutional holdings of Burlington Northern's capital stock."

As we stated in our letter of September 24, 1974, we believe that our fiduciary relationship to the beneficiaries of trusts for which we serve as trustee and to our other customers impose upon us an obligation not to disclose their names or information as to their private business affairs. Accordingly, we must respectfully decline to do so.

Sincerely yours,

THOMAS A. MELFE

Executive Vice President

/pc

cc: Mr. W. N. Erzen, Vice President and Controller
Burlington Northern, Inc.

Mr. Richard M. O'Kelly, Secretary ✓
Burlington Northern, Inc.



BANK OF AMERICA

SOUTHERN CALIFORNIA HEADQUARTERS

January 28, 1975

Burlington Northern
176 East Fifth Street
St. Paul, Minn. 55101

Attention Mr. John C. Ashton
Vice President and Secretary

Gentlemen:

In compliance with your request of December 23, 1974, listed below is a breakdown of the respective voting rights of our nominee accounts that hold Burlington Northern Stock.

"SOLE VOTING RIGHTS"

Bank of America Nt & Sa has the responsibility to vote the following:

<u>NOMINEE</u>	<u>SHARES</u>
Crown & Co.	100
Cock & Co.	850
Beach & Co.	540
Oldpen & Co.	700
Penla & Co.	35
Sand & Co.	987
Jewel & Co.	30
Grove & Co.	353
Coast & Co.	125
Hills & Co.	1730

" SHARED VOTING RIGHTS"

The nominee of Grove & Co. has an additional 365 shares that are voted by:

340 shares with co-executor:

Mr. John Edward De Coursey
P O Box 2495
Orange, California 92669

25 shares with co-trustee:

Mrs. Margaret Ecker
1252 No. Crescent Heights Blvd.
Los Angeles, California 90046

" NO VOTING RIGHTS"

Talli & Co. 400 shares voted by:

Mrs. Jane K. Ochsner
1347 Exposition Blvd
New Orleans, La 70118

Oldpro & Co. 400 shares voted by:

Bateman Eichler Hill & Richards
Attn: Mr. Curtis H Bingham
460 So. Spring Street
Los Angeles, California 90013

Oxybea & Co. 5,000 shares voted by:

Occidental Seperate Account Fund B
P O Box 2101
Los Angeles, California 90051

Oxycea & Co. 2,500 shares voted by:

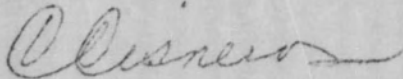
Occidental Seperate Account Fund C
P O Box 2101
Los Angeles, California 90051

Occi & Co. 57,400 shares voted by:

Occidental Life Insurance
P O Box 2101
Los Angeles, California 90051

Please let us know if additional information is needed.

Sincerely,

A handwritten signature in cursive script, appearing to read "C. Cisneros".

C. Cisneros
Operations Officer Trust

NORTON SIMON INC

H. T. CAMPBELL
ASSISTANT TREASURER

January 16, 1975

RECEIVED
JAN 20 1975

Mr. John Ashton
Vice President and Secretary
Burlington Northern
176 East Fifth St.
St. Paul, Minnesota 55101

Re: Voting Rights Burlington Northern Inc. Common Stock

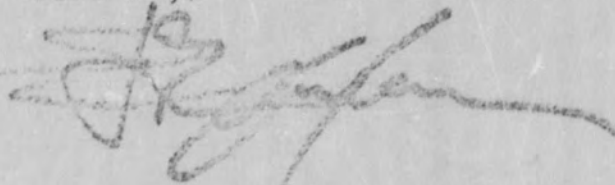
Dear Mr. Ashton:

Reference is made to your letter dated December 23, 1974, covering Interstate Commerce Commission demands with respect to the above material.

As regards holdings of both Norton Simon, Inc. and those of our wholly-owned subsidiary, Hunt Foods and Industries, Inc., the institution alone is responsible for voting shares.

I trust this adequately responds to your request.

Sincerely,



Q48
BROWN BROTHERS HARRIMAN & CO.

BUSINESS ESTABLISHED 1818

PRIVATE BANKERS

59 WALL STREET, NEW YORK, N.Y. 10005

CABLE ADDRESS "BROWNBANK NEW YORK"

(212) 403-1818

January 7, 1975

FAD
Burlington Northern
176 East Fifth Street
St. Paul, Minnesota 55101

Attn: Mr. John C. Ashton
Vice President and Secretary

Dear Sirs:

We refer to your letter of December 23, 1974 concerning voting rights of holders of your common stock.

Please be advised that we acted in a fiduciary capacity for the shares held in our various nominee names. We do not have any voting rights. The instructions on how to vote must be given by the beneficial owner.

If we can be of any further service to you, please do not hesitate to let us know.

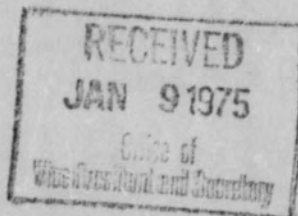
Very truly yours,

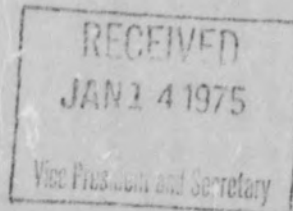
BROWN BROTHERS HARRIMAN & CO.

by

Paul J. Lerman

HDC/jav





Ed Hutton

One Battery Park Plaza, New York, N.Y. 10004
Telephone (212) 742-5000

January 8, 1975

Burlington Northern Inc.
176 East Fifth Street
St. Paul, Minnesota 55101

Attn: W. N. Erzen
Vice President & Controller

Gentlemen:

Prior to writing this letter we spoke with Mr. William Rogers, of the Interstate Commerce Commission, regarding your request for the names of persons and/or organizations having authority to vote stock outstanding in our firm's name as nominee.

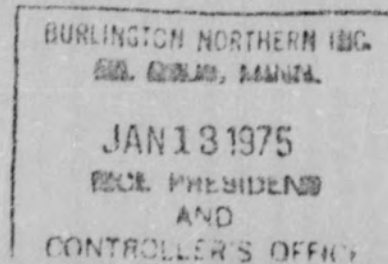
From our conversation, it was determined that the Interstate Commerce Commission is interested in obtaining the identity of the beneficial owners of $\frac{1}{2}$ of one percent or more of the shares outstanding December 31, 1973, and none of our shareholders fall in that category.

For your information, however, we will supply a numeric breakdown as of December 31, 1973:

"Burlington Northern Inc. Capital"

<u>Shares</u>	<u>Shareholders</u>	<u>Total</u>
1 - 499	259	44,085
500 - 999	15	9,255
1000 - 2000	8	1,020
2001 - above	2	5,026
<u>TOTAL</u>	284	59,386

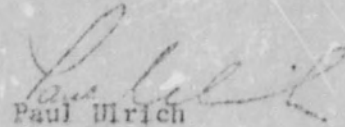
We do not hold power to vote any of these shares for our accounts, and we will not reveal their identity, unless we are required



by law, which must be cited.

Very truly yours,

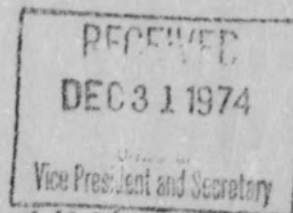
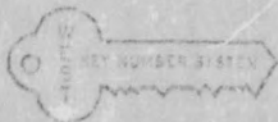
E. F. HUTTON & COMPANY INC.



Paul Ulrich
Manager, Stock Record Department

cc: Mr. William Rogers
Bureau of Accounts
Interstate Commerce Commission
Washington, D.C. 20423
Attn: ACR-AR

PU:cm



WEST Publishing Company

HAROLD F. KAPLER
Secretary

ST. PAUL, MINNESOTA 55102 TEL. 612/228-2500

December 27, 1974

Burlington Northern
176 East Fifth Street
St. Paul, Minnesota 55101

Attention: Mr. John C. Ashton, Vice President & Secretary

Dear Mr. Ashton:

Replying to your letter of December 23, 1974, the following information is provided for your records regarding the voting rights on the 45,000 shares of common stock registered in the name of West Publishing Company:

The Board of Directors have authorized Lee H. Slater, Chairman-of-the-Board, H. F. Kappler, Secretary, or J. G. Lindell, Treasurer, to execute all Powers of Attorney and instruments affecting stocks on the books of the corporation, which would include the voting rights.

Yours very truly,

HFK:vid

109. VOTING POWERS AND ELECTIONS—(Continued From Page 8)

10. State the total number of votes cast at the latest general meeting for the election of directors of the respondent _____ 10,060,323
votes cast.
11. Give the date of such meeting. May 9, 1974
12. Give the place of such meeting. Saint Paul, Minnesota

NOTES AND REMARKS

Note: Cede & Co., the nominee for the Stock Clearing Corporation, acting for members of the New York Stock Exchange, held as of record February 7, 1975 1,613,140 shares. Shares held by Cede & Co. have been included in above listing to the extent applicable.

- * Not stockholder of record.
Nominee of security holder is registered owner.
Inquiry has been made regarding voting rights. Replies which have been received are attached.

200. COMPARATIVE GENERAL BALANCE SHEET—ASSETS

For instructions covering this schedule, see the text pertaining to General Balance Sheet Accounts in the Uniform System of Accounts for Railroad Companies. The entries in this balance sheet should be consistent with those in the reporting schedules on the pages indicated. The entries in column (c) should be restated to conform with the accounting requirements followed in

column (b). The entries in the short column (a2) should be deducted from those in column (a1) in order to obtain corresponding entries for column (b). All contra entries hereunder should be indicated in parenthesis.

Line No.	Account or item (a)	(Dollars in thousands) (a2)	Balance at close of year (b)	Balance at beginning of year (c)
CURRENT ASSETS				
1	(701) Cash		\$ 11 294	\$ (1 426)
2	(702) Temporary cash investments (p. 23)		74 083	67 591
3	(703) Special deposits (p. 23)		743	801
4	(704) Loans and notes receivable (p. 23)		405	874
5	(705) Traffic, car service and other balances—Dr.		3 633	3 047
6	(706) Net balance receivable from agents and conductors		45 063	41 198
7	(707) Miscellaneous accounts receivable		28 277	19 363
8	(708) Interest and dividends receivable		1 226	448
9	(709) Accrued accounts receivable (p. 23)		81 686	71 011
10	(710) Working fund advances		1 016	651
11	(711) Prepayments (p. 23)		3 439	3 477
12	(712) Material and supplies		128 018	96 948
13	(713) Other current assets (p. 23)		1 427	1 316
14	(714) Deferred income tax charges (p. 87)		302	
15	Total current assets		382 612	305 299
SPECIAL FUNDS				
		(a1) Total book assets at close of year	(a2) Respondent's own issues included in (a1)	
16	(715) Sinking funds (pp. 24 and 25)	1	None	1
17	(716) Capital and other reserve funds (pp. 24 and 25)	13 159	None	6 751
18	(717) Insurance and other funds (pp. 24 and 25)	6 959	None	5 701
19	Total special funds		20 119	12 453
INVESTMENTS				
20	(721) Investments in affiliated companies (pp. 28-31)		240 904	229 120
21	Undistributed earnings from certain investments in account 721 (pp. 35A and 35B)		131 876	125 653
22	(722) Other investments (pp. 32-35)		8 853	8 907
23	(723) Reserve for adjustment of investment in securities—Credit (p. 27, Instruction 9)		(17 211)	(13 922)
24	Total investments (accounts 721, 722 and 723)		364 422	349 758
PROPERTIES				
25	(731) Road and equipment property: Road		1 862 920	1 816 161
26	Equipment		1 352 094	1 348 555
27	General expenditures			
28	Other elements of investment			
29	Construction work in progress		32 097	33 890
30	Total (pp. 38-41)		3 247 111	3 198 586
31	(732) Improvements on leased property: Road		2 793	2 734
32	Equipment		543	459
33	General expenditures			
34	Total (pp. 38-41)		3 336	3 193
35	Total transportation property (accounts 731 and 732)		3 250 447	3 201 779
36	(735) Accrued depreciation—Road and equipment (pp. 44 and 46)		(953 037)	(926 034)
37	(736) Amortization of defense projects—Road and Equipment (p. 47)		(49 929)	(52 548)
38	Recorded depreciation and amortization (accounts 735 and 736)		(1 002 966)	(978 582)
39	Total transportation property less recorded depreciation and amortization (line 33 less line 36)		2 247 481	2 223 197
40	(737) Miscellaneous physical property (pp. 52 and 53)		81 639	80 665
41	(738) Accrued depreciation—Miscellaneous physical property (pp. 52 and 53)		(14 743)	(14 067)
42	Miscellaneous physical property less recorded depreciation (account 737 less 738)		66 896	66 598
43	Total properties less recorded depreciation and amortization (line 37 plus line 40)		2 314 377	2 289 795
OTHER ASSETS AND DEFERRED CHARGES				
44	(741) Other assets (p. 54)		5 456	5 804
45	(742) Unamortized discount on long-term debt		5 346	4 924
46	(743) Other deferred charges (p. 54)		20 452	22 020
47	(744) Accumulated deferred income tax charges (p. 87)			
48	Total other assets and deferred charges		31 254	32 748
49	TOTAL ASSETS		3 112 784	2 990 053

NOTE—See page 12 for explanatory notes, which are an integral part of the Comparative General Balance Sheet.

200 COMPARATIVE GENERAL BALANCE SHEET—LIABILITIES AND SHAREHOLDERS' EQUITY

For instructions covering this schedule, see the text pertaining to General Balance Sheet Accounts in the Uniform System of Accounts for Railroad Companies. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated. The entries in column (c) should be restated to conform with the accounting requirements followed in

column (b). The entries in short column (a1) should reflect total book liability at close of year. The entries in the short column (a2) should be deducted from those in column (a1) in order to obtain corresponding entries for column (b). All contra entries hereunder should be indicated in parenthesis.

Line No.	Account or item (a)	(Dollars in thousands)	Balance at close of year (b)	Balance at beginning of year (c)
CURRENT LIABILITIES				
50	(751) Loans and notes payable (p. 63) <i>GAAP</i>		\$	\$
51	(752) Traffic, car service and other balances—Cr.			
52	(753) Audited accounts and wages payable		29 733	23 454
53	(754) Miscellaneous accounts payable		14 872	14 508
54	(755) Interest matured unpaid		325	375
55	(756) Dividends matured unpaid		356	274
56	(757) Unmatured interest accrued		15 002	13 028
57	(758) Unmatured dividends declared			
58	(759) Accrued accounts payable (p. 63)		108 832	89 261
59	(760) Federal income taxes accrued (p. 64)		11 780	18 296
60	(761) Other taxes accrued (p. 64)		42 067	39 794
61	(762) Deferred income tax credits (p. 87)			
62	(763) Other current liabilities (p. 63)		17 955	18 264
63	Total current liabilities (exclusive of long-term debt due within one year) ✓✓		240 922	217 259
LONG-TERM DEBT DUE WITHIN ONE YEAR				
64	(764) Equipment obligations and other debt (pp. 56-59) <i>52,903</i>	(a1) Total issued ✓ 43 313	(a2) Held by or for respondent 136	43 177
LONG-TERM DEBT DUE AFTER ONE YEAR				
65	(765) Fixed debt unmatured	(a1) Total issued 924 083	(a2) Held by or for respondent 366 160	537 455
66	(766) Equipment obligations (pp. 56-59)	293 632		293 632
67	(767) Receivers' and Trustees' securities			
68	(768) Debt in default			
69	(769) Amounts payable to affiliated companies (p. 62)			52 122
70	Total long-term debt due after one year <i>930,342</i> ✓✓			897 459
RESERVES				
71	(771) Pension and welfare reserves (p. 65)		11 733	12 067
72	(772) Insurance reserves (p. 65)		6 000	6 000
73	(774) Casualty and other reserves (p. 65)		31 672	30 640
74	Total reserves ✓✓		49 405	48 707
OTHER LIABILITIES AND DEFERRED CREDITS				
75	(781) Interest in default (p. 58)			
76	(782) Other liabilities (p. 65) ✓		17 191	16 297
77	(783) Unamortized premium on long-term debt			
78	(784) Other deferred credits (p. 65) ✓		45 982	15 067
79	(785) Accrued depreciation—Leased property (p. 45) <i>12,118</i> ✓		11 916	10 068
80	(786) Accumulated deferred income tax credits (p. 87) <i>202,532</i> <i>171,308</i> ✓		175 835	177 590
81	Total other liabilities and deferred credits <i>170,532</i> <i>246,200</i> ✓		250 974	219 022
SHAREHOLDERS' EQUITY				
Capital stock (Par or stated value)				
82	(791) Capital stock issued: Common stock (p. 67) <i>572,142</i>	(a1) Total issued 543 106	(a2) Held by or for company 543 083	542 932
83	Preferred stock (p. 67) <i>30,790</i>	30 790	30 790	30 785
84	Total	573 896	23	573 873
85	(792) Stock liability for conversion (p. 68)	558	558	714
86	(793) Discount on capital stock			
87	Total capital stock		574 431	574 431
Capital surplus				
88	(794) Premiums and assessments on capital stock (p. 69)			
89	(795) Paid-in surplus (p. 69)			
90	(796) Other capital surplus (p. 69)			
91	Total capital surplus			
Retained income				
92	(797) Retained income—Appropriated (p. 69) <i>10,374</i> <i>905,810</i>		51 103	49 848
93	(798) Retained income—Unappropriated (p. 20)		999 095	939 355
94	Total retained income		1 050 198	989 203
95	Total shareholders' equity <i>1,611,473</i> <i>1,480,241</i> ✓		1 624 629	1 563 634
96	TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		3 112 784	2 990 053

NOTE: See page 12 for explanatory notes, which are an integral part of the Comparative General Balance Sheet.

200. COMPARATIVE GENERAL BALANCE SHEET-EXPLANATORY NOTES

The notes listed below are provided for the purpose of disclosing supplementary information concerning matters which have an important effect on the financial condition of the carrier. The carrier shall give the particulars called for herein and where there is nothing to report, insert the word "none"; and in addition thereto shall enter in separate notes with suitable particulars other matters involving material amounts of the character commonly disclosed in financial statements under generally accepted accounting and reporting principles, except as shown in other schedules. This

includes explanatory statements explaining (1) service interruption insurance policies and indicate 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 entities have been made for net income or retained income restricted under provisions of mortgages and other arrangements. (Dollars in thousands)

1. Show hereunder the estimated accumulated tax reductions realized during current and prior years under Section 168 (formerly Section 124-A) and under Section 167 of the Internal Revenue Code because of accelerated amortization of emergency facilities and accelerated depreciation of other facilities and also depreciation deductions resulting from the use of the new guideline lives, since December 31, 1961, pursuant to Revenue Procedure 62-21 in excess of recorded depreciation. The amount to be shown in each case is the net accumulated reductions in taxes realized less subsequent increases in taxes due to expired or lower allowances for amortization or depreciation as a consequence of accelerated allowances in earlier years. Also, show the estimated accumulated net income tax reduction realized since December 31, 1961, because of the investment tax credit authorized in the Revenue Act of 1962. In the event provision has been made in the accounts through appropriations of surplus or otherwise for the contingency of increase in future tax payments, the amounts thereof and the accounting performed should be shown.

(a) Estimated accumulated net reduction in Federal income taxes since December 31, 1949, because of accelerated amortization of emergency facilities in excess of recorded depreciation under Section 168 (formerly Section 124-A) of the Internal Revenue Code \$ 25 255

(b) Estimated accumulated savings in Federal income taxes resulting from computing book depreciation under Commission rules and computing tax depreciation using the items listed below \$ 188 099

— Accelerated depreciation since December 31, 1953, under Section 167 of the Internal Revenue Code.

— Guideline lives since December 31, 1961, pursuant to Revenue Procedure 62-21.

— Guideline lives under Class Life System (Asset Depreciation Range) since December 31, 1970, as provided in the Revenue Act of 1971.

(c)(i) Estimated accumulated net income tax reduction utilized since December 31, 1961, because of the investment tax credit authorized in the Revenue Act of 1962, as amended \$ 43 949

(ii) If carrier elected, as provided in the Revenue Act of 1971, to account for the investment tax credit under the deferral method, indicate the total deferred investment tax credit in account 784, other deferred credits, at beginning of year \$ None

Add investment tax credits applied to reduction of current year's tax liability but deferred for accounting purposes \$ None

Deduct deferred portion of prior year's investment tax credit used to reduce current year's tax accrual \$ (None)

Other adjustments (indicate nature such as recapture on early disposition) \$ None

Total deferred investment tax credit in account 784 at close of year \$ None

(d) Estimated accumulated net reduction in Federal income taxes because of accelerated amortization of certain rolling stock, since December 31, 1969, under provisions of Section 184 of the Internal Revenue Code \$ None

(e) Estimated accumulated net reduction in Federal income taxes because of amortization of certain rights-of-way investments since December 31, 1969, under the provisions of Section 185 of the Internal Revenue Code \$ None

2. Amount of accrued contingent interest on funded debt recorded in the balance sheet:

Description of obligation	Year accrued	Account No.	Amount
			\$ None

Continued on following page

200. COMPARATIVE GENERAL BALANCE SHEET-EXPLANATORY NOTES—Continued

3. As a result of dispute concerning the recent increase in per diem rates for use of freight cars interchange, settlement of disputed amounts has been deferred awaiting final disposition of the matter. The amounts in dispute for which settlement has been deferred are as follows:

Item	Amount in dispute	As recorded on books		Amount not recorded
		Account Nos.		
		Debit	Credit	
Per diem receivable	\$			\$
Per diem payable				
Net amount	\$ None	X X X X X X X X	X X X X X X X X	\$ None

4. Amount (estimated, if necessary) of net income or retained income which has to be provided for capital expenditures, and for sinking and other funds pursuant to provisions of reorganization plans, mortgages, deeds of trust, or other contracts \$ **1 125***

(See note 4 page 14)

5. 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**

6. (a) Explain the procedure in accounting for pension fund and recording in the accounts the current and past service pension costs, indicating whether or not consistent with the prior year: **consistent with prior years - based on accrued actuarial valuation.**

(b) State amount, if any, representing the excess of the actuarially computed value of vested benefits over the total of the pension fund. **and accrued liability (Account 771).** \$ **45 895**

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

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

(ii) If funding is by trust agreement, list trustee(s) **First Trust Company of St. Paul**

Date of trust agreement or latest amendment **March 2, 1970 (as amended January 12, 1972)**

If respondent is affiliated in any way with the trustee(s), explain affiliation: **Not affiliated**

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

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

Yes **X** No

If yes, give number of the shares for each class of stock or other security **(See list on Page 14)**

(ii) Are voting rights attached to any securities held by the pension plan? Specify. Yes **X** No. If yes, who determines how stock is voted? **Trustee**

(Note 6 (d)) The Colorado & Southern Railway Co.	Walla Walla Valley Railway Company
The Duluth Union Depot & Transfer Co.	Lemhi Telephone Company
Fort Worth & Denver Railway Company	BN Transport Inc.
(Includes Joint Texas Division)	Burlington Northern Air Freight Inc.
St. Louis & Kansas City Land Company	Western Fruit Express Company
BNL Development Corporation	Northern Airmotive Inc.

The allocation of charges necessary for funding the pension will be made in such manner and at such times as the Employers shall determine.

As required by Canadian Law, 11 Burlington Northern Inc. employees in Canada are covered by a Canadian Pension Plan. The plan was established January 1, 1971, (effective July 1, 1971), and is administered by the Royal Trust Company, Vancouver, B.C.

NOTES AND REMARKS

(e) (1) Investment in stock and securities of respondent and affiliated companies

Eurlington Northern Inc.	Common Stock	5,000 shares
--------------------------	--------------	--------------

Minnesota Transfer Railway Company	Sinking Fund 3.75% Reg. Bonds	
	due 6/1/76 - C	Face Amount
		\$165,000

Trailer Train Co.	Reg. Bonds of Conditional Sales Agreement	
	and Equipment Trust Certificates	
	Face Amount	\$187,000

7. Respondent carries a services interruption policy with the Imperial Insurance Company, Limited, under which it will be entitled to \$1,215,233 daily indemnity for certain work stoppage losses. In the event such losses are sustained by other railroads holding similar policies, respondent may be obligated to pay the maximum amount of twenty times the daily indemnity.

(Note 4) *Under sinking fund provisions of respondent's General Mortgage Series N, O, P and Q Bonds respondent is required annually as of December 31st to appropriate (dependent on income for the respective year) this amount, presently, to be paid to the Trustee of the General Mortgage on July 1st in the subsequent year (See Schedule 305, page 20, Col. (b), line 8 for 1974 appropriation). In lieu of cash payment respondent, in order to satisfy the sinking fund requirement, delivers to the Trustee, on or before that date, a like par amount of General Mortgage Bonds that have been redeemed by cash prior to their maturity.

Road Initials:

BN

Year: 1974

15

NOTES AND REMARKS

300. INCOME ACCOUNT FOR THE YEAR

1. Give the Income Account of the respondent for the year in accordance with the rules prescribed in the Uniform System of Accounts for Railroad Companies.

2. In column (d) show against the appropriate account the amount of income that is offset by deductions in other income accounts of respondent so far as they relate to companies the operations of which are covered by this operating report, the amount of such deductions or dispositions to be also shown against appropriate accounts. For example, road (A) operates road (B) under

lease for a rental of \$1,000,000, but road (A) owns 50 percent of the stock of road (B) on which it receives \$250,000 in dividends. The entries in column (c) should be: Account No. 513, "Dividend income," \$250,000; Account No. 542, "Rent for leased roads and equipment," \$250,000. Again, if road (C) has issued its own securities to acquire a part or all of the securities of road (D), a separately operated carrier, no entries should be made in column (d) by road (C) even though dividends or interest be received on such securities held by road (C). But if road (D) is a

Line No.	Item (a)	Amount for current year (b)	Amount for preceding year (c)	Off setting debits and credits for current year (d)
	ORDINARY ITEMS			
	OPERATING INCOME			
	Railway Operating Income			
1	(501) Railway operating revenues (p. 73) <i>1,290,829</i>	1 290 829	1 093 603	
2	(531) Railway operating expenses (p. 74) <i>1,026,656</i>	1 026 656	903 803	
3	Net revenue from railway operations <i>264,173</i>	264 173	189 800	
4	(532) Railway tax accruals (p. 86) <i>147,666</i>	147 666	109 611	
5	(533) Provision for deferred taxes (p. 87) <i>1190</i>	1 190		
6	Railway operating income <i>115,317</i>	115 317	80 189	
	Rent Income			
7	(503) Hire of freight cars and highway revenue equipment—			
	Credit balance (p. 90)			
8	(504) Rent from locomotives (p. 91)	1 570	1 192	
9	(505) Rent from passenger-train cars (p. 91)	5	11	
10	(506) Rent from floating equipment			
11	(507) Rent from work equipment	186	109	
12	(508) Joint facility rent income <i>GAAP</i>	5 269	5 324	
13	Total rent income <i>96,269</i>	7 030	6 636	
	Rents Payable			
14	(536) Hire of freight cars and highway revenue equipment—			
	Debit balance (p. 90)	35 953	31 299	
15	(537) Rent for locomotives (p. 91)	9 648	7 305	
16	(538) Rent for passenger-train cars (p. 91)	746	730	
17	(539) Rent for floating equipment			
18	(540) Rent for work equipment	1	2	
19	(541) Joint facility rents	4 169	4 007	
20	Total rents payable <i>GAAP 139,756</i>	50 517	43 343	
21	Net rents (lines 13, 20) <i>46,269</i>	(43 487)	(36 707)	
22	Net railway operating income (lines 6, 21) <i>71,557</i>	71 830	43 482	
	Other Income			
23	(502) Revenues from miscellaneous operations (p. 53)			
24	(506) Income from lease of road and equipment (p. 88)	17	15	
25	(510) Miscellaneous rent income (p. 88)	7 179	6 332	
26	(511) Income from nonoperating property (p. 53)	38 606	33 213	
27	(512) Separately operated properties—Profit (p. 89)			
28	(513) Dividend income (from investments under cost only)	130	844	
29	(514) Interest income	10 338	3 804	
30	(516) Income from sinking and other reserve funds	1 374	1 050	
31	(517) Release of premiums on funded debt			
32	(518) Contributions from other companies			
33	(519) Miscellaneous income (p. 94) <i>(a1)</i>	6 982	6 508	
34	Dividend income (from investments under equity only) <i>GAAP 686</i>	686		
35	Undistributed earnings (losses)	6 201		
36	Equity in earnings (losses) of affiliated companies (lines 34, 35) <i>GAAP</i>	6 887		
37	Total other income	71 513	51 766	
38	Total income (lines 22, 37)	143 343	95 248	
	Miscellaneous Deductions From Income			
39	(534) Expenses of miscellaneous operations (p. 53)			
40	(535) Taxes on miscellaneous operating property (p. 53)			
41	(543) Miscellaneous rents (p. 93)	145	122	
42	(544) Miscellaneous tax accruals (p. 53)	3 300	3 617	
43	(545) Separately operated properties—Loss (p. 89)	30	166	

300. INCOME ACCOUNT FOR THE YEAR—Continued

"proprietary" company for which no separate operating report is rendered, appropriate entries in column (d) should be made by road (C). If a leased road is assigned to another company for operation, the rent paid should be offset by the rent received. The examples indicated should not be taken to exclude others of a similar nature.

3. Returns for the year reported on lines 1 to 22, inclusive, should be analyzed in columns (e) to (k) in accordance with the Commission's rules governing the separation of operating expenses between freight and passenger service; railroads.

4. Any unusual accruals involving substantial amounts included in column (a) on lines 7 to 54,

inclusive, should be fully explained in a footnote.

5. All contra entries hereunder should be indicated in parenthesis. (Dollars in thousands)

6. Line 28 includes only dividends from investments accounted for under the cost method. Line 34 includes only dividends accounted for under the equity method. Line 35 includes the undistributed earnings from investments accounted for under the equity method. Line 36 represents the earnings (losses) of investee companies accounted for under the equity method.

RAIL-LINE, INCLUDING WATER TRANSFERS						Other items not related to either freight or to passenger and allied services (k)	Line No.
Related solely to freight service (e)	Apportioned to freight service (f)	Total freight service (g)	Related solely to passenger and allied services (h)	Apportioned to passenger and allied services (i)	Total passenger service (j)		
\$	\$	\$	\$	\$	\$	\$	
1 276 388		1 276 388	14 441		14 441		1
798 983	211 386	1 010 369	11 517	4 770	16 287		2
x x x x x	x x x x x	266 019	x x x x x	x x x x x	(1 846)		3
120 416	25 290	145 706	1 389	571	1 960		4
1 190		1 190					5
x x x x x	x x x x x	119 123	x x x x x	x x x x x	(3 806)		6
							7
1 561		1 561	9		9		8
			5		5		9
							10
38	147	185		1	1		11
4 658	606	5 264		5	5		12
x x x x x	x x x x x	7 010	x x x x x	x x x x x	20		13
35 953		35 953					14
9 580		9 580	68		68		15
			746		746		16
							17
	1	1					18
3 570	18	3 588	577	4	581		19
x x x x x	x x x x x	49 122	x x x x x	x x x x x	1 395		20
x x x x x	x x x x x	(42 112)	x x x x x	x x x x x	(1 375)		21
x x x x x	x x x x x	77 011	x x x x x	x x x x x	(5 181)		22

If this report is made for a system, list hereunder the names of all companies included in the system returns:

71,513
65,312
6,201

300. INCOME ACCOUNT FOR THE YEAR—Concluded

Line No.	Item (a)	Amount for current year (b)	Amount for preceding year (c)	Offsetting debits and credits for current year (d)
44	(549) Maintenance of investment organization	\$	\$	\$
45	(550) Income transferred to other companies			
46	(551) Miscellaneous income charges (p. 94)	6 185	5 552	
47	Total miscellaneous deductions	9 660	9 457	
48	Income available for fixed charges (lines 38, 47)	133 683	85 791	
	Fixed Charges			
49	(542) Rent for leased roads and equipment (p. 92)	809	917	
	(546) Interest on funded debt:			
50	(a) Fixed interest not in default	48 248	45 114	
51	(b) Interest in default			
52	(547) Interest on unfunded debt	1 434	520	
53	(548) Amortization of discount on funded debt	632	584	
54	Total fixed charges	51 123	47 135	
55	Income after fixed charges (lines 49, 54)	82 560	38 656	
	Other Deductions			
56	(546) Interest on funded debt:			
57	(c) Contingent interest			
	Ordinary income (lines 55, 56)	82 560	38 656	
	EXTRAORDINARY AND PRIOR PERIOD ITEMS			
58	(570) Extraordinary items - Net Credit (Debit) (p. 94)			
59	(580) Prior period items - Net Credit (Debit) (p. 94)			
60	(590) Income taxes on extraordinary and prior period items - Debit (Credit) (p. 94)			
61	(591) Provision for deferred taxes - Extraordinary and prior period items (p. 87)			
62	Total extraordinary and prior period items - Credit (Debit)			
63	Net income transferred to Retained Income - Unappropriated (lines 57, 62)	82 560	38 656	

NOTE — See page 19 for explanatory notes, which are an integral part of the Income Account for the Year.

In accordance with Docket No. 34178 (Sub-No. 2), show below the effect of deferred taxes on prior years net income as reported in annual reports to the Commission. Debit amounts in columns (b) and (d), and credit amounts in column (c) should be indicated by parentheses.

(Dollars in thousands)

Year (a)	Net income as reported (b)	Provision for deferred taxes (c)	Net effect - Restatement of Current FIT* (d)	Adjusted net income (e)
1973	\$ 38 656	\$ (118)	\$ (1 355)	\$ 40 129
1972	40 961	704	2 670	37 587
1971	(36 542)	9 386	(6 579)	(39 349)

*Prior years current Federal Income Taxes have been restated to reflect retroactively the reversal of certain timing differences with respect to tax effect of Amtrak and merger extraordinary charges.

INCOME ACCOUNT FOR THE YEAR—EXPLANATORY NOTES

The space below is provided for the purpose of disclosing additional information concerning items of income for the current year. Each carrier shall give the particulars of items herein. Enter in separate notes with suitable explanation, amounts included in income accounts in connection with any unusual and material accrual or changeover in accounting practice, and other matters of the character commonly disclosed in financial statements under generally accepted accounting and reporting principles. Minor items which have no consequential effect on net income for the

year need not be reported. If carrier has nothing to report, insert the word "None". The tax consequences of use of accelerated depreciation and tax guideline service lives, the investment tax credit, as well as other unusual and significant tax items and matters, are to be disclosed in Schedule 350, under Section C pertaining to analysis of Federal income taxes. The explanation of items included in accounts 570, "Extraordinary items"; 580, "Prior period items"; and 590, "Income taxes on extraordinary and prior period items" are to be disclosed in Schedule 396, page 94.

Account No. 536, Hire of freight cars and highway revenue equipment - Page 16, Line 14, Column (b) and (c) includes \$3,935(000) credit, Extended Incentive per diem, \$1,675(000) of which is for the year 1973 with the balance of \$2,260(000) applicable to 1974, per Accounting Series Circular No. 142, Supplement 3.

305. RETAINED INCOME - UNAPPROPRIATED

1. Show hereunder the items of the Retained Income Accounts of the respondent for the year, classified in accordance with the Uniform System of Accounts for Railroad Companies.

2. All contra entries hereunder should be indicated in parentheses.

3. Indicate under "Remarks" the amount of assigned Federal income tax consequences, accounts 606 and 616.

4. Segregate in column (c) all amounts applicable to the equity in un-

distributed earnings (losses) of affiliated companies based on the equity method of accounting.

5. Line 2 (line 6 if debit balance), column (c), should agree with line 36, column (b), schedule 300. The total of columns (b) and (c), lines 2 and 6, should agree with line 63, column (b), schedule 300.

6. Include in column (b) only amounts applicable to retained income exclusive of any amounts included in column (c). (Dollars in Thousands)

Line No.	Item (a)	Amount (b)	Amount (c)
1	Unappropriated retained income (b) and equity in undistributed earnings (losses) of affiliated companies (c) at beginning of year*	\$ 813 702	\$ 125 653
	CREDITS		
2	(602) Credit balance transferred from income	76 359	6 201
3	(606) Other credits to retained income	6 009	
4	(622) Appropriations released	82 368	6 201
5	Total		
	DEBITS		
6	(612) Debit balance transferred from income		
7	(616) Other debits to retained income	1 125	
8	(620) Appropriations for sinking and other reserve funds	6 139	
9	(621) Appropriations for other purposes	21 587	(22)
10	(623) Dividends (p. 20)	28 851	(22)
11	Total	53 517	6 223
12	Net increase (decrease) during year*		
13	Unappropriated retained income (b) and equity in undistributed earnings (losses) of affiliated companies (c) at end of year*	867 219	131 876
14	Balance from line 13 (c)*	131 876	x x x x x
15	Total unappropriated retained income and equity in undistributed earnings (losses) of affiliated companies at end of year*	999 095	x x x x x
	Remarks		
	Amount of assigned Federal income tax consequences:		
16	Account 606	None	x x x x x
17	Account 616	None	x x x x x

*Amount in parentheses indicates debit balance.

Note: See p. 94, schedule 396, for analysis for Retained Income Accounts.

308. DIVIDEND APPROPRIATIONS

1. Give particulars of each dividend declared. For par value or nonpar stock, show in column (d) the respective total par value or total number of shares on which dividend was declared and the corresponding rate percent or per share in column (b) or (c). If any such dividend was payable in anything other than cash, explain the matter fully in a footnote.

2. If an obligation of any character has been incurred for the purpose of procuring funds for the payment of any dividend or for the purpose of

replenishing the treasury of the respondent after payment of any dividend, give full particulars in a footnote. If any class of stock received a return not reportable in this schedule, state the particulars of the case in a footnote.

3. The sum of the dividends stated in column (e) should equal the amount shown in schedule No. 305.

Line No.	Name of security on which dividend was declared (a)	Rate percent (par value stock) or rate per share (nonpar stock)		Total par value of stock or total number of shares of nonpar stock on which dividend was declared (d)	Dividends (account 623) (e)	DATES	
		Regular (b)	Extra (c)			Declared (f)	Payable (g)
1	Common stock	\$.375		12 438 421	4 664	1-14-74	3- 1-74
2	Preferred "	.1375		3 081 698	424	1-14-74	3- 1-74
3	Common "	.375		12 438 421	4 664	4-29-74	6- 1-74
4	Preferred "	.1375		3 081 698	424	4-29-74	6- 1-74
5	Common "	.425		12 438 421	5 286	7-28-74	9- 3-74
6	Preferred "	.1375		3 081 698	424	7-28-74	9- 3-74
7	Common "	.425		12 438 421	5 287	10-21-74	12- 2-74
8	Preferred "	.1375		3 081 698	423	10-21-74	12- 2-74
9	Common "	.375		(5 000)	(9)*		
10					(22)		
11	*Adjustment of Three Payments in 1973 and Two Payments in 1974 for stock held in						
12	insurance fund.				21 587		
13				Total	21 587		

309. STATEMENT OF CHANGES IN FINANCIAL POSITION

Give the information as requested concerning the source and application of funds during the year. Funds for the purpose of this schedule shall include all assets or financial resources even though a transaction may not directly affect cash or working capital. For example, the purchase of property in exchange for shares of stock or bonds would be an applica-

tion of funds for investment in property provided by the issue of securities. Sources and uses of funds should be individually disclosed. For example, outlays for fixed assets should not be reported net of retirements.

(Dollars in thousands)

Line No.	Item (a)	Amount (b)	Amount (c)
		\$	
	Sources of funds:		
1	Net income (page 18, line 58)	82 560	
	Add non-cash charges for:		
2	Depreciation and amortization	62 586	
	Retirements of nondepreciable property	2 948	
	Add non-cash charges for additions (deduct for decreases) to reserves:		
4	Pension and welfare reserves	(169)	
5	Insurance reserves		
6	Casualty and other reserves	1 032	
7	Interest in default		
8	Other important items (specify) Miscellaneous items	(1 116)	
9	Deferred income taxes	1 190	
			\$ 149 031
10	Funds provided by operations		
11	Proceeds from sale of capital stock of own issue		
12	Proceeds from sale of funded debt and other obligations of own issue (except equipment obligations)		61 446
13	Proceeds from sale of equipment obligations of own issue		26 907
14	Book value of depreciable transportation property retired during year	52 647	
15	Less service value charged to accrued depreciation account	33 560	19 087
16	Net book value of miscellaneous physical property disposed of during year		1 656
17	Net book value of investment securities disposed of during year		700
18	Advances, notes and other debts repaid by affiliated companies		13 342
19	Advances, notes and other debts repaid by other companies		1 107
20	Net decrease in sinking and other reserve funds		
21	Net decrease in working capital (total current assets less total current liabilities)*		
22	Other sources (specify)		
23	Tax benefit of track amortization deduction.		22 502
24	Miscellaneous items.		8 944
25			
26	Total sources of funds (should be same as line 43)		304 722
	Application of funds:		
27	Investment in transportation property (excluding donations and grants)		107 080
28	Investment in miscellaneous physical property		3 434
29	Investments and advances, affiliated ICC regulated carriers	12 901	
30	Investments and advances, other affiliated companies	12 925	25 826
31	Investments in nonaffiliated companies		1 053
32	Advances, notes and other debts repaid to other companies - Net		213
33	Capital stock of own issue reacquired		
34	Funded debt and other obligations paid or reacquired (except equipment obligations)		41 950
35	Equipment obligations paid or reacquired		41 468
36	Net increase in sinking and other reserve funds		7 666
37	Payment of dividends (other than stock dividends)		21 587
38	Net increase in working capital*		54 445
39	Other applications (specify)		
40			
41			
42			
43	Total application of funds (should be same as line 26)		304 722

* For the purpose of this schedule, account 764, Long-term Debt Due Within One Year, shall be classified as a current liability in the determination of working capital.

NOTES AND REMARKS

201. ITEMS IN SELECTED CURRENT ASSET ACCOUNTS

Give brief description for each item or class of items of like description in accounts Nos. 702, "Temporary cash investments"; 703, "Special deposits"; 704, "Loans and notes receivable"; 709, "Accrued accounts receivable"; 711, "Prepayments"; and 713, "Other current assets," at the close of the year. Show description of the temporary cash investments, the names of depositaries for the special deposits, the character of loans and notes, with name of debtor (or class of debtors), dates of issue and maturity, and appropriate description for each class of accrued accounts receivable and for the other current assets. Show

the three largest items in each account regardless of the dollar amount, and all other items (or the aggregate of a class of items of like description, amounting to less than \$250,000 may be combined into a single entry designated "Other items, each less than \$250,000". The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in schedule 200. In case the character of any item is not fully disclosed by the entries in the columns hereunder, make a full explanation in a footnote.

Line No.	Account No. (a)	Item (b)	(Dollars in Thousands)	Amount (c)
				\$
1	702	Temporary Cash Investments:		
2		Certificates of deposits - Various dates		60 811
3		U.S. Treasury obligations - Various dates		13 272
4		Total Account 702		74 083
5	703	Special Deposits:		
6		Morgan Guaranty Trust Company of New York		
7		Dividend Account - Common		157
8		Interest - NP General Lien 3% Bonds due 1-1-2047		123
9		Principal and interest - NP R&I 4½% Series A Bonds		73
10		Other items, each less than \$250,000		390
11		Total Account 703		743
12	704	Loans and Notes Receivable:		
13		Miscellaneous contracts:		
14		New England Fish Co.		38
15		Terminal Transfer Inc.		31
16		Twin City Food Inc.		33
17		Other items, each less than \$250,000		303
18		Total Account 704		405
19	709	Accrued Accounts Receivable:		
20		Transportation revenues		54 099
21		Amounts due from foreign lines		14 728
22		Miscellaneous bills		3 737
23		NRPC revenue		2 715
24		Construction expenditures		2 349
25		Car repair program		1 474
26		Oil and gas sales		1 152
27		Timber sales		557
28		Federal income tax refund		469
29		Other items, each less than \$250,000		406
30		Total Account 709		81 686
31	711	Prepayments:		
32		Freight car rental		1 064
33		Locomotive rental		1 449
34		West Suburban Mass Transit rental		770
35		Other items, each less than \$250,000		156
36		Total Account 711		3 439
37	713	Other Current Assets:		
38		Advanced freight charges		543
39		Log inventory		879
40		Chicago Railroad Terminal Information System, Inc.		5
41		Total Account 713		1 427
42				
43				

204. SINKING, CAPITAL, INSURANCE, AND OTHER RESERVE FUNDS

Give the particulars called for with respect to reserve funds included in accounts Nos. 715, "Sinking funds"; 716, "Capital and other reserve funds"; and 717, "Insurance and other funds."

Except for deposits held by trustees for proceeds from sale of mortgaged properties, unspent proceeds from sale of equipment obligations, or the value of cars destroyed pledged under equipment financing obligations, which may be reported in total for each category the designation of the individual fund as carried in the respondent's records should be

entered in Column (b). The entry should indicate the kind of fund, such as sinking, capital, property insurance, pension or relief; the rate of interest, if any; and the date of maturity.

Show the three largest funds in each account, and funds earmarked incentive per diem, regardless of the dollar amount, and all other funds where the amount reportable in Columns (d), (e), (f) or (g) is \$250,000, or more. Each fund amounting to less than \$250,000 may be combined into a single entry designated "Other items, each less than \$250,000"

Line No.	Account No.	Name, kind, and purpose of fund	Name of trustee or depository
	(a)	(b)	(c)
1	715	<u>Sinking Fund</u> Series	
2		First & Rfdg. Mtge.Bds. 3-1/8% 1985	First National City Bank, New York
3		First & Rfdg. Mtge.Bds. 3% 1990	First National City Bank, New York
4		Total Account 715	
5			
6	716	<u>Capital and other Reserve Funds</u>	
7		Mortgaged property sold	Various
8		* Equip. oblig. - Unapplied proceeds	Various
9		* Destroyed equipment	Various
10		Suburban escrow	Northern Trust Co., Chicago
11		Incentive Per Diem	The First National Bank of St. Paul
12		Construction fund - Havelock Shop	First National Bank & Trust Co.
13			of Lincoln
14		Total Account 716	
15			
16			
17			
18	717	<u>Insurance and Other Funds</u>	
19		Self insurance fund	The First National Bank of Chicago
20		Service interruption insurance	Barclay's Bank Intl. Ltd. Cayman Is.
21		Total Account 717	
22			
23			
24			
25			
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27			
28			
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41			

Includes income of \$ 180 (000) earned on earmarked incentive per diem funds. (Net of income tax)

*Includes equipment delivered in 1974, payable in January, 1975.

204. SINKING, CAPITAL, INSURANCE, AND OTHER RESERVE FUNDS—Concluded

Insert totals separately for each account. Such totals of columns (g) and (j) should be the same as those stated in short columns (a₁) and (a₂), respectively, in the comparative general balance sheet statement. Entries in column (g) should be the sums of corresponding entries in columns (d) and (e), less those shown in column (f), and the sum of entries in columns (h), (i), and (j) should equal those in column (g).

All conversions of cash into securities, or vice versa, shall be treated as withdrawals from the fund in column (f) and as additions to the fund in

column (e).

Funds representing net credit balances of earmarked incentive per diem should be reported separately for each year. The amount of income earned on these funds should be reported in footnote to this schedule. Wholly owned Canadian subsidiary lines should subdivide the earmarked funds between monies received from Canadian parent companies as a result of incentive charges and the carrier's own credit balances.

(Dollars in thousands)

Balance at beginning of year—Book value (d)	Additions during the year—Book value (e)	Withdrawals during the year—Book value (f)	Balance at close of year—Book value (g)	Assets in Funds at Close of Year			Line No.
				Cash (h)	Securities issued or assumed by respondent (i)	Other securities and invested assets (j)	
\$							1
							2
1			1	1			3
1			1	1			4
							5
							6
1 985	23 483	23 983	1 485	1 375		110	7
81	32 935	25 942	7 073	(1 077)		8 150	8
3 404	1 604	2 782	2 226	(573)		2 799	9
425	60	62	423	3		420	10
698	6 139 ⁽¹⁾	4 885	1 952	3		1 949	11
							12
159	2	161					13
6 751	64 223	57 815	13 159	(269)		13 428	14
							15
							16
							17
							18
4 575	1 180	14	5 741	9		5 732	19
1 126	92		1 218	1 218			20
5 701	1 272	14	6 959	1 227		5 732	21
							22
							23
							24
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							41

NOTES AND REMARKS

Footnotes to Schedule 205. Investments in Affiliated Companies

(a)	4% on Preferred \$551 - .25% on Common \$74		
*	Common \$16,719, 1st Preferred \$4,847, 2nd Preferred \$5,810		
#	Account 723 Reserve for adjustment of investments in securities - Credit		
	BN Transport Inc.	Common Stock	\$ 118
	Duluth Union Depot & Transfer Co., The	" "	300
	Oregon Trunk Railway	" "	1 998
	Oregon Electric Railway Company	" "	6 920
	St. Paul Union Depot Company	" "	285
	St. Paul Union Depot Company	Investment Advances	2 711
	St. Louis and Kansas City Land Co.	" "	3 264
			<u>\$15 596</u>

Obligations in Support of Which Any Security Is Pledged, Mortgaged, Etc.:

Footnote A - Pledged under C. B. & Q. First and Refunding Mortgage, G. N. General Gold Bond Mortgage and B. N. Inc. Consolidated Mortgage.

Footnote B - Pledged under C. B. & Q. First and Refunding Mortgage subject to Stock Trust Agreement of 6-12-09 under which 1,828-1/3 shares are held by the First Natl. Bank of Kansas City, Trustee, and 5 shares are held by First Natl. City Bank of New York Trustee. Also subject to G. N. General Gold Bond Mortgage.

Footnote C - 913 Shares are subject to N. P. Prior Lien Mortgage and the N. P. General Lien Mortgage and to the B. N. Inc. Consolidated Mortgage. 913 Shares are subject to the G. N. General Gold Bond Mortgage and to the B. N. Inc. Consolidated Mortgage. 913 Shares are subject to the C. B. & Q. First and Refunding Mortgage, and the G. N. General Gold Bond Mortgage and B. N. Inc. Consolidated Mortgage.

Footnote D - 437.5 Shares are subject to the N. P. Prior Lien Mortgage, the N. P. General Lien Mortgage, and to the B. N. Inc. Consolidated Mortgage. 598.5 Shares are subject to the B. N. Inc. Consolidated Mortgage. 1036 Shares are subject to the G. N. General Gold Bond Mortgage and to the B. N. Inc. Consolidated Mortgage. 1036 Shares are subject to the C. B. & Q. First and Refunding Mortgage, and the G. N. General Gold Bond Mortgage and B. N. Inc. Consolidated Mortgage.

Footnote E - 1500 Shares are pledged under the N. P. Prior Lien Mortgage, the N. P. General Lien Mortgage, and the B. N. Inc. Consolidated Mortgage. 1500 Shares are subject to the N. P. St. Paul-Duluth Division Mortgage and to the B. N. Inc. Consolidated Mortgage.

Footnote F - 1678 Shares are pledged under the G. N. General Gold Bond Mortgage and the B. N. Inc. Consolidated Mortgage. 1678 Shares are pledged under the B. N. Inc. Consolidated Mortgage.

Footnote G - 19,475 Common, 3,800 Deferred, 755 Preferred Shares of Oregon Electric Railway Company, and 9,975 Shares of Oregon Trunk Railway are pledged under the S. P. & S. Railway Company First Mortgage.

Footnote H - Pledged under C. B. & Q. First and Refunding Mortgage, and G. N. General Gold Bond Mortgage.

PARTICULARS OF JOINT CONTROL See Schedule 104A.

GENERAL INSTRUCTIONS CONCERNING RETURNS IN SCHEDULES 205 AND 206

1. Schedules 205 and 206 should give particulars of stocks, bonds, other secured obligations, unsecured notes, and investment advances of affiliated and nonaffiliated companies held by respondent at close of year specifically as investments including obligations of the United States, of a State or local government, or of an individual, so held; investments made, disposed of, or written down during the year; and dividends and interest credited to income. They should exclude securities issued or assumed by respondent. For definition of affiliated companies, see the rules governing account No. 721, "Investments in affiliated companies," in the Uniform System of Accounts for Railroad Companies.

2. These investments should be subdivided to show the book value pledged, unpledged, and held in fund accounts. Under "pledged" include the book value of securities recorded in accounts Nos. 721, "Investments in affiliated companies," and 722 "Other investments," which are deposited with some pledgee or other trustee, or held subject to the lien of a chattel mortgage, or subject to any other restriction or condition which makes them unavailable for general corporate purposes. "Unpledged" should include all securities held by or for the respondent free from any lien or restriction, recorded in the accounts mentioned above. Under "In sinking, insurance, and other funds" include the book value of securities recorded in accounts Nos. 715, "Sinking funds"; 716, "Capital and other reserve funds"; and 717, "Insurance and other funds."

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

(A) Stocks:

- (1) Carriers—active.
- (2) Carriers—inactive.
- (3) Noncarriers—active.
- (4) Noncarriers—inactive.

(B) Bonds (including U. S. Government Bonds):

(C) Other secured obligations:

(D) Unsecured notes:

(E) Investment advances:

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

5. 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.

6. By carriers, as the term is here used, 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.

7. Noncarrier companies should, for the purposes 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.

8. 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.

9. Any balance in account 723, Reserve for adjustment of investment in securities - Credit, shall be disclosed by footnote to the securities against which such reserves were established.

10. Show dollars in thousands.

NOTES AND REMARKS

205. INVESTMENTS IN AFFILIATED COMPANIES

1. Give particulars of investments in stocks, bonds, other secured obligations, unsecured notes, and investment advances of companies affiliated with respondent, included in accounts Nos. 715, "Sinking funds"; 716, "Capital and other reserve funds"; 721, "Investments in affiliated companies"; and 717, "Insurance and other funds."

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 27, classifying the investments by means of letters, figures, and symbols in columns (a), (b), and (c).

3. Indicate by means of an arbitrary mark in column (d) the obligation in support of which any security is pledged, mortgaged, or otherwise

encumbered, giving names and other important particulars of such obligations in footnotes.

4. Give totals for each class and for each subclass and a grand total for each account.

5. Entries in column (d) should show date of maturity of bonds and other evidences of indebtedness. In case obligations of the same designation mature serially, the date in column (d) may be reported as "Serially 19__ to 19__". In making entries in this column, abbreviations in common use in standard financial publications may be used where necessary on account of limited space.

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company and description of security held; also lien reference if any	Extent of control	INVESTMENTS AT CLOSE OF YEAR	
						Book Value of Amount Held at Close of Year	
						Pledged	Unpledged
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
1	721	A-1	VII	Belt Railway of Chicago, The	% \$		\$
2				BN Transport Inc.	7.69 A	240	
3				Burlington Northern (Manitoba) Ltd.	100.00		3 024
4				Camas Prairie Railroad Co.	100.00		4 800
5				Chicago Union Station Co.	50.00		50
6				Colorado and Southern Railway Co., The	25.00 A		
7				Davenport, Rock Island & N.W. Ry. Co.	90.57 A	22 580	4 796
8				Delta Alaska Terminal Ltd.	50.00 A	1 747	1
9				Denver Union Terminal Railway Co.	66.67		6
10				Duluth Union Depot & Tfr. Co., The	16.67 A	5	
11				Iowa Transfer Railway Co.	100.00 E	300	
12				Kansas City Terminal Railway Co.	20.00 A	16	
13				Keokuk Union Depot Co.	8.33 A&B	100	
14				Lake Superior Term. & Tfr. Ry. Co., The	40.00 A	8	
15				Longview Switching Co.	66.67 F	336	4
16				Midland Continental Railroad	33.34		1
17				Mpls., Anoka & Cuyuna Range R.R. Co.	50.00		
18				Minnesota Transfer Railway Co., The	100.00		81
19				Oregon, California & Eastern Ry. Co.	33.33 C	274	
20				Oregon Electric Railway Co.-Common	50.00		
21				" " " " -Common	100.00 G	19 349	25
22				" " " " -Deferred	100.00 G	430	
23				" " " " -Preferred	100.00 G	48	79
24				Oregon Trunk Railway - Common	100.00 G	18 591	3
25				Paducah & Illinois Railroad Co.	33.33 A	3	
26				Portal Pipe Line Co.	50.00		875
27				Portland Terminal Railroad Co.	40.00		1 880
28				Pullman Company, The	2.97		608
29				St. Paul Union Depot Co., The	37.50 D	392	
30				Spokane, Portland & Seattle Ry. Co.	100.00		40 000
31				Terminal Railroad Assn. of St. Louis	6.25 A		
32				Trailer Train Co.	7.32		243
33				Walla Walla Valley Railway Co.	100.00		145
34				Western Fruit Express Co.	97.14		6 800
35				Winona Bridge Ry. Co.	56.67		
36				Total Class A 1		64 419	63 421
37	721	A-3	VI	BNL Development Corp.	100.00		
38			IV	Burlington Equipment Company	100.00		1 900
39			X	Glacier Park Company	100.00		5
40			VII	Lemhi Telephone Company	100.00		12 188
41			I	Plum Creek Lumber Co.	100.00		86
42			VI	Ruth Realty Company	100.00		6 056
43			VI	St. Louis & Kansas City Land Company	100.00		101
44				Total Class A 3			100
45				Total Class A		64 419	20 436
46				Total Forwarded		64 419	83 857
							83 857

See footnotes on Page 26

205. INVESTMENTS IN AFFILIATED COMPANIES—Continued

6. If any of the companies included in this schedule are controlled by respondent, the percent of control should be given in column (e). In case any company listed is controlled other than through actual ownership of securities, give particulars in a footnote. In cases of joint control, give names of other parties and particulars of control.

7. If any advances reported are pledged, give particulars in a footnote.

8. Particulars of investments made, disposed of, or written down during the year should be given in columns (j) to (h) inclusive. If the cost of any investment made during the year differs from the book value report-

ed in column (j), explain the matter in a footnote. By "cost" is meant the consideration given minus accrued interest or dividends included therein. If the consideration given or received for such investments was other than cash, describe the transaction in a footnote. Identify all entries in column (k), which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

9. This schedule should not include securities issued or assumed by respondent. (Dollars in Thousands)

INVESTMENTS AT CLOSE OF YEAR		Book value of investments made during year (j)	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		DIVIDENDS OR INTEREST DURING YEAR		Line No.
Book Value of Amount Held at Close of Year			Book value (k)	Selling price (l)	Rate (m)	Amount credited to income (n)	
In sinking, insurance, and other funds (h)	Total book value (i)						
\$	\$	\$	\$	\$	%	\$	
	240						1
	3 024	#					2
	4 800						3
	50						4
	27 376	*			(a)	625	5
	1 748						6
	6						7
	5						8
	300	#					9
	16						10
	100						11
	8						12
	340						13
	1						14
	81						15
	274						16
							17
			320	320			18
	18 374	#					19
	430						20
	127						21
	18 594	#					22
	3						23
	875				7	61	24
	1 880						25
	608						26
	392						27
	40 000						28
							29
	243						30
	145						31
	6 800						32
							33
	127 840		320	320		686	34
							35
	1 900	1 900					36
	5						37
	12 188						38
	86						39
	6 058						40
	101						41
	100						42
							43
	20 436	1 900					44
	148 276	1 900	320	320		686	45
	148 276	1 900	320	320		686	46

205. INVESTMENTS IN AFFILIATED COMPANIES—Continued

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company and description of security held; also lien reference, if any	Extent of control	INVESTMENTS AT CLOSE OF YEAR	
						Book Value of Amount Held at Close of Year	
						Pledged	Unpledged
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
47	721			Totals brought forward	% \$	64 419	\$ 83 857
48		B-1	VII	Chicago Union Station			
49			VII	Spokane, Portland & Seattle Ry. Co.		6 300	23 597
50				Total Class B		6 300	23 597
51							
52		D-1	VII	Burlington Northern Air Freight Inc.			780
53			VII	Delta Alaska Terminal Ltd.			78
54			VII	Duluth Union Depot & Tfr. Co., The 2-1-1912			28
55			VII	Duluth Union Depot & Tfr. Co., The 8-1-1914			5
56			VII	Fort Worth & Denver Ry. Co.			4 700
57			VII	Trailer Train Co.			772
58				Total Class D 1			6 363
59							
60							
61		D-3	X	Glacier Park Company			
62				Total Class D 3			
63				Total Class D			6 363
64							
65							
66		E-1	VII	Belt Railway Company of Chicago, The	H	434	424
67			VII	BN Transport Inc.			3 359
68			VII	Camas Prairie Railroad Company			379
69			VII	Chicago Union Station Company	H	6 796	2 920
70			VII	Colorado & Southern Railway Co.			1 394
71			VII	Davenport, Rock Island & North Western	H	1 219	
72			X	Denver Market & Produce Terminal, Inc.			
73			VII	Denver Union Terminal Railway Company	H	647	
74			VII	Duluth Union Depot & Tfr. Co., The			7
75			VII	Kansas City Terminal Railway Company	H	1 257	257
76			VII	Keokuk Union Depot Company	H	4	2
77			VII	Lake Superior Term. & Tfr. Ry. Co., The			210
78			VII	Longview Switching Company			59
79			VII	Minnesota Transfer Railway Co., The	H	353	681
80			VII	Oregon, California & Eastern Ry. Co.			
81			VII	Oregon Electric Ry. Co.			1 000
82			VII	Paducah & Illinois Railroad Company	H	1 452	
83			VII	Spokane, Portland & Seattle Ry. Co.			3 703
84			VII	St. Paul Union Depot Company, The	H	235	3 494
85			VII	Terminal Railroad Assn. of St. Louis			231
86			VII	Walla Walla Valley Railway Company			750
87				Total Class E 1		12 397	18 870
88		E-3	IV	Burlington Equipment Company			
89			X	Glacier Park Company			11 445
90			VI	Ruth Realty Company			2 248
91			VI	St. Louis & Kansas City Land Company			11 408
92							
93				Total Class E 3			25 101
94				Total Class E		12 397	43 971
95							
96				Grand Total Account 721		83 116	157 788
97							
98							
99							

See footnotes on Page 26

205. INVESTMENTS IN AFFILIATED COMPANIES—Concluded

INVESTMENTS AT CLOSE OF YEAR		Book value of investments made during year (j)	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		DIVIDENDS OR INTEREST DURING YEAR		Line No.
Book Value of Amount Held at Close of Year			Book value (k)	Selling price (l)	Rate (m)	Amount credited to income (n)	
In sinking, insurance, and other funds (h)	Total book value (i)						
\$	\$	\$	\$	\$	%	\$	
	148 276	1 900	320	320		686	47
			380	380	4-5/8	10	48
	29 897						49
	29 897		380	380		10	50
							51
	780	300	360	360	7	63	52
	78		22	22	5	5	53
	28						54
	5						55
	4 700	4 700			10	53	56
	772				6	54	57
	6 363	5 000	382	382		175	58
							59
			587	587	7	7	60
			587	587		7	61
	6 363	5 000	969	969		182	62
							63
							64
	858	101			6	47	65
	3 359		200	200			66
	379	38			6	18	67
	9 716	1 160	704	704			68
	1 394	1 394					69
	1 219	9					70
			3	3			71
	647						72
	7		1	1			73
	1 514						74
	6						75
	210		12	12	4	9	76
	59						77
	1 034	13			3	13	78
			867	867			79
	1 000	1 000					80
	1 452		28	28		66	81
	3 703	4 311	2 401	2 401			82
	3 729 #						83
	231	175			4	10	84
	750						85
	31 267	8 201	4 216	4 216		163	86
		5 209	5 209	5 209			87
	11 445	5 029	1 998	1 998			88
	2 248	484					89
	11 408 #	3	950	950			90
							91
	25 101	10 725	8 157	8 157			92
	56 368	18 926	12 373	12 373		163	93
							94
	240 904	25 826	14 042	14 042		1 041	95
							96
							97
							98
							99

206. OTHER INVESTMENTS

1. Give particulars of investments in stocks, bonds, other secured obligations, unsecured notes, and investment advances of others than affiliated companies, included in accounts Nos. 715, "Sinking funds"; 716, "Capital and other reserve funds"; 722, "Other investments"; and 717, "Insurance and other funds." Investments included in accounts Nos. 715, 716 and 717 held by trustees in lieu of cash deposits required under the governing instrument are not to be reported.

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 27, classifying the investments by means of letters, figures, and symbols in columns (a), (b), and

(c). Investment in U. S. Treasury obligations may be reported as one item.

3. Indicate by means of an arbitrary mark in column (d) the obligation in support of which any security is pledged, mortgaged, or otherwise encumbered, giving names and other important particulars of such obligations in footnotes.

4. Give totals for each class and for each subclass and a grand total for each account.

5. Entries in column (d) should show date of maturity of bonds and other evidences of indebtedness. In case obligations of the same designa-

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company or government and description of security held; also lien reference, if any	INVESTMENTS AT CLOSE OF YEAR	
					Book Value of Amount Held at Close of Year	
					Pledged	Unpledged
	(a)	(b)	(c)	(d)	(e)	(f)
1	716	B 3	IX	U. S. Treasury Obligations	\$	\$
2		D 3	VI	Caterpillar Tractor		
3			VI	Commerce Credit Corp.		
4			VI	The First National Bank of St. Paul		
5			VI	First National Bank, Boston		
6			VI	First National Bank, Chicago		
7			VI	Montgomery Ward Credit Corp.		
8			VI	The Northern Trust Co.		
9			VI	Sears Roebuck & Co.		
10				All other Investments		
11						
12				Total Account 716		
13						
14						
15						
16	717	A 3	VII	Commonwealth Edison Co. Preferred		
17			IV	American Hospital Supply Corp. Common		
18			V	Amfac, Inc. "		
19			V	Associated Dry Goods Corp. "		
20			V	Beatrice Foods Co. "		
21			VII	Burlington Northern Inc. "		
22			VI	Chase Manhattan Bank, Nat'l. Corp. "		
23			VII	Commonwealth Edison Co. "		
24			VII	Continental Telephone Corp. "		
25			IV	Damon Corp. "		
26			IV	Exxon Corp. "		
27			VI	First Bank System Inc. "		
28			IV	Ford Motor Co. "		
29			V	General Electric Co. "		
30			IV	General Motors Corp. "		
31			VII	Gulf States Utilities Co. "		
32			IV	International Business Machines Corp. "		
33			VII	International Tele. & Teleg. Corp. "		
34			V	Kraftco Corp. "		
35			VII	Long Island Lighting Co. "		
36			IV	Minnesota Mining & Manufacturing Co. "		
37			V	Monsanto Co. "		
38			VI	Northwest Bancorporation "		
39			IV	Pitney Bowes Inc. "		
40			VII	RCA Corp. "		
41			X	Rank Organisation Limited, The "		
42			X	Richardson - Merrill, Inc. "		
43			V	Sears Roebuck & Co. "		
44			IV	Sony Corp. "		
45			VII	Southern Co., The "		
46			VII	Southwestern Life Insurance Corp. "		

206. OTHER INVESTMENTS—Continued

tion mature serially, the date in column (d) may be reported as "Serially 19____ to 19____." In making entries in this column, abbreviations in common use in standard financial publications may be used where necessary on account of limited space.

6. If any advances reported are pledged, give particulars in a footnote.

7. Particulars of investments made, disposed of, or written down during the year should be given in columns (i) and (k). If the cost of any investment made during the year differs from the book value reported in

column (i), explain the matter in a footnote. By "cost" is meant the consideration given minus accrued interest or dividends included therein. If the consideration given or received for such investments was other than cash, describe the transaction in the footnote. Identify all entries in column (j) which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

(Dollars in Thousands)

INVESTMENTS AT CLOSE OF YEAR			Book value of investments made during year (i)	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		DIVIDENDS OR INTEREST DURING YEAR		Line No.
Book Value of Amount Held at Close of Year		Book value (j)		Selling price (k)	Rate (l)	Amount credited to income (m)		
In sinking, insurance, and other funds (g)	Total book value (h)							
\$	\$	\$	\$	\$	%	\$		
702	702	12 140	11 584	11 624	Var.	40	1	
		1 076	1 076	1 082	Var.	6	2	
		435	435	438	3.75	3	3	
1 247	1 247	15 179	13 932	14 095	Var.	174	4	
		717	717	723	9.875	6	5	
		1 490	1 490	1 504	10.875	14	6	
		430	780	786	Var.	4	7	
420	420	2 090	1 670	1 688	Var.	18	8	
		2 080	2 505	2 525	Var.	20	9	
11 059	11 059	54 015	46 423	46 774	Var.	759	10	
13 428	13 428	89 652	80 612	81 239		1 044	11	
							12	
							13	
							14	
			53	23	1.06875	2	15	
103	103				.30	1	16	
142	142	30			.70	4	17	
197	197	82			1.40	6	18	
175	175	37			.6675	4	19	
			202	167		(5)	20	
133	133	41			2.20	6	21	
109	109	54			2.30	6	22	
149	149	28			.98	6	23	
95	95						24	
218	218	68			5.00	13	25	
37	37				1.4125	2	26	
121	121				3.20	6	27	
89	89				1.60	3	28	
111	111	35			3.40	5	29	
124	124				1.12	7	30	
362	362	56			5.56	8	31	
128	128				1.43	4	32	
118	118	44			1.882	5	33	
44	44				1.46	2	34	
101	101				1.25	2	35	
58	58				2.30	3	36	
74	74	38			1.60	2	37	
87	87				.50	1	38	
177	177				1.00	5	39	
141	141	38			.118	1	40	
204	204	78			.61	4	41	
206	206				1.85	4	42	
210	210	91			.12823		43	
61	61				1.395	3	44	
105	105	50			.83	2	45	

206. OTHER INVESTMENTS—Continued

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company or government and description of security held; also lien reference, if any	INVESTMENTS AT CLOSE OF YEAR	
					Book Value of Amount at Close of Year	
					Pledged	Unpledged
	(a)	(b)	(c)	(d)	(e)	(f)
47	717	A 3	IV	Standard Brands, Inc. Common	\$	\$
48			IV	Standard Oil Co. of Ohio		
49			IV	Texaco, Inc.		
50			IV	T.R.W. Inc.		
51			IV	Weyerhaeuser Co.		
52			IV	Xerox Corp.		
53				Total Class A 3		
54						
55						
56						
57	717	D 3	VI	Associates Corp. of North America		
58			IV	City Products Corp.		
59			VI	Commercial Credit Co.		
60			VI	Ford Motor Credit Co.		
61			VII	Hertz Corp., The		
62			VI	Household Finance Corp.		
63			VI	International Harvester Credit Corp.		
64			VI	Sears Roebuck Acceptance Corp.		
65			VI	C.I.T. Financial Corp.		
66			VI	Citizens and Southern Holding Co.		
67			VI	General Electric Credit Corp.		
68			VI	General Motors Acceptance Corp.		
69				Total Class D 3		
70				Total Account 717		
71						
72	722	A 1	VII	Butte Pipe Line		180
73		A 1	VII	National Railroad Passenger Corporation		
74				Total Class A 1		180
75						
76		A 3	VIII	Canyon Creek Ditch Company		1
77			X	Capilano Golf and Country Club		1
78			I	Desert Magic Inc.		5
79			X	Development Credit Corp. of Montana		25
80			VIII	Fruitvale Schanno Irrigation Company		
81			VII	Lewiston Terminal Company		
82			II	Montana Coal and Iron Co.		13
83			X	North Dakota State Development Credit Corp.		15
84			VI	Wenoka Credit Corp.		14
85			X	Minor Investment - Various Co-ops, etc.		1
86				Total Class A 3		75
87				Total Class A		255
88						
89	722	B 3	X	Capilano Golf and Country Club		
90			VI	SPH Hotels Co.		90
91			X	Scottsbluff Country Club		1
92				Total Class B		91
93						
94		C 3	X	Contract for Sale of Land Grant Lands		10
95			X	Contract for Sale of Other Property		5 810
96				Total Class C		5 820
97						
98						
99						

206. OTHER INVESTMENTS—Concluded

INVESTMENTS AT CLOSE OF YEAR		Book value of investments made during year (i)	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		DIVIDENDS OR INTEREST DURING YEAR		Line No.
Book Value of Amount Held at Close of Year			Book value (j)	Selling price (k)	Rate (l)	Amount credited to income (m)	
In sinking, insurance, and other funds (g)	Total book value (h)						
\$	\$	\$	\$	\$	%	\$	
101	101				1.8725	4	47
65	65				1.36	3	48
157	167	28			2.10	10	49
238	238	70			1.12	8	50
84	84				.80	3	51
146	146				1.00	1	52
4 680	4 680	868	255	190		141	53
							54
							55
							56
							57
40	40	140	276	276	Var.	5	58
13	13	36	24	24	Var.	1	59
5	5	28	23	23	Var.		60
15	15	3 229	3 220	3 220	Var.	19	61
36	36	73	81	81	Var.	4	62
316	316	415	196	196	Var.	8	63
27	27	440	413	413	Var.	2	64
600	600	2 400	1 800	1 800	9.5	11	65
		1 318	1 496	1 496	Var.	11	66
		8	9	9	Var.		67
		1 200	1 200	1 200	Var.	11	68
		600	600	600	9.0	4	69
1 052	1 052	9 887	9 338	9 338		76	70
5 732	5 732	10 755	9 593	9 528		217	71
							72
	180				72.20 per sh.	130	73
		3 716	33 447 #	33 447 #			74
	180	3 716	33 447	33 447		130	75
							76
	1						77
	1						78
	5						79
	25						80
							81
							82
	13 ##						83
	15						84
	14				3%		85
	1						86
	75						87
	255	3 716	33 447	33 447		130	88
							89
	90				4%		90
	1						91
	91						92
							93
	10		8	8	Var.	3	94
	5 810	13	1 060	1 060	Var.	306	95
	5 820	13	1 068	1 068		309	96
							97
							98
							99

206. OTHER INVESTMENTS—Continued

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company or government and description of security held; also lien reference, if any	INVESTMENTS AT CLOSE OF YEAR	
					Book Value of Amount at Close of Year	
					Pledged	Unpledged
	(a)	(b)	(c)	(d)	(e)	(f)
47	722	D 3	X	Alcan Metal Company	\$	\$
48			X	Blaine Community Health Center		
49			X	Cummings, Robert H. & Mary L.		3
50			I	Desert Magic, Inc.		100
51			X	R. C. Ellsworth Farms		
52			X	Federal Construction Co.		
53			VII	Flaherty Transport Co.		3
54			X	Local Development Corp. of Greater Yakima		28
55			X	John McAlphine		6
56			VII	REA Express Inc.		1 590
57			X	Harold Storsteen		3
58			X	United Steel and Metal Corp.		12
59			I	Weyerhaeuser Co.		940
60			I	Wyoming Saw Mills Inc.		1
61			X	Memberships in Clubs, etc.		1
62				Total Class D		2 687
63				Total Account 722		8 853
64						
65						
66						
67						
68						
69						
70						
71						
72						
73						
74						
75						
76						
77						
78						
79						
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86						
87						
88						
89						
90						
91						
92						
93						
94						
95						
96						
97						
98						
99						

206. OTHER INVESTMENTS—Concluded

206. OTHER INVESTMENTS—Concluded							
INVESTMENTS AT CLOSE OF YEAR		Book value of investments made during year (i)	INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		DIVIDENDS OR INTEREST DURING YEAR		Line No.
Book Value of Amount Held at Close of Year							
In sinking, insurance, and other funds (g)	Total book value (h)		Book value (j)	Selling price (k)	Rate (l)	Amount credited to income (m)	
\$	\$	\$	\$	\$	%	\$	
			13	13	8%		47
			1	1			48
	3		12	12			49
	100	100			6%		50
			7	7			51
			1	1	6%		52
	3						53
	28		1	1	8%	1	54
	6		3	3			55
	1 590##				5%		56
	3				4%		57
	12##						58
	940	940			8%		59
	1		1	1	6%		60
	1						61
	2 687	1 040	39	39		1	62
	8 853	4 769	34 554	34 554		440	63
# Cleared by charge to Account 723 Reserve for adjustment of investment in securities.							64
# Account 723 Reserve for adjustment of investments in securities - Credit:							65
Montana Coal & Iron Co.				\$ 13			66
REA Inc. Note				1,590			67
United Steel & Metal Corp.				\$12			68
							69
							70
							71
							72
							73
							74
							75
							76
							77
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							80
							81
							82
							83
							84
							85
							86
							87
							88
							89
							90
							91
							92
							93
							94
							95
							96
							97
							98
							99

207. INVESTMENTS IN COMMON STOCKS OF AFFILIATED COMPANIES Undistributed Earnings From Certain Investments in Affiliated Companies

1. Report below the details of all investments in common stocks included in Account 721, Investments in Affiliated Companies, which qualify for the equity method under instruction 6-2 in the Uniform System of Accounts for Railroad Companies.

2. Enter in column (e) the amount necessary to retroactively adjust those investments qualifying for the equity method of

accounting in accordance with instruction 6-2 (b)(11) of the Uniform System of Accounts for Railroad Companies.

3. Enter in column (d) the share of undistributed earnings (i.e., less dividends) or losses.

4. Enter in column (e) the amortization for the year of the excess of cost over equity in net assets (equity over cost) at date

of acquisition. See instruction 6-2 (b)(4).

5. The total of column (g) must agree with column (b), line 21, schedule 200.

6. For definitions of "carrier" and "noncarrier," see general instructions 6 and 7 on page 27.

(DOLLARS IN THOUSANDS)

Line No.	Name of issuing company and description of security held. (a)	Balance at beginning of year (b)	Adjustment for investments qualifying for 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)
	Carriers: (List specifics for each company)						
1	BN Transport Inc.	Common Stock \$	1 050 \$	\$ (593)	\$	\$	\$ 457
2	Colorado and Southern Ry. Co., The	" "					
3	" " " " " "	1st Pref. "	4 702	2 380	230		7 312
4	" " " " " "	2nd Pref. "					
5	Davenport, Rock Island & N.W. Ry. Co., Common Stock	" "	87				87
6	Delta Alaska Terminal Ltd.	" "	173	(9)			164
7	Duluth Union Depot & Tfr. Co., The	" "	(126)			141	(126)
8	Iowa Transfer Ry. Co.	" "	12	1			13
9	Keokuk Union Depot Co.	" "	32				32
10	Mpls., Anoka & Cuyuna Range R.R. Co.	" "	(37)	3			(34)
11	Minnesota Transfer Ry. Co., The	" "	435	33			468
12	Oregon, California & Eastern Ry. Co.	" "	(141)				-
13	Oregon Electric Railway Co.	" "					
14	" " " " " "	Deferred "	444	83			527
15	" " " " " "	Preferred "					
16	Oregon Trunk Railway Co.	Common Stock	(2 049)	(402)			(2 451)
17	Paducah & Illinois R.R. Co.	" "	(86)				(86)
18	Portland Pipe Line Co.	" "	3 830	378			4 208
19	Portland Terminal R.R. Co.	" "	289	22			311
20	Spokane, Portland & Seattle Ry. Co.	" "	50 600	148			50 748
21	Walla Walla Valley Ry. Co.	" "	(323)	(26)			(349)
22	Western Fruit Express Co.	" "	7 994	1 263			9 257
23	Winona Bridge Ry. Co.	" "	269				269
24	Burlington Northern Air Freight Inc.	" "	(1 456)	891			(565)
25	Denver Union Terminal Ry.	" "	(38)				(38)
26	Fort Worth & Denver Ry. Co.	" "	32 104	(3 169)			28 935
27	Galveston Terminal Ry. Co.	" "	(431)	9			(422)
28	Pueblo Union Depot & R.R. Co.	" "	32				32

Road Initials:

BN

Year: 1974

3/B

207. INVESTMENTS IN COMMON STOCKS OF AFFILIATED COMPANIES (Continued)

Undistributed Earnings From Certain Investments in Affiliated Companies

Line No.	Name of issuing company and description of security held (a)	Balance at beginning of year (b)	Adjustment for investments qualifying for 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)
	Carriers: (List specifics for each company).						
	Western Motor Express Inc.	Common stock	\$	\$	\$	\$	\$
29		107					107
30							
31							
32							
33							
34							
35							
36							
37							
38							
39							
40							
41							
42							
43							
44							
45							
46							
47							
48							
49							
50							
51							
52							
53							
54							
55							
56							
57							
58							
59		97 473		1 012	230	141	98 856
60	Total	28 180		4 906	(66)		33 020
61	Noncarriers: (Show totals only for each column)	125 653		5 918	164	141	131 876
	Total (lines 59 and 60)						

209. SECURITIES, ADVANCES, AND OTHER INTANGIBLES OWNED OR CONTROLLED THROUGH NONREPORTING CARRIER AND NONCARRIER SUBSIDIARIES

1. Give particulars of investments represented by securities and advances (including securities issued or assumed by respondent), and of other intangible property, indirectly owned or controlled by respondent through any subsidiary which does

not report to the Commission under the provisions of Part 1 of the Interstate Commerce Act, without regard to any question of whether the company issuing the securities, or the obligor, is controlled by the subsidiary.

Line No.	Class No.	Name of issuing company and security or other intangible thing in which investment is made	Total book value of investments at close of year	Book value of investments made during year
	(a)	(b)	(c)	(d)
1	D-3	Federal Agency Obligations	\$ 120	\$ 2 820
2	D-3	First National Bank of St. Paul	384	3 541
3	D-3	Federal Housing Administration		740
4	D-3	Farmers Home Administration		9 091
5	D-3	Chrysler Financial Corporation		370
6	D-3	First National Bank of Omaha		378
7	D-3	First National Bank of St. Paul	350	3 345
8	D-3	Caterpillar Tractor		100
9	D-3	Rodman Industries		915
10	D-3	Federal Housing Administration		2 280
11	D-3	U. S. Steel Leasing		180
12	D-3	Northwestern Nat'l. Bank of Mpls.		850
13	D-3	Capital Machinery Co.		95
14	D-3	General Growth Properties Inc.		170
15	D-3	Farmers Home Administration	300	1 565
16	D-3	Normandale Mortgage Co.		340
17	D-3	First National Bank of Omaha		300
18	D-3	Imperial Bank of California	200	200
19	D-3	First National Bank of St. Paul		180
20	D-3	Chrysler Financial Corporation		50
21	D-3	Federal Housing Administration		200
22	D-3	Farmers Home Administration	50	250
23	D-3	General Service Administration		130
24	D-3	Federal Agency Obligations	60	195
25	A-3	Crows Nest Industries - 12,763 Common Shares	224	
26	A-3	Northern Airmotive - 1,000 Common Shares	1 000	
27	A-3	Royal Logging Company - 2,000 Common Shares	503	
28	A-3	Dreyer Brothers, Inc. - 2,000 Common Shares	2 507	28
29	A-3	Carlyle Hotel Corporation - 1,750 Shares	75	75
30	B-1	B. N. Inc. Collateral Trust Bonds	179	
31	B-1	B. N. Inc. St. Paul-Duluth Div'n. Bonds	5	
32	C-3	Land Sale Contracts	311	65
33	C-3	Boise Cascade Home & Land Corp.	450	450
34	D-3	Lemhi Telephone Co.	176	
35	D-3	U. S. Government Obligations		1 150
36	D-3	Federal Agency Obligations	400	19 565
37	D-3	Transamerica		825
38	D-3	Normandale Mortgage Co.		325
39	D-3	I.D.C. Realty Trust		100
40	D-3	Capital Machinery Co.		75
41	D-3	Chrysler Financial Corporation		875
42	E-1	B. N. Inc.	11 670	
43	E-1	Dreyer Brothers Inc.	300	324
44	D-3	First National Bank of St. Paul		25
45	D-3	Normandale Mortgage Co.		100
46	D-3	Farmers Home Administration	60	305
47				
48		Continued on Page 37-A		

209. SECURITIES, ADVANCES, AND OTHER INTANGIBLES OWNED OR CONTROLLED THROUGH NONREPORTING CARRIER AND NONCARRIER SUBSIDIARIES—Continued

2. This schedule should include all securities, open account advances, and other intangible property owned or controlled by nonreporting companies shown in schedules 104A, 104B, and 205, as well as those owned or controlled by any other organization or individual whose action respondent is able to determine.

3. Investments in U.S. Treasury obligations may be combined in a single item.
4. Column (a), Class No., should show classifications as provided in instructions 3 and 4, page 27.

(Dollars in thousands)

INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		Names of subsidiaries in connection with things owned or controlled through them (g)	Line No.
Book value (e)	Selling price (f)		
\$	\$		
2 700	2 700	BNL Development Corporation	1
3 357	3 357	Burlington Equipment Company	2
910	910	Burlington Equipment Company	3
9 091	9 091	Burlington Equipment Company	4
370	370	Burlington Equipment Company	5
378	378	Burlington Equipment Company	6
3 470	3 470	Burlington Northern Air Freight Inc.	7
100	100	Burlington Northern Air Freight Inc.	8
915	915	Burlington Northern Air Freight Inc.	9
2 280	2 280	Burlington Northern Air Freight Inc.	10
180	180	Burlington Northern Air Freight Inc.	11
850	850	Burlington Northern Air Freight Inc.	12
95	95	Burlington Northern Air Freight Inc.	13
170	170	Burlington Northern Air Freight Inc.	14
1 265	1 265	Burlington Northern Air Freight Inc.	15
340	340	Burlington Northern Air Freight Inc.	16
300	300	Burlington Northern Air Freight Inc.	17
		Burlington Northern Air Freight Inc.	18
230	230	Delta Alaska Terminal Ltd.	19
50	50	Delta Alaska Terminal Ltd.	20
200	200	Delta Alaska Terminal Ltd.	21
200	200	Delta Alaska Terminal Ltd.	22
130	130	Delta Alaska Terminal Ltd.	23
135	135	Dreyer Brothers, Inc.	24
		Glacier Park Company	25
		Glacier Park Company	26
		Glacier Park Company	27
21	21	Glacier Park Company	28
		Glacier Park Company	29
		Glacier Park Company	30
		Glacier Park Company	31
149	149	Glacier Park Company	32
		Glacier Park Company	33
9	9	Glacier Park Company	34
1 150	1 150	Glacier Park Company	35
19 165	19 165	Glacier Park Company	36
825	825	Glacier Park Company	37
325	325	Glacier Park Company	38
100	100	Glacier Park Company	39
75	75	Glacier Park Company	40
875	875	Glacier Park Company	41
		Glacier Park Company	42
24	24	Glacier Park Company	43
25	25	Lemhi Telephone Company	44
100	100	Lemhi Telephone Company	45
305	305	Lemhi Telephone Company	46
			47
			48

Continued on page 37-B

130500

ANNUAL REPORT 1974 CLASS 1 R.R. 2 of 3
BURLINGTON NORTHERN INC.

211. ROAD AND EQUIPMENT PROPERTY (See Instructions page 40)

Line No.	Account (a)	Balance at beginning of year (b)	Expenditures during the year for original road and equipment, and road extensions (c)	Expenditures during the year for purchase of existing lines, reorganizations, etc. (d)
1	(1) Engineering _____	\$ 44 610	\$	\$
2	(2) Land for transportation purposes _____	38 179		
3	(2 1/2) Other right-of-way expenditures _____	1 078		
4	(3) Grading _____	365 821		
5	(5) Tunnels and subways _____	36 278		
6	(6) Bridges, trestles, and culverts _____	192 874		
7	(7) Elevated structures _____	186		
8	(8) Ties _____	95 633		
9	(9) Rails _____	182 901		
10	(10) Other track material _____	153 030		
11	(11) Ballast _____	85 203		
12	(12) Track laying and surfacing _____	93 843		
13	(13) Fences, snowsheds, and signs _____	12 688		
14	(16) Station and office buildings _____	103 595		
15	(17) Roadway buildings _____	5 045		
16	(18) Water stations _____	3 848		
17	(19) Fuel stations _____	2 994		
18	(20) Shops and enginehouses _____	60 469		
19	(21) Grain elevators _____			
20	(22) Storage warehouses _____			
21	(23) Wharves and docks _____	1 962		
22	(24) Coal and ore wharves _____	20 742		
23	(25) TOFC/COFC terminals _____	4 480		
24	(26) Communication systems _____	47 345		
25	(27) Signals and interlockers _____	95 384		
26	(29) Power plants _____	1 206		
27	(31) Power-transmission systems _____	4 569		
28	(35) Miscellaneous structures _____	2 379		
29	(37) Roadway machines _____	38 041		
30	(38) Roadway small tools _____	676		
31	(39) Public improvements—Construction _____	42 061		
32	(43) Other expenditures—Road _____	44		
33	(44) Shop machinery _____	28 352		
34	(45) Power-plant machinery _____	3 380		
35	Other (specify and explain) _____			
36	Total expenditures for road _____	1 818 896		
37	(52) Locomotives _____	338 234		
38	(53) Freight-train cars _____	923 680		
39	(54) Passenger-train cars _____	23 240		
40	(55) Highway revenue equipment _____	9 982		
41	(56) Floating equipment _____			
42	(57) Work equipment _____	33 331		
43	(58) Miscellaneous equipment _____	20 526		
44	Total expenditures for equipment _____	1 348 993		
45	(71) Organization expense _____			
46	(76) Interest during construction _____			
47	(77) Other expenditures—General _____			
48	Total general expenditures _____			
49	Total _____	3 167 889		
50	(80) Other elements of investment (p. 33) _____			
51	(90) Construction work in progress _____	33 890		
52	Grand Total _____	3 201 779		

211. ROAD AND EQUIPMENT PROPERTY (See Instructions page 40)

EXPENDITURES FOR ADDITIONS AND BETTERMENTS DURING THE YEAR		CREDITS FOR PROPERTY RETIRED DURING THE YEAR		Net changes during the year	Balance at close of year	Line No.
Made on owned property (e)	Made on leased property (f)	Owmed property (g)	Leased property (h)	(i)	(j)	
\$ 1 473		\$ 345		\$ 1 128	\$ 45 738	1
1 769		858		911	89 090	2
448		3		445	1 523	3
6 518		2 829		3 689	369 510	4
1 457		3		1 454	37 732	5
4 842		1 022	1	3 819	196 693	6
					186	7
1 507		786		721	96 354	8
2 892	1	1 297		1 596	184 497	9
5 047	(2)	1 657		3 388	156 418	10
1 251		449		802	86 005	11
2 346	1	713		1 634	95 477	12
274		25		249	12 937	13
4 245	7	3 039		1 213	104 808	14
64	17	85		(4)	5 041	15
10	20	143		(113)	3 735	16
861	2	30		833	3 827	17
2 000	8	1 115		893	61 362	18
						19
					1 962	20
14				14	20 756	21
2 016		45		1 971	6 451	22
9 199		435		8 764	56 109	23
3 325		568		2 757	98 141	24
21		31		(10)	1 196	25
188		70		118	4 687	26
122		52		70	2 449	27
7 754		429		7 325	45 366	28
		1		(1)	675	29
2 646		205		2 441	44 502	30
		4		(4)	40	31
2 078	5	1 171		912	29 264	32
15		212		(197)	3 183	33
						34
64 382	59	17 622	1	46 818	1 865 714	35
2 532	40	7 895		(5 323)	332 911	36
36 677	44	24 461		12 260	935 940	37
		4 397		(4 397)	18 843	38
280		1 610		(1 330)	8 652	39
						40
1 404		978		426	33 757	41
3 454		1 447		2 007	22 533	42
44 347	84	40 788		3 643	1 352 636	43
						44
						45
						46
						47
108 729	143	58 410	1	50 461	3 218 350	48
						49
(1 793)				(1 793)	32 097	50
106 936	143	58 410	1	48 668	3 250 447	51
						52

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 211 ON PAGES 38 and 39

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 (h), inclusive. Column (j) is the aggregate of columns (b) to (h), inclusive. Grand totals of columns (b) and (j) should equal the sum of accounts 731 and 732 for the respective periods; if not, full explanation should be made in a footnote.

2. In column (c) are to be shown disbursements made for the specific purpose of purchasing, constructing, and equipping new lines, and for the extension of old lines, as provided for in Instruction 2-1, "Items to be charged," of the Uniform System of Accounts for Railroad Companies, for such items.

3. In column (d) is to be shown the cost of a railway or portion thereof, acquired as an operating entity or system by purchase, merger, consolidation, reorganization, receivership sale or transfer, or otherwise.

4. In columns (c) and (f), should be included all entries covering expenditures for additions and betterments, as defined, whether replacing other property or not.

5. In column (f) show particulars for improvements made on property held under lease or other form of long-term contract and not charged to the owning company.

6. In columns (g) and (h) should be entered all credits representing property sold, abandoned, or otherwise retired.

7. 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.

8. If during the year an individual charge of \$100,000 or more was made to account No. 2, "Land for transportation purposes," state in a footnote the cost, location, area, and other details which will identify the property.

9. Report on line 35 amounts not includible in the primary road accounts. The items reported should be briefly identified and explained under "Notes and Remarks," below. Amounts should be reported on this line only under special circumstances, usually after permission is obtained from the Commission for exceptions to prescribed accounting. Reference to such authority should be made when explaining the amounts reported. Respondents must not make arbitrary changes to the printed stub or column headings without specific authority from the Commission.

10. 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 termini and the cost of the property to the respondent. Also furnish a statement of the amount included in each primary account representing such property acquired, referring to the column or columns in which the entries appear.

11. If an amount of less than \$1,500 is used as the minimum debit or credit for additions and betterments to property investment accounts as provided for in Instruction 2-2, of the Uniform System of Accounts for Railroad Companies, state in a footnote the amount used.

12. Show dollars in thousands.

NOTES AND REMARKS

Instruction
Reference

Schedule 211, page 39

- 7 Column (e) line 14, reflects transfer of \$2,628(000) from Non-operating property to Operating property account of change in predominant use of Freight Houses #7 and #12 at Chicago, Illinois.
- 8 Column (e) includes the following:
 \$650(000) - Purchase land at Denver, Colorado for yard expansion.
 \$325(000) - Purchase land at Allouez, Wisconsin for taconite storage and loading facilities.

NOTES AND REMARKS

Notes Relating to Schedule 211B

Columns (d) & (g)

Effective 1-1-74, the I.C.C. authorized depreciation rates changed for property accounts 52 and 53 per letter dated March 6, 1974 file ACA-RH from Mr. R. E. Hagen, Chief, Section of Accounting.

	<u>Col. (d)</u>		<u>Col. (g)</u>	
	<u>From</u>	<u>To</u>	<u>From</u>	<u>To</u>
Account 52	4.52%	3.92%	4.17%	3.92%
Account 53	2.86%	3.11%	2.95%	3.11%

211B. DEPRECIATION BASE AND RATES—ROAD AND EQUIPMENT OWNED AND USED AND LEASED FROM OTHERS

1. Show in columns (b) and (e), for each primary account, the depreciation base used in computing the depreciation charges for the month of January and in columns (c) and (f) show the depreciation base used in computing the depreciation charges for the month of December; in columns (d) and (g) show the composite rates used in computing the depreciation charges for the month of December, and on lines 29 and 37 of these columns show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December and dividing the total so computed by the total depreciation base for the same month. The depreciation base should not include the cost of equipment, used but not owned, when the rents therefor are included in the rent for equipment accounts Nos. 536 to 540, inclusive. It should include the cost of equipment owned and leased to others when the rents therefrom are included in the rent for equipment accounts Nos. 503 to 507, inclusive. The composite rates used should be those prescribed or otherwise authorized by the Commission, except that where the use of component rates has been authorized, the composite rates to

be shown for the respective primary accounts 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 full particulars in a footnote.

2. All 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. Show in columns (e), (f), and (g), data applicable to property, used but not owned, when the rent therefor is included in account 542. Report data applicable to improvements to such property, the cost of which is included in account 732, in columns (b), (c) and (d).

4. If the depreciation base for accounts 1, 2-1/2, 3, 5, and 39 includes nondepreciable property, a statement to that effect should be made in a footnote.

5. 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.

Line No.	Account (a)	OWNED AND USED			LEASED FROM OTHERS		
		Depreciation Base		Annual composite rate (percent) (d)	Depreciation base		Annual composite rate (percent) (g)
		At beginning of year (b)	At close of year (c)		At beginning of year (e)	At close of year (f)	
		\$	\$	%	\$	\$	%
	ROAD						
1	(1) Engineering	30 699	31 151	0.77	1 946	1 980	0.40
2	(2-1/2) Other right-of-way expenditures	853	893	2.37	58	58	0.65
3	(3) Grading	27 411	30 009	1.26	30 068	30 025	0.05
4	(5) Tunnels and subways	32 015	32 873	0.83	2 220	2 221	0.75
5	(6) Bridges, trestles, and culverts	196 086	199 507	1.91	8 306	8 873	2.47
6	(7) Elevated structures						
7	(13) Fences, snowsheds, and signs	12 872	13 030	3.45	208	313	4.78
8	(16) Station and office buildings	99 126	99 065	2.13	1 427	1 519	2.16
9	(17) Roadway buildings	5 262	5 224	2.32	504	496	2.38
10	(18) Water stations	3 942	3 845	2.67			
11	(19) Fuel stations	2 777	3 589	2.82	119	124	2.50
12	(20) Shops and enginehouses	58 140	57 987	1.76	1 677	1 509	2.43
13	(21) Grain elevators						
14	(22) Storage warehouses						
15	(23) Wharves and docks	1 853	1 853	2.61			
16	(24) Coal and ore wharves	20 657	20 670	1.72			
17	(25) TOFC/COFC terminals	4 479	6 215	3.71	5	5	3.71
18	(26) Communications systems	46 967	55 161	3.92	799	828	3.09
19	(27) Signals and interlockers	92 219	94 349	2.82	4 257	4 247	2.99
20	(29) Power plants	1 260	1 250	1.53	1	24	1.50
21	(31) Power transmission systems	4 441	4 513	3.22	88	87	4.11
22	(35) Miscellaneous structures	2 249	2 244	2.15	30	33	2.35
23	(37) Roadway machines	38 866	43 772	5.56	1 431	1 384	7.67
24	(39) Public improvements—Construction	20 638	22 944	1.87	581	583	1.75
25	(44) Shop machinery	27 695	28 531	2.05	733	503	2.20
26	(45) Power plant machinery	3 294	3 214	2.88	13	13	2.80
27	All other road accounts						
28	Amortization (other than defense projects)						
29	Total road	733 801	761 949	2.35	54 471	54 825	1.19
	EQUIPMENT						
30	(52) Locomotives	331 139	325 512	3.92	13 367	12 384	3.92
31	(53) Freight-train cars	89 544	890 477	3.11	19 985	19 628	3.11
32	(54) Passenger-train cars	22 727	18 587	3.01	1 802	1 785	2.38
33	(55) Highway revenue equipment	9 982	8 426	5.00			
34	(56) Floating equipment						
35	(57) Work equipment	31 530	32 056	3.92	983	958	2.95
36	(58) Miscellaneous equipment	20 537	21 534	8.20	439	389	8.20
37	Total equipment	1 299 459	1 296 592	3.43	36 576	35 144	3.41
38	GRAND TOTAL	2 033 260	2 058 541	XX XX	91 047	89 969	XX XX

211D. DEPRECIATION RESERVE—ROAD AND EQUIPMENT OWNED AND USED

1. Give the particulars called for hereunder with respect to credits and debits to account No. 735, "Accrued depreciation—Road and Equipment," during the year relating to road and equipment owned and used. This schedule should not include any entries for depreciation of equipment, used but not owned, when the rents therefor are included in the rent for equipment accounts Nos. 536 to 540, inclusive. It should include entries for depreciation of equipment owned but not used when the rents therefrom are included in the rent for equipment accounts Nos. 503 to 507, inclusive. (See schedule 211F for the reserve relating to road and equipment owned but not used by the respondent.) If any entries are

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

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

3. All credits or debits to the reserve representing amortization other than for defense projects, if a general amortization program has been authorized, should be entered on line 28.

(Dollars in thousands)

Line No.	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)
			Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)	
	ROAD	\$	\$	\$	\$	\$	\$
1	(1) Engineering	6 043	237		139		6 141
2	(2-1/2) Other right-of-way expenditures	398	21		1		418
3	(3) Grading	15 597	356		67		15 886
4	(5) Tunnels and subways	11 986	271		3		12 254
5	(6) Bridges, trestles, and culverts	133 700	3 756		629		136 827
6	(7) Elevated structures						
7	(13) Fences, snow sheds, and signs	11 959			27		11 932
8	(16) Station and office buildings	54 787	2 078	186	2 909		54 142
9	(17) Roadway buildings	2 917	121		80		2 958
10	(18) Water stations	3 437	105		142		3 400
11	(19) Fuel stations	1 636	92		26		1 702
12	(20) Shops and enginehouses	31 398	1 022		1 090		31 330
13	(21) Grain elevators						
14	(22) Storage warehouses						
15	(23) Wharves and docks	1 858					1 858
16	(24) Coal and ore wharves	11 365	355				11 720
17	(25) TOFC/COFC terminals	1 085	196		45		1 236
18	(26) Communication systems	22 389	1 881		400		23 870
19	(27) Signals and interlockers	46 982	2 608		682		48 908
20	(29) Power plants	543	19		31		531
21	(31) Power-transmission systems	3 177	145		67		3 255
22	(35) Miscellaneous structures	1 203	49		51		1 203
23	(37) Roadway machines	23 388	2 230		399		25 219
24	(39) Public improvements—Construction	13 724	400		116		14 008
25	(44) Shop machinery*	17 871	805		1 076		17 600
26	(45) Power-plant machinery*	2 328	94		183		2 239
27	All other road accounts	14 696			1 011		13 685
28	Amortization (other than defense projects)						
29	Total road	434 469	16 841	186	9 174		442 322
	EQUIPMENT						
30	(52) Locomotives	193 747	12 686		5 841		200 592
31	(53) Freight-train cars	239 266	27 434		11 669		255 031
32	(54) Passenger-train cars	22 116			3 905		18 211
33	(55) Highway revenue equipment	6 176	455		1 489		5 142
34	(56) Floating equipment						
35	(57) Work equipment	18 553	1 243		241		19 555
36	(58) Miscellaneous equipment	11 707	1 717		1 240		12 184
37	Total equipment	491 565	43 535		24 385		510 715
38	GRAND TOTAL	926 034	60 376	186	33 559		953 037

*Chargeable to account 305.

See notes on pages 44-A and 52.

NOTES AND REMARKS

Notes relating to Schedule 211D
(Dollars in thousands)

<u>Credits to Reserve</u>	<u>Road</u>	<u>Equipment</u>
Debits for depreciation on property of respondent, Sch. 211D, lines 29 & 37(c)	\$16 841	\$43 535
The difference between the charges to oper. exps. on Sch. 211D and the total of Accts. 266, 305 and 331 on Sch's. 322, 326 & 330 is as follows:		
Depreciation on property of Burlington Northern (Manitoba) Limited	23	10
Depreciation on improvements of property leased from others (Sch. 211 D-1)	38	19
Depreciation on property leased from others (Sch. 211 E)	642	1 150
Adjustments relative to N.R.P.C.		52
Total Accts. 266, 305 and 331	<u>\$17 544</u>	<u>\$44 766</u>

The amounts shown in columns (d) line 38 reflect the following:
Transfer of \$186 related reserve from non-operating property account change in predominant use.

211D-1 DEPRECIATION RESERVE—Improvements on Leased Property

1. Give the particulars called for hereunder with respect to credits and debits to account No. 785 "Accrued depreciation—Leased Property" during the year relating to road and equipment owned and used. This schedule should not include any entries for depreciation of equipment, used but not owned, when the rents therefor are included in the rent for equipment accounts Nos. 536 to 540, inclusive. It should include entries for depreciation of equipment owned but not used when the rents therefrom are included in the rent for equipment accounts Nos. 503 to 507, inclusive. (See schedule 211F for the reserve relating to road and equipment owned but not used by the respondent.) If any entries are

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

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

3. All credits or debits to the reserve representing amortization other than for defense projects, if a general amortization program has been authorized, should be entered on line 28.

(Dollars in thousands)

Line No.	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)
			Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)	
	ROAD	\$	\$	\$	\$	\$	\$
1	(1) Engineering						
2	(2-1/2) Other right-of-way expenditures						
3	(3) Grading	10	1				11
4	(5) Tunnels and subways						
5	(6) Bridges, trestles, and culverts	215	9		1		223
6	(7) Elevated structures						
7	(13) Fences, snow sheds, and signs	15					15
8	(16) Station and office buildings	(4)	11				7
9	(17) Roadway buildings	(11)	1				(10)
10	(18) Water stations	3					3
11	(19) Fuel stations	(1)					(1)
12	(20) Shops and enginehouses	(1)					(1)
13	(21) Grain elevators						
14	(22) Storage warehouses						
15	(23) Wharves and docks						
16	(24) Coal and ore wharves						
17	(25) TOFC/COFC terminals						
18	(26) Communication systems	49	3				52
19	(27) Signals and interlockers	277	13				290
20	(29) Power plants						
21	(31) Power-transmission systems	(3)					(3)
22	(35) Miscellaneous structures						
23	(37) Roadway machines						
24	(39) Public improvements—Construction	6					6
25	(44) Shop machinery*	1					1
26	(45) Power-plant machinery*						
27	All other road accounts						
28	Amortization (other than defense projects)						
29	Total road	556	38		1		593
	EQUIPMENT						
30	(52) Locomotives	60	17				77
31	(53) Freight-train cars	4	2				6
32	(54) Passenger-train cars						
33	(55) Highway revenue equipment						
34	(56) Floating equipment						
35	(57) Work equipment						
36	(58) Miscellaneous equipment						
37	Total equipment	64	19				83
38	GRAND TOTAL	620	57		1		676

*Chargeable to account 305.

Should be in Sch. 211E

211E. DEPRECIATION RESERVE—ROAD AND EQUIPMENT LEASED FROM OTHERS

1. Give full particulars called for hereunder with respect to credits and debits to account No. 785, "Accrued depreciation—Leased property," during the year relating to road and equipment leased from others, the depreciation charges for which are includible in operating expenses of the respondent.

2. Show in column (c) amounts which were charged to operating expenses, and in column (f) show payments made to the lessor in settlement thereof. A full explanation should be given of all entries in columns (d) and (f).

3. Any inconsistency between the credits to the reserve as shown in

column (c) and the charges to operating expenses should be fully explained.

4. Show in column (e) the debits to the reserve arising from retirements.

5. If settlement for depreciation is made currently between lessee and lessor, and no debits or credits to account No. 785 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.

(Dollars in thousands)

Line No.	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)
			Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)	
	ROAD	\$	\$	\$	\$	\$	\$
1	(1) Engineering	33	8				41
2	(2-1/2) Other right-of-way expenditures	1	1				2
3	(3) Grading	70 60	16 15				86 75
4	(5) Tunnels and subways	71	17				88
5	(6) Bridges, trestles, and culverts	1075 860	219 210		1		1,293 070
6	(7) Elevated structures						
7	(13) Fences, snow sheds, and signs	63 48	14				77 62
8	(16) Station and office buildings	102 106	43 32				145 138
9	(17) Roadway buildings	33 44	13 12				46 56
10	(18) Water stations	3					3
11	(19) Fuel stations	9 10	3				12 13
12	(20) Shops and enginehouses	153 154	36				189 190
13	(21) Grain elevators						
14	(22) Storage warehouses						
15	(23) Wharves and docks						
16	(24) Coal and ore wharves						
17	(25) TOFC/COFC terminals						
18	(26) Communication systems	145 06	28 25				173 121
19	(27) Signals and interlockers	631 354	140 147				771 481
20	(29) Power plants						
21	(31) Power-transmission systems	11 14	3				14 17
22	(35) Miscellaneous structures	1	1				2
23	(37) Roadway machines	421	112				533
24	(39) Public improvements—Construction	44 38	10				54 48
25	(44) Shop Machinery*	74 73	15				89 88
26	(45) Power-plant machinery*	1	1				2
27	All other road accounts						
28	Total road	2941 2 385	680 642		1		3,620 3 027
	EQUIPMENT						
29	(52) Locomotives	3138 3 078	515 498				3653 3 576
30	(53) Freight-train cars	2 781	617				3,404 3 398
31	(54) Passenger-train cars	1 037					1 037
32	(55) Highway revenue equipment						
33	(56) Floating equipment						
34	(57) Work equipment						
35	(58) Miscellaneous equipment	167	35				202
36	Total equipment	7127 7 063	1 150 1169				8,296 8 213
37	GRAND TOTAL	9 418	1 792		1		11,916 11 240

*Chargeable to account 305

10,008 1,849

211G. AMORTIZATION OF DEFENSE PROJECTS—ROAD AND EQUIPMENT OWNED AND LEASED FROM OTHERS

1. Show in columns (b) to (e) the amount of base of road and equipment property for which amortization reserve is provided in account No. 736, "Accrued amortization of defense projects—Road and Equipment" of the respondent. If the amortization base is other than the ledger value stated in the investment account, a full explanation should be given.

2. Show in columns (f) to (i) the balance at the close of the

year and all credits and debits during the year in reserve account No. 736, "Accrued amortization of defense projects—Road and Equipment."

3. The information requested for "Road" by columns (b) through (i) may be shown by projects amounting to \$100,000 or more, or by single entries as "Total road" in line 22. If reported by projects, each project should be briefly described, stating

kind, location, and authorization date and number. Projects amounting to less than \$100,000 should be combined in a single entry designated "Minor items, each less than \$100,000."

4. Any amounts included in columns (b) and (f), and in column (h) affecting operating expenses, should be fully explained. (Dollars in thousands)

Line No.	Description of property or account (a)	BASE				RESERVE			
		Debits during year (b)	Credits during year (c)	Adjustments (d)	Balance at close of year (e)	Credits during year (f)	Debits during year (g)	Adjustments (h)	Balance at close of year (i)
	ROAD:	\$	\$	\$	\$	\$	\$	\$	\$
1									
2									
3									
4									
5									
6									
7									
8									
9									
10									
11									
12									
13									
14									
15									
16									
17									
18									
19									
20									
21	TOTAL ROAD		49		16 346		49		16 346
22	EQUIPMENT:				4 847				4 847
23	(52) Locomotives		2 408		27 093		2 408		27 093
24	(53) Freight-train cars		81		413		81		413
25	(54) Passenger-train cars								
26	(55) Highway revenue equipment								
27	(56) Floating equipment		81		1 230		81		1 230
28	(57) Work equipment								
29	(58) Miscellaneous equipment		2 570		33 583		2 570		33 583
30	TOTAL EQUIPMENT		2 570		33 583		2 570		33 583
	GRAND TOTAL		2 619		49 929		2 619		49 929

NOTES AND REMARKS

211L. UNIT COST OF EQUIPMENT INSTALLED DURING THE YEAR

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).

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 417: 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), 2500 HP; and cars should be identified as to

special construction or service characteristics such as Aluminum covered hopper cars, LO: Steel boxcars—special service, XAP, etc.; for TOFC/COFC show type of equipment as enumerated in Schedule 417, lines 74-84 and type of construction.

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 reportable in columns (c), (e), (p), and (r) of schedule 417, showing returns for new units in the upper section of this schedule and showing returns for rebuilt units acquired and rebuilt units rewritten into respondent's property investment account; in the lower section. The term "new" as used herein shall refer to and mean a unit or units placed in service for the first time on any railroad.

6. All unequipped box cars 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.

(Dollars in thousands)

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)
				\$	
1	Locomotives - 1973 Report				
2	U-30-C Diesel Freight Locomotives <i>CL</i>	3000 HP	15	3 025	5 933 P
3	Freight Equipment - 1973 Report				
4	Covered Hopper Cars	L453	35	1 218	792 P
5	Gondola Cars <i>aper</i>	G092	105	3 218	1 808 P
6	Open Top Hopper Cars <i>aper</i>	H350	400	11 600	6 387 P
7	Covered Hopper Cars	L453	35	1 218	792 P
8	Open Top Triple Hopper Cars <i>aper</i>	H350	200	5 860	3 317 P
9	Open Top Triple Hopper Cars <i>aper</i>	H350	80	2 340	1 288 P
10	Freight Equipment - 1974 Report				
11	Open Top Triple Hopper Cars <i>aper</i>	H350	400	11 740	8 006 P
12	Covered Hopper Cars	L453	20	696	472 P
13	Box Cars <i>equip</i>	A230	100	3 705	2 887 P
14	Covered Hopper Cars	L453	105	3 623	2 855 P
15	Box Cars <i>equip</i>	R206	100	4 960	4 432 P
16					
17					
18	Equipment installed for which final cost not completed:				
19	Freight Equipment - 1974 Report				
20	83 Box Cars <i>equip</i>	A200			
21	25 Box Cars <i>equip</i>	R206			
22	25 COFC 40 Chassis	Z071			
23	300 Covered Hopper Cars	L353			
24					
25	TOTAL	1 595	xx xx	38 969	xx xx xx

REBUILT UNITS

1	Freight Equipment - 1973 Report				
2	Cars rebuilt with Incentive Per Diem Funds				
3	Box Cars <i>equip</i>	B209	440	12 606	4 268 S
4					
5	Equipment installed for which final cost not completed:				
6	Freight Equipment - 1974 Report				
7	Cars rebuilt with Incentive Per Diem Funds				
8	340 Box Cars	B109			
9	200 Box Cars <i>equip</i>	B109			
10					
11	<i>10 GP10 Diesel Locomotives - multiple purpose, A units 1800 H.P. B.B.</i>				
12					
13	TOTAL	440	xx xx	4 268	xx xx xx
14	GRAND TOTAL	2 035	xx xx	43 237	xx xx xx

211N-1 INVESTMENT IN RAILWAY PROPERTY USED IN TRANSPORTATION SERVICE (SEE INSTRUCTION 2)

1. Give particulars, as requested, of the investment in transportation property at the close of the year, as related to "Net railway operating income," of the respondent for the year.

2. The term "Investment in railway property used in transportation service" means the aggregate of property owned, and property not owned but used by the respondent, in transportation service, (a) the investment in which is represented in accounts 731 and 732 of the respondent, including operating, lessor, and inactive railroads, (b) road and equipment property leased to or from others, the rentals of which are included in accounts 509 and 542, (c) equipment owned or leased, the lease-rental from which is included in accounts 503 to 507, inclusive, of the respondent, minus (d) investment in property leased to others the lease-rental from which is included in account 509. It does not include investment of others in equipment used by the respondent, rent for which is included, in accounts 536 to 540, inclusive, nor does it include investment of other carriers in property jointly used by the respondent, such as trackage rights, rent for which is included in account 541 of the respondent. In column (a), classify each company in this schedule as respondent (R), lessor railroad (L), inactive or proprietary company (P), and other leased properties (O).

3. In columns (a) to (e), inclusive, first show the data requested for the respondent (R); next the data for companies whose entire properties are used in transportation service of the respondent, divided between lessor (L) and proprietary (P) companies; followed by data for carriers and others (O), portions of whose property are used in transportation service of

the respondent. Show a total for each class of company. Then show, as deductions, data for transportation property leased to carriers and others, rentals from which are included in account 509.

4. In column (c) line-haul carriers should report the miles of road used in line haul service, and switching and terminal companies should report the miles of all tracks owned.

5. In column (d) show the amount applicable in accounts 731 and 732 on the books of the companies whose names appear in column (b). Values of property of other carriers segregated by estimate or otherwise should correspond in amount to the deductions made by the owners in their reports. If separate value is not available, explanation should be given. Differences between the amounts in column (d) of this schedule and the amounts shown in column (c) line 33, on the asset side of the comparative general balance sheet of each individual railway should be explained in a footnote. Book value included in accounts 731 and 732 of the owner should be reported in column (d) in reference to the investment of the respondent in the securities of the owner unless a good reason can be given for the contrary. Methods of estimating (by capitalizing rentals at 6 percent or otherwise) value of property of private owners, or portions of property of other carriers, should be explained.

6. In column (e) show the amount of depreciation and amortization accrued as of the close of the year in accounts 735, 736, and 785 that is applicable to the property of the carriers whose names are listed in column (b), regardless of where the reserves therefor are recorded.

(Dollars in thousands)

Line No.	Class (See Ins. 2) (a)	Name of company (b)	Miles of road owned (See Ins. 4) (c)	Investment in property (See Ins. 5) (d)	Depreciation and amortization of defense projects (See Ins. 6) (e)
1	R	Burlington Northern Inc.	21 297.86	\$ 3 250 447	\$ 1 003 642
2					
3		Add-Entire property leased from others			
4	L	SPS	506.34	119 585	30 398
5					
6		Add-Leased from others			
7	O	CS-Orin Jct.-Wendover, WY-Main line	30.92	1 486	77
8	O	DMIR-Albany, MN Tracks		3	
9	O	" -Virginia, MN "		2	
10	O	" -Ruby Jct. to Hibbing, MN "		6	
11	O	" -Holman to Coleraine, MN "		7	
12	O	SP-Klamath Falls, OR - Tracks	.08	5	
13	O	" -Chemult, OR "		4	
14	O	MILW-Seattle, WA		37	2
15	O	UP-Garrison to Butte, MT-Main Line	51.59	1 354	*
16	O	U.S. Govt. R.P.-Shelton to Bangor and Bremerton, WA - Main Line	48.40		**
17					
18	O	Burlington Northern (Manitoba) Limited	4.04	1 520	410
19		Total	135.03	4 424	489
20					
21		Deduct - Leased to others			
22	O	IN-Chicago, IL Yard tracks		87	22
23	O	ICG-West Frankfort, IL "		1	
24	O	MILW-Council Bluffs, IA "		12	2
25	O	SOT-So. Omaha, NE "		4	
26	O	CNW-Leavenworth, KS Land		15	
27	O	" -Minneapolis, MN Trackage		12	
28	O	DMIR-Buhl, MN Turnouts		15	
29	O	" -Chisholm, MN "		1	1
30	O	" -Hibbing, MN "		5	4
31		Total		152	29
32					
33		Deduct - Rented to others			
34	O	R.E.A. - Chicago, IL Building and land		5 330	3 007
35					
36		* Depreciation not available to respondent			
37		** Investment not available to respondent			
38					
39		TOTAL *	21 939.23	3 368 974	1 031 493

211N-2. INVESTMENT IN RAILWAY PROPERTY USED IN TRANSPORTATION SERVICE—Continued

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 53 herein, should correspond with the amount for respondent and with the aggregate amounts for each class of company and properties shown in schedule 211N-1 on page 50. 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 35 amounts representing capitalization of rentals for leased property based on 6 percent per year where property is not classified by accounts by non-carrier owners, or where cost of property leased from other carriers is not ascertainable. Identify non-carrier owners, and briefly explain methods of estimating value of property of non-carriers or property of other carriers under "Notes and Remarks," page 48.

4. Report on line 36 amounts not includable in the accounts shown, or in line 35. The items reported should be briefly identified and explained under "Notes and Remarks," page 48. Amounts should be reported on this line only under special circumstances, usually after permission is obtained from the Commission for exceptions to prescribed accounting. Reference to such authority should be made when explaining the amounts reported. Respondents must not make arbitrary changes to the printed stub or column headings without specific authority from the Commission.

Line No.	Account (a)	Respondent (b)	Lessor railroads (c)	Inactive (proprietary) companies (d)	Other leased properties (e)
		\$	\$	\$	\$
1	(1) Engineering	45 738	2 038		(9)
2	(2) Land for transportation purposes	89 090	5 306		(5CJ)
3	(2 1/2) Other right-of-way expenditures	1 523	24		
4	(3) Grading	369 510	29 616		595
5	(5) Tunnels and subways	37 732	2 320		
6	(6) Bridges, trestles, and culverts	196 693	8 682		347
7	(7) Elevated structures	186			
8	(8) Ties	96 354	2 553		401
9	(9) Rails	184 497	5 951		733
10	(10) Other track material	156 418	5 312		303
11	(11) Ballast	86 005	2 596		159
12	(12) Track laying and surfacing	95 477	2 651		286
13	(13) Fences, snowsheds, and signs	12 937	319		15
14	(16) Station and office buildings	104 808	1 646		194
15	(17) Roadway buildings	5 041	490		(4 232)
16	(18) Water stations	3 735	4		24
17	(19) Fuel stations	3 827	130		2
18	(20) Shops and enginehouses	61 362	2 001		107
19	(21) Grain elevators				
20	(22) Storage warehouses				
21	(23) Wharves and docks	1 962			
22	(24) Coal and ore wharves	20 756			
23	(25) TOFC/COFC terminals	6 451	5		
24	(26) Communication systems	56 109	940		5
25	(27) Signals and interlockers	98 141	4 598		14
26	(29) Power plants	1 196	23		
27	(31) Power-transmission systems	4 687	90		(3)
28	(35) Miscellaneous structures	2 449	46		
29	(37) Roadway machines	45 366	1 375		29
30	(38) Roadway small tools	675	24		
31	(39) Public improvements—Construction	44 502	974		86
32	(43) Other expenditures—Road	40			77
33	(44) Shop machinery	29 264	522		15
34	(45) Power-plant machinery	3 183	8		
35	Leased property capitalized rentals (explain)				
36	Other (specify & explain)				
37	Total expenditures for road	1 865 714	80 244		(1 361)
38	(52) Locomotives	332 911	12 384		202
39	(53) Freight-train cars	935 940	19 634		3
40	(54) Passenger-train cars	18 843	1 785		
41	(55) Highway revenue equipment	8 652			
42	(56) Floating equipment				
43	(57) Work equipment	32 757	975		6
44	(58) Miscellaneous equipment	22 533	389		8
45	Total expenditures for equipment	1 352 636	35 167		219
46	(71) Organization expenses				2
47	(76) Interest during construction		3 304		219
48	(77) Other expenditures—General		590		19
49	Total general expenditures		3 894		240
50	Total	3 218 350	119 305		(902)
51	(80) Other elements of investment				(156)
52	(90) Construction work in progress	32 097	280		
53	Grand Total	3 250 447	119 585		(1 058)

214. MISCELLANEOUS PHYSICAL PROPERTY

1. Give particulars of all investments of the respondent in physical property includible in account No. 737, "Miscellaneous physical property," together with the revenue, income, expenses, taxes, and depreciation data on such property, as requested.

2. Show in column (a) a description and location of the physical property, and, if operated, the kind of business in which engaged, stating whether the respondent's title is that of ownership or whether the property is held under lease or other incomplete title. All peculiarities of title should be explained. Each item of property investment amounting to \$1,000,000 or more should be separately stated and each item whose net profit or net loss for the year (as per column (f)), regardless of amount of investment) is \$50,000 or more should also be separately stated. All other

items may be combined in a single entry designated "All other items."

3. If any of the individual items of property shown in column (a) were acquired in consideration of stocks, or of bonds or other evidence of debt, or in exchange for other property, enter in column (e) only the amount at which carried in respondent's books and in a footnote give a full description of the consideration actually paid. Also if the actual money cost to respondent is different from that shown in column (e), give particulars in a footnote.

4. If any property investment includible in this schedule, amounting to \$250,000 or more, was disposed of during the year, give particulars in a footnote.

Line No.	Item (Kind and location of property, and nature of business, if any) (a)	A. INVESTMENT (ACCOUNT 737)			
		Year of acquisition (b)	Charges during the year (c)	Credits during the year (d)	Balance at close of year (See ins. 3) (e)
1	Oil Department Operations	Various	\$ 774	\$ 85	\$ 9 768
2	Granted land unsold acquired through				
3	reorganization	1896		12	2 834
4	Grain Elevator, Vancouver, WA (b)				
5	Grain Elevators "S", "X" & annexes,				
6	Superior, WI (a)	Various	660	2	6 370
7	Highway Freight Center, Chicago, IL *	1963	11		1 790
8	Tie Plant, Galesburg, IL *	1910		96	1 397
9	Land & other fac., Naperville, IL *	1960-1972	(35)	15	1 965
10	Land, Riverside, MO *	1964-1967	(36)		
11	Freight House No. 7, Chicago, IL *	1965	(2 115)		
12	All other items *		4 175	2 250	57 515
13					
14					
15					
16					
17					
18	* Owned not operated				
19	(a) Owned - Leased to Archer Daniels				
20	Midland Co.				
21	(b) Owned - Leased to United Grain Corp.				
22	Total	x x x x	3 434	2 460	81 639

NOTES AND REMARKS

Instruction
Reference:

- 4 - Line 11, Investment of \$2,115 in Freight House No. 7 at Chicago, IL transferred to Account 731.
- 4 - Line 12, Land in amount of \$284 disposed of in connection with sale of property to AMAFC Food Inc. in Grant County, WA.
- 4 - Line 12, Investment of \$513 in Freight House No. 12 at Chicago, IL transferred to Account 731.

214. MISCELLANEOUS PHYSICAL PROPERTY—Continued

5. In section B include in column (f) the gross amount of revenue or income included in accounts 502 and 511, in column (g) the gross amount of expenses (including depreciation) charged to accounts 511 and 534, in column (h) the amount of taxes charged to accounts 535 and 544 for the year, and in column (i) the net profit or loss of columns (f) minus (g) and (h).

6. Any differences between the total of column (h) and the totals of accounts 535 and 544, and differences between the total of column (i) and the net total of accounts 502, 511, 534, 535, and 544, of such accounts in Schedule 300, "Income Account for the Year," should be explained in a footnote.

7. In section C give an analysis of account 738, "Accrued depreciation—Miscellaneous physical property," for each item shown in column (a). Show in column (n) the percentage or composite rate used by the respondent for computing the amount of depreciation credited to the account during the year. Any adjustments of importance included in columns (j) and (k) should be fully explained in a footnote.

8. The word "item" as herein used means a unit or composite of an investment in or operation of property such as a powerplant, a mine, an amusement park, etc., together with ancillary property or operations. (Dollars in thousands)

B. REVENUES, INCOME, EXPENSES AND TAXES CREDITED AND DEBITED TO ACCOUNTS 502, 511, 534, 535 AND 544 DURING THE YEAR

C. DEPRECIATION RESERVE (ACCOUNT 738)

Revenues or income (f)	Expenses (g)	Taxes (h)	Net profit for year after taxes (L loss) (i)	Credits during the year (j)	Debits during the year (k)	Balance at close of year (l)	Base (m)	Rates (n)	Line No.
\$ 18 973	\$ 4 176	\$ 771	\$ 14 026	\$ 418		\$ 7 365	\$ 8 997	4.64 %	1
									2
									3
60	95		(35)						4
									5
345	241	83	21	107		107	6 363	1.76	6
119	22		97	21		118	1 267	1.76	7
150	20		130	20	76	816	1 141	1.76	8
(1)	26	60	(87)	26	13	112	1 542	1.76	9
									10
150	33		117	33	156				11
36 245	12 822	2 386	21 037	432	136	6 225	23 601	1.76	12
									13
									14
									15
									16
									17
									18
									19
									20
									21
56 041	17 435	3 300	35 306	1 057	381	14 743	42 911	XXXXX	22

NOTES AND REMARKS

216. OTHER ASSETS AND DEFERRED CHARGES

Give description and particulars for each item or class of items of like description in accounts Nos. 741, "Other assets," and 743, "Other deferred charges," at the close of the year. Show debtor (or class of debtors) for deferred assets and appropriate description for items or class of items of deferred charges. Show the three largest items regardless of the dollar amount and all other items (or the aggregate of a class of items of like description) amounting to \$250,000 or more. Each item or class of items of like description amounting to less than \$250,000 may be com-

bined into a single entry designated "Other items, each less than \$250,000". The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in Schedule 200. In case the character of any item is not fully disclosed by the entries in the columns hereunder, make a full explanation in a footnote.

(Dollars in thousands)

Line No.	Account No. (a)	Item (b)	Amount (c)
			\$
1	741	Other Assets	
2		Receivership and bankruptcy	2 138
3		Law Department suspense	920
4		Salvage to be recovered	862
5		Accounts receivable - not current	526
6		Contract retention	401
7		General claim bills	334
8		Other items, each less than \$250,000	275
9			
10		Total Account 741	5 456
11			
12			
13	743	Other Deferred Charges	
14		West Suburban Mass Transit - prepaid rent	8 920
15		Land and miscellaneous physical property suspense	3 815
16		Loss and damage freight claims suspense	1 982
17		Operation of gravel pits and quarries	1 231
18		Transactions awaiting A.F.E.	737
19		Unaudited freight claims paid	615
20		1974 and 1975 car repair programs	486
21		Freight accounting relief claims suspense	478
22		Freight accounting, overcharge and reparation claim suspense	425
23		Equipment lease rental suspense - Debit	407
24		Other items, each less than \$250,000	1 356
25			
26		Total Account 743	20 452
27			
28			
29			
30			
31			
32			
33			
34			
35			
36			
37			
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44			
45			

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 218 ON PAGES 56, 57, 58 AND 59

Give particulars of the various issues of securities in accounts Nos. 765, "Funded debt unmatured," 763, "Debt in default," 767, "Receivers' and trustees' securities," 766, "Equipment obligations," and 764, "Equipment obligations and other debt due within 1 year," at the close of the year, together with interest accrued and interest paid during the year and total amount of matured interest in default. Include receipts outstanding for funded debt with their respective issues. List entries under captions of account numbers and titles, and insert total for each account.

In column (a) show the symbol and name, and account number of each bond or other obligation according to the following designations in the numerical order given, and give a total for each such numerical alphabetical and each numerical group and for each account:

(1) MORTGAGE BONDS:

- (a) With fixed interest.
- (b) With contingent interest.

(2) COLLATERAL TRUST BONDS:

- (a) With fixed interest.
- (b) With contingent interest.

(3) UNSECURED BONDS (Debentures):

- (a) With fixed interest.
- (b) With contingent interest.

(4) EQUIPMENT OBLIGATIONS:

- (a) Equipment securities (Corporation).
- (b) Equipment securities (Receivers' and Trustees').
- (c) Conditional or deferred payment contracts.

(5) MISCELLANEOUS OBLIGATIONS.

(6) RECEIVERS' AND TRUSTEES' SECURITIES (Other than equipment obligations).

(7) SHORT-TERM NOTES IN DEFAULT.

Columns (f), (g), (h), (i), and (j) are intended further to classify the obligations of the company and are to be answered "yes" or "no."

If an issue is a serial issue, the last date of maturity should be shown in column (c) preceded by the letter "S." If the payments required in the contracts for equipment obligations are unequal in amount (except for the last payment) or are to be made at irregular intervals, show a symbol against the entry made in column (c) opposite the name of such obligations and give particulars in a footnote.

If the issue is an income bond, the entry in column (d) should be the annual maximum rate of interest specified by the indenture. In column (k) show the approximate number of miles of road on which the mortgage is a direct first lien and in column (l) the approximate number of miles of road on which the mortgage is a direct junior lien. Do not consider any road or other property indirectly subject to either a first or junior lien through the pledge of collateral, leaseholds, or other contractual rights in making the returns required in columns (i), (j), (k), and (l).

In column (m) enter the amount of debt both nominally and actually issued up to the date of the report and not the amount authorized. In the event debt is assumed, column (m) should include the amount of debt issued by the original debtor.

No entries shall be made in this schedule with respect to issues of matured obligations nominally issued or nominally outstanding when no parts of such issues are actually outstanding.

For definitions of "nominally issued," "nominally outstanding," "actually issued," and "actually outstanding," see schedule 228.

Entries in columns (v) and (w) should include interest accrued on funded debt reacquired, matured during the year, even though no portion of the issue is outstanding at the close of the year.

In column (y) enter the total in account No. 781, "Interest in default," at the close of the year.

The grand totals of columns (n) and (r), when combined, should equal the sum of the amounts stated in short column (a₂) for accounts Nos. 764, 765, 766, 767, and 768 in schedule 200, "Comparative General Balance Sheet—Liabilities and Shareholders' Equity."

On page 59 give particulars of changes during the year in funded debt and other obligations. In column (z), state whether issued for construction of new properties, for additions and betterments, for purchase of railroad or other property, for conversion, for acquisition of securities, for reorganization, or for other corporate purposes. Also, give the number and date of authorization by the public authority under whose control such issue was made, naming such authority. For nominally issued securities, show returns in columns (z) and (aa) only.

For each class of securities actually issued or assumed, the sum of the entries in columns (bb) and (cc), plus discounts or less premiums, such discounts or premiums to be shown in a footnote applicable to each issue, should equal the entry in column (aa). For definition of expense, reportable in column (cc), see Definition 10 in the Uniform System of Accounts for Railroad Companies.

Particulars concerning the reacquisition of securities that were actually outstanding should be reported on pages 58 and 59 columns (a), (d-f), and (ee). Include those securities that have been called for payment during the year for which liability has been transferred to account No. 763, "Other current liabilities."

Show dollars in thousands.

NOTES AND REMARKS

218. FUNDED DEBT AND OTHER OBLIGATIONS (Dollars in thousands)

Line No.	Name and character of obligation	Nominal date of issue	Date of maturity	INTEREST PROVISIONS		DOES OBLIGATION PROVIDE FOR— (Answer "Yes" or "No")			IS OTHER PROPERTY (REAL OR PERSONAL OR LEASEHOLD) SUBJECT TO LIEN OF THE OBLIGATION? (Answer "Yes" or "No")		APPROXIMATE NUMBER OF MILES OF LINE DIRECTLY SUBJECT TO—	
				Rate percent per annum (current year)	Dates due	Con- version	Call prior to maturity, other than for sinking fund	Sinking fund	First lien		Junior to first lien	
									(f)	(g)		(h)
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
1	Accounts 764 & 765 Funded Debt Unmatured											
2	1(a) Mortgage Bonds:											
3	Consolidated Mortgage:											
4	Series A	3- 2-70	10-1-84	4	A & O	No	Yes	No	Yes	Yes)		
5	Series B	7- 1-70	7-1-87	8	J & J	No	Yes	No	Yes	Yes)	1396	19470
6	Series C	5- 1-71	5-1-96	8-1/2	M & N	No	Yes	Yes	Yes	Yes)		
7	Series D	1-15-74	1-15-99	8.60	J & J	No	Yes	Yes	Yes	Yes)		
8	CB&Q First & Refdg.											
9	Series 1978	2- 1-58	2-1-78	4-3/8	F & A	No	Yes	Yes	Yes	No)		
10	Series 1985	8- 1-45	8-1-85	3-1/8	F & A	No	Yes	Yes	Yes	No)	7623	
11	Series 1990	2- 1-50	2-1-90	3	F & A	No	Yes	Yes	Yes	No)		
12	Series 2010	3- 1-70	8-1-2010	4	F & A	No	Yes	No	Yes	No)		
13	GN General Mortgage											
14	Series D	7- 1-26	7-1-76	4-1/2	J & J	No	No	No	No	No)		
15	Series N	7- 1-45	1-1-90	3-1/8	J & J	No	Yes	Yes	Yes	No)		
16	Series O	7- 1-45	1-1-2000	3-1/8	J & J	No	Yes	Yes	No	No)		
17	Series P	1- 1-46	1-1-82	2-3/4	J & J	No	Yes	Yes	No	No)	7057	7623
18	Series Q	1- 1-46	1-1-2010	2-5/8	J & J	No	Yes	Yes	No	No)		
19	Series S	7- 1-70	1-1-2010	9-1/2	J & J	No	Yes	No	No	No)		
20	Series T	1- 1-71	1-1-2010	8-1/2	J & J	No	Yes	No	No	No)		
21	Series U	1- 1-74	1-1-2010	8.60	J & J	No	Yes	No	No	No)		
22	NP Prior Lien	1-1-1897	1-1-97	4	Qtr. Jan.	No	No	No	Yes	No	4608	
23	NP General Lien	1-1-1897	1-1-2047	3	Qtr. Feb.	No	No	No	No	Yes		4608
24	NP St. Paul Dul-Divn.	6-1-1900	12-1-96	4	J & D	No	No	No	No	Yes	162	
25	Total 1(a)											
26	2(a) Collateral Trust Bonds:											
27	NP Collateral Trust	10-1-54	10-1-84	4	A & D	No	Yes	Yes				
28	Total 2(a)											
29	3(a) Unsecured Bonds (Debenture):											
30	Convertible Debentures	1-15-72	1-15-82	5-1/4	J & J	Yes	Yes	Yes				
31	Total 3(a)											
32	5 Miscellaneous Obligations:											
33	Rev. Credit Agreement	6-14-73	12-1-79	Various	Qtr.	No	Yes	No				
34	St. L. & K. C. Ld. Co.	10-1-68	2-1-79	6-3/4	Monthly	No	No	No				
35	1st N. B. St. Paul-Note	5-1-72	6-1-75	Various	Monthly	No	Yes	No				
36	SBA Flood Disaster Ln.	9-24-74	9-24-79	1	Sept. 24	No	Yes	No				
37	1st N. B. St. Paul-Note	8-1-73	7-31-75	Various	Qtr.	No	Yes	No				
38	Minot Fed. S. & L. Assn.	9-1-69	9-1-83	6	Monthly	No	Yes	No				
39	D. C. Hunter, et al	2-28-69	2-28-70	7	Feb. 28	No	No	No				
40	N. Mulder - Executor	7-14-69	7-14-83	7	July 14	No	No	No				
41	FNB&T Co., Lincoln, NB	7-1-71	6-30-92	7-1/10	J & D	No	No	No				
42	V. E. & Rose K. Gantenbein	7-5-72	7-5-74	5	July 5	No	No	No				
43	R. M. Truttmann	9-1-72	9-1-74	5	Sept. 1	No	No	No				
44	Ramsey County, MN	5-28-71	5-28-81	4	May 28	No	No	No				
45	Keely Appraisal Corp.	2-20-73	3-29-77	6	Mar. 29	No	No	No				
46	A. J. & J. D. Popehn	2-14-73	1-2-80	7	Jan. 2	No	No	No				
47	Total 5 Miscellaneous Obligations											
48												
49	Total 764 & 765 Funded Debt Unmatured											
50												
51									XXX	XXX	XXX	XXX

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Total amount nominally and actually issued (m)	AMOUNT NOMINALLY ISSUED AND—		Total amount actually issued (p)	AMOUNT REACQUIRED AND—		TOTAL AMOUNT ACTUALLY OUTSTANDING			Line No.
	Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M") (n)	Canceled (o)		Canceled through sinking fund or otherwise canceled (Identify canceled through sinking fund by symbol "S") (q)	Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M") (r)	Unmatured (accounts 765, 766, and 767) (s)	Unmatured (account 764) (t)	Matured and no provision made for payment (account 768) (u)	
\$	\$	\$	\$	\$	\$	\$	\$	\$	1
									2
									3
58 500	P 49 400	9 100							4
60 000	P 60 000								5
60 000			60 000			60 000			6
60 000			60 000			60 000			7
									8
24 500			24 500	9 744	615	14 141			9
65 000			65 000	54 332	136	10 254	278		10
25 000			25 000	7 155	307	17 538			11
70 000	P 70 000								12
									13
15 000			15 000	492		14 508			14
37 500			37 500			37 500			15
37 500			37 500			37 500			16
40 000			40 000			40 000			17
35 000			35 000			35 000			18
60 000	P 60 000								19
60 000	P 60 000								20
60 000	P 60 000								21
121 650			121 650	34 603		87 047			22
60 000			60 000	859	5 555	53 586			23
10 419			10 419	10 167		252			24
960 069	359 400	9 100	591 569	117 352	6 613	467 326	278	(1)	25
									26
52 000			52 000	30 940	283	20 777			27
52 000			52 000	30 940	283	20 777		(2)	28
									29
65 000			65 000			65 000			30
65 000			65 000			65 000		(3)	31
									32
35 000			35 000	35 000					33
1 160			1 160	581		454	125		34
4 170			4 170	3 753			417		35
2 417			2 417			1 935	482		36
250			250	62		138	50		37
33			33	8		23	2		38
145			145	57		74	14		39
1 243			1 243	501		644	98		40
1 000			1 000	55		915	30		41
57			57	57					42
26			26	26					43
44			44	10		29	5		44
656			656	164		328	164		45
400			400	60		280	60		46
46 601			46 601	40 334		4 820	1 447	(5)	47
									48
1123 670	359 400	9 100	755 170	188 626	6 896	557 923	1 725		49
									50
									51

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Line No.	Name and character of obligation (List on same lines and in same order as on page 56)	AMOUNT OF INTEREST ACCRUED DURING YEAR		Amount of interest paid during year	Total amount of interest in default
		Charged to income	Charged to investment accounts		
	(a)	(v)	(w)	(x)	(y)
		\$	\$	\$	\$
1	Accounts 764 & 765 Funded Debt Unmatured				
2	1(a) Mortgage Bonds:				
3	Consolidated Mortgage				
4	Series A				
5	Series B				
6	Series C	5 100		5 100	
7	Series D	3 943	722	2 580	
8	CB&Q First & Refdg.				
9	Series 1978	623		627	
10	Series 1985	335		335	
11	Series 1990	527		531	
12	Series 2010				
13	GN General Mortgage				
14	Series D	653		653	
15	Series N	1 172		1 172	
16	Series O	1 172		1 172	
17	Series P	1 100		1 100	
18	Series Q	919		919	
19	Series S				
20	Series T				
21	Series U				
22	NP Prior Lien	3 487		3 494	
23	NP General Lien	1 608		1 608	
24	NP St. Paul Divn.	10		10	
25	Total 1(a)	20 649	722	19 301	
26	2(a) Collateral Trust Bonds:				
27	NP Collateral Trust	840		836	
28	Total 2(a)	840		836	
29	3(a) Unsecured Bonds (Debentures):				
30	Convertible Debentures	3 343	69	3 413	
31	Total 3(a)	3 343	69	3 413	
32	5 Miscellaneous Obligations:				
33	Rev. Credit Agreement	192		484	
34	St. L. & K. C. Ld. Co.	43		43	
35	1st N. B. St. Paul - Note	88		95	
36	SBA Flood Disaster Loan	7			
37	1st N. B. St. Paul - Note	21		22	
38	Minot Fed. S. & L. Assn.	1		1	
39	D. C. Hunter, et al	6		7	
40	N. Mulder - Executor	55		58	
41	FNB&T Co. Lincoln, NB	70		69	
42	V. E. & Rose K. Gantenbein	1		1	
43	R. M. Truttmann	1		1	
44	Ramsey County, MN	1		2	
45	Keely Appraisal Corp.	32		39	
46	A. J. & J. D. Popehn	26		42	
47	Total 5 Miscellaneous Obligations	544		864	
48					
49	Total 764 & 765 Funded Debt Unmatured	25 376	791	24 414	
50					
51					

218. FUNDED DEBT AND OTHER OBLIGATIONS—Concluded

SECURITIES ISSUED OR ASSUMED DURING YEAR				SECURITIES REACQUIRED DURING YEAR		Line No.
Purpose of the issue and authority (z)	Par value (aa)	Net proceeds received for issue (cash or its equivalent) (bb)	Expense of issuing securities (cc)	AMOUNT REACQUIRED		
				Par value (dd)	Purchase price (ee)	
	\$	\$	\$	\$	\$	1
						2
						3
Down pmt. on equip., finance)						4
portion of 1974 Cap.Expend.)						5
Program & repay notes on)						6
1971 Cr.Agreement F.D.27550)	60 000	59 029	(A) 221			7
8.60						8
				435	373	9
				1 611	1 497	10
				600	483	11
						12
						13
						14
						15
						16
						17
						18
pledged under B. N. Inc.)						19
Consol. Mtge. Series "D")						20
F.D. 27550)	60 000					21
				812	494	22
						23
						24
	120 000	59 029	221	3 458	2 847	25
						26
				1 767	1 533	27
				1 767	1 533	28
						29
						30
						31
						32
				35 000	35 000	33
				116	116	34
				834	834	35
Flood Disaster Loan 1075	2 417	2 417				36
				50	50	37
				2	2	38
				13	13	39
				92	92	40
				30	30	41
				28	28	42
				13	13	43
				5	5	44
				164	164	45
				60	60	46
	2 417	2 417		36 407	36 407	47
						48
	122 417	61 446	221	41 632	40 787	49
(A) Discount \$750						50
						51

218. FUNDED DEBT AND OTHER OBLIGATIONS (Dollars in thousands)

Lane No.	Name and character of obligation	Nominal date of issue	Date of maturity	INTEREST PROVISIONS		DOES OBLIGATION PROVIDE FOR— (Answer "Yes" or "No")			IS OTHER PROPERTY (REAL OR PERSONAL OR LEASEHOLD) SUBJECT TO LIEN OF THE OBLIGATION? (Answer "Yes" or "No")		APPROXIMATE NUMBER OF MILES OF LINE DIRECTLY SUBJECT TO—	
				Rate percent per annum (current year)	Dates due	Conversion	Call prior to maturity other than for sinking fund	Sinking fund	First lien	Junior to first lien	First lien	Junior to first lien
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
1	Accounts 764 & 766 Equipment Obligations											
2	4(a) Equipment Securities (Corporation):											
3	BN Equipment Trust Certificates											
4	1970	8-1-70	8-1-85	Various	F & A	No	No	Yes	Yes	No		
5	1970 - 2nd Series	12-15-70	12-15-85	Various	J & D	No	No	No	Yes	No		
6	1971	3-1-71	3-1-86	7-1/4	M & S	No	No	No	Yes	No		
7	1971 - 2nd Series	6-1-71	6-1-86	7-3/4	J & D	No	No	No	Yes	No		
8	1971 - 3rd Series	12-1-71	12-1-86	Various	J & D	No	No	Yes	Yes	No		
9	1972	6-1-72	6-1-87	7-1/4	J & D	No	No	Yes	Yes	No		
10	1972 - 2nd Series	12-14-72	12-14-87	7	J & D	No	No	Yes	Yes	No		
11	1973	4-1-73	4-1-88	7-1/4	A & O	No	No	No	Yes	No		
12	1973 - 2nd Series	6-1-73	6-1-88	7-1/4	J & D	No	No	No	Yes	No		
13	1973 - 3rd Series	9-1-73	9-1-88	8-1/8	M & S	No	No	No	Yes	No		
14	1974	4-15-74	4-15-89	8-1/2	A & O	No	No	No	Yes	No		
15	1974 - 2nd Series	9-1-74	9-1-89	9-3/4	M & S	No	No	No	Yes	No		
16	CB&Q Equipment Trust Certificates											
17	1959	2-1-59	2-1-74	4-3/8	A & F	No	No	No	Yes	No		
18	1959 - 2nd Series	7-1-59	7-1-74	4-5/8	J & J	No	No	No	Yes	No		
19	1959 - 3rd Series	9-1-59	9-1-74	5	M & S	No	No	No	Yes	No		
20	1960	7-1-60	7-1-75	4-5/8	J & J	No	No	No	Yes	No		
21	1961	2-1-61	2-1-76	4-1/4	A & F	No	No	No	Yes	No		
22	1961 - 2nd Series	6-1-61	6-1-76	4-1/8	D & J	No	No	No	Yes	No		
23	1961 - 3rd Series	11-1-61	11-1-76	4-1/8	M & N	No	No	No	Yes	No		
24	1962	3-1-62	3-1-77	4-3/8	S & M	No	No	No	Yes	No		
25	1962 - 2nd Series	6-1-62	6-1-77	4	D & J	No	No	No	Yes	No		
26	1963	2-1-63	2-1-78	4	A & F	No	No	No	Yes	No		
27	1963 - 2nd Series	6-1-63	6-1-78	3-7/8	J & J	No	No	No	Yes	No		
28	1963 - 3rd Series	7-15-63	7-15-78	4	J & J	No	No	No	Yes	No		
29	1963 - 4th Series	12-1-63	12-1-78	4-1/8	J & D	No	No	No	Yes	No		
30	1964	3-1-64	3-1-79	4-1/3	S & M	No	No	No	Yes	No		
31	1964 - 2nd Series	6-1-64	6-1-79	4-1/8	D & J	No	No	No	Yes	No		
32	1964 - 3rd Series	10-1-64	10-1-79	4-1/4	A & O	No	No	No	Yes	No		
33	1964 - 4th Series	12-1-64	12-1-79	4-1/8	J & D	No	No	No	Yes	No		
34	1965	3-1-65	3-1-80	4-1/8	S & M	No	No	No	Yes	No		
35	1965 - 2nd Series	7-1-65	7-1-80	4-3/8	J & J	No	No	No	Yes	No		
36	1965 - 3rd Series	12-1-65	12-1-80	4-1/2	J & D	No	No	No	Yes	No		
37	1966	3-15-66	3-15-81	4-7/8	S & M	No	No	No	Yes	No		
38	1966 - 2nd Series	10-15-66	10-15-81	5-3/4	A & O	No	No	No	Yes	No		
39	1967	1-1-67	1-1-82	5-5/8	J & J	No	No	No	Yes	No		
40	1967 - 2nd Series	4-1-67	4-1-82	5-1/4	A & O	No	No	No	Yes	No		
41	GN Equipment Trust Certificates											
42	1959	5-1-59	5-1-74	4-1/2	N & M	No	No	No	Yes	No		
43	1960	2-1-60	2-1-75	5	A & F	No	No	No	Yes	No		
44	1960 - 2nd Series	3-1-60	3-1-75	4-7/8	S & M	No	No	No	Yes	No		
45	1961	3-1-61	3-1-76	4	S & M	No	No	No	Yes	No		
46	1962	5-1-62	5-1-77	4	N & M	No	No	No	Yes	No		
47	1963	3-1-63	3-1-78	4-1/8	S & M	No	No	No	Yes	No		
48	1963 - 2nd Series	6-1-63	6-1-78	4	D & J	No	No	No	Yes	No		
49	1964	3-1-64	3-1-79	4-1/8	S & M	No	No	No	Yes	No		
50												
51	Continued on Page 59-E											

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Total amount nominally and actually issued	AMOUNT NOMINALLY ISSUED AND—		Total amount actually issued	AMOUNT REACQUIRED AND—		TOTAL AMOUNT ACTUALLY OUTSTANDING			Line No.
	Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M")	Canceled		Canceled through sinking fund or otherwise canceled (Identify canceled through sinking fund by symbol "S")	Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M")	Unmatured (accounts 765, 766, and 767)	Unmatured (account 764)	Matured and no provision made for payment (account 768)	
(m)	(n)	(o)	(p)	(q)	(r)	(s)	(t)	(u)	
\$	\$	\$	\$	\$	\$	\$	\$	\$	
									1
									2
									3
20 000			20 000	5 338		13 330	1 334		4
9 900			9 900	2 640		6 600	660		5
8 610			8 610	1 722		6 314	574		6
7 125			7 125	1 425		5 225	475		7
50 000			50 000	9 600		37 200	3 200		8
6 900			6 900	920		5 520	460		9
12 750			12 750	1 700		10 200	850		10
13 500			13 500	900		11 700	900		11
14 250			14 250	950		12 350	950		12
13 500			13 500	900		11 700	900		13
11 700			11 700			10 920	780		14
14 700			14 700			13 720	980		15
									16
4 200			4 200	4 200					17
7 050			7 050	7 050					18
3 150			3 150	3 150					19
2 550			2 550	2 380			170		20
8 550			8 550	7 695		285	570		21
4 800			4 800	4 320		150	320		22
2 400			2 400	2 080		160	160		23
6 450			6 450	5 375		645	430		24
3 150			3 150	2 625		315	210		25
6 300			6 300	4 830		1 050	420		26
5 400			5 400	4 140		900	360		27
5 250			5 250	3 850		1 050	350		28
5 100			5 100	3 740		1 020	340		29
7 200			7 200	5 040		1 680	480		30
6 000			6 000	4 200		1 400	400		31
6 900			6 900	4 600		1 840	460		32
4 800			4 800	3 200		1 280	320		33
5 700			5 700	3 610		1 710	380		34
6 150			6 150	3 690		2 050	410		35
8 100			8 100	4 860		2 700	540		36
8 250			8 250	4 675		3 025	550		37
6 900			6 900	3 680		2 760	460		38
7 950			7 950	3 975		3 445	530		39
6 000			6 000	3 000		2 600	400		40
									41
4 590			4 590	4 590					42
4 140			4 140	4 002			138		43
4 740			4 740	4 582			158		44
5 100			5 100	4 590		170	340		45
1 395			1 395	1 116		186	93		46
5 250			5 250	3 850		1 050	350		47
6 600			6 600	4 840		1 320	440		48
5 400			5 400	3 600		1 440	360		49
									50
									51

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Line No.	Name and character of obligation (List on same lines and in same order as on page 56)	AMOUNT OF INTEREST ACCRUED DURING YEAR		Amount of interest paid during year	Total amount of interest in default
		Charged to income	Charged to investment accounts		
	(a)	(v)	(w)	(x)	(y)
		\$	\$	\$	\$
1	Accounts 764 & 766 Equipment Obligations				
2	4(a) Equipment Securities (Corporation):				
3	BN Equipment Trust Certificates				
4	1970	1 383		1 469	
5	1970 - 2nd Series	671		673	
6	1971	506		520	
7	1971 - 2nd Series	457		460	
8	1971 - 3rd Series	3 092		3 108	
9	1972	447		450	
10	1972 - 2nd Series	831		833	
11	1973	930		946	
12	1973 - 2nd Series	993		999	
13	1973 - 3rd Series	1 073		1 097	
14	1974	680		497	
15	1974 - 2nd Series	434			
16	CB&Q Equipment Trust Certificates				
17	1959	1		3	
18	1959 - 2nd Series	5		16	
19	1959 - 3rd Series	4		8	
20	1960	10		14	
21	1961	44		55	
22	1961 - 2nd Series	32		33	
23	1961 - 3rd Series	17		18	
24	1962	55		61	
25	1962 - 2nd Series	27		27	
26	1963	64		71	
27	1963 - 2nd Series	58		59	
28	1963 - 3rd Series	60		67	
29	1963 - 4th Series	65		67	
30	1964	97		104	
31	1964 - 2nd Series	85		87	
32	1964 - 3rd Series	108		112	
33	1964 - 4th Series	75		76	
34	1965	93		98	
35	1965 - 2nd Series	112		121	
36	1965 - 3rd Series	162		164	
37	1966	187		94	
38	1966 - 2nd Series	199		205	
39	1967	231		246	
40	1967 - 2nd Series	168		173	
41	GN Equipment Trust Certificates				
42	1959	2		3	
43	1960	11		17	
44	1960 - 2nd Series	14		19	
45	1961	26		31	
46	1962	12		13	
47	1963	60		65	
48	1963 - 2nd Series	78		79	
49	1964	77		82	
50					
51	Continued on Page 59-G				

218. FUNDED DEBT AND OTHER OBLIGATIONS—Concluded

SECURITIES ISSUED OR ASSUMED DURING YEAR				SECURITIES REACQUIRED DURING YEAR		Line No.
Purpose of the issue and authority (z)	Par value (aa)	Net proceeds received for issue (cash or its equivalent) (bb)	Expense of issuing securities (cc)	AMOUNT REACQUIRED		
				Par value (dd)	Purchase price (ee)	
	\$	\$	\$	\$	\$	1
						2
						3
				1 334	1 334	4
				660	660	5
				574	574	6
				475	475	7
				3 200	3 200	8
				460	460	9
				850	850	10
				900	900	11
				950	950	12
				900	900	13
Equipment - FD 27605 8.50	11 700	11 676	(E) 15			14
Equipment - FD 27698 9.75	14 700	14 627	(C) 15			15
						16
				140	140	17
				470	470	18
				210	210	19
				170	170	20
				570	570	21
				320	320	22
				160	160	23
				430	430	24
				210	210	25
				420	420	26
				360	360	27
				350	350	28
				340	340	29
				480	480	30
				400	400	31
				460	460	32
				320	320	33
				380	380	34
				410	410	35
				540	540	36
				550	550	37
				460	460	38
				530	530	39
				400	400	40
						41
				153	153	42
				276	276	43
				313	316	44
				340	340	45
				93	93	46
				350	350	47
				440	440	48
				360	360	49
(B) Discount 9						50
(C) Discount 58	Grand Total					51

218. FUNDED DEBT AND OTHER OBLIGATIONS (Dollars in thousands)

Line No.	Name and character of obligation	Nominal date of issue	Date of maturity	INTEREST PROVISIONS		DOES OBLIGATION PROVIDE FOR— (Answer "Yes" or "No")			IS HER PROPERTY (REAL OR PERSONAL OR LEASE/HOLD) SUBJECT TO LIEN OF THE OBLIGATION? (Answer "Yes" or "No")		APPROXIMATE NUMBER OF MILES OF LINE DIRECTLY SUBJECT TO—	
				Rate percent per annum (current year)	Dates due	Conversion	Call prior to maturity, other than for sinking fund	Sinking fund	First lien	Junior to first lien	First lien	Junior to first lien
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
1	GN Equipment Trust Certificates - Continued											
2	1964 - 2nd Series	5-1-64	5-1-79	4-1/4	N & M	No	No	No	Yes	No		
3	1965	2-1-65	2-1-80	4-1/8	A & F	No	No	No	Yes	No		
4	1965 - 2nd Series	4-15-65	4-15-80	4-1/4	O & A	No	No	No	Yes	No		
5	1965 - 3rd Series	6-15-65	6-15-80	4-1/4	D & J	No	No	No	Yes	No		
6	1966	1-1-66	1-1-81	4-5/8	J & J	No	No	No	Yes	No		
7	1966 - 2nd Series	4-1-66	4-1-81	5-1/4	O & A	No	No	No	Yes	No		
8	1967	3-1-67	3-1-82	5	S & M	No	No	No	Yes	No		
9	1967 - 2nd Series	7-1-67	7-1-82	5-1/2	J & J	No	No	No	Yes	No		
10	1967 - 3rd Series	8-1-67	8-1-82	5-7/8	F & A	No	No	No	Yes	No		
11	1968	3-1-68	3-1-83	6	S & M	No	No	No	Yes	No		
12	1968 - 2nd Series	10-1-68	10-1-83	6	A & O	No	No	No	Yes	No		
13	1968 - 3rd Series	12-1-68	12-1-83	6-1/2	J & D	No	No	No	Yes	No		
14	1969	9-1-69	9-1-84	7-1/2	M & S	No	No	No	Yes	No		
15	1970	2-1-70	2-1-85	8-1/2	F & A	No	No	No	Yes	No		
16	NP Equipment Trust Certificates											
17	1959	3-12-59	3-12-74	4-3/8	M & S	No	No	No	Yes	No		
18	1959 - 2nd Series	7-30-59	7-30-74	4-3/4	J & J	No	No	No	Yes	No		
19	1960	1-7-60	1-7-75	4-7/8	J & J	No	No	No	Yes	No		
20	1960 - 2nd Series	4-28-60	4-28-75	4-1/4	A & O	No	No	No	Yes	No		
21	1960 - 3rd Series	9-15-60	9-15-75	3-7/8	M & S	No	No	No	Yes	No		
22	1961	8-23-61	8-23-76	4-1/4	F & A	No	No	No	Yes	No		
23	1962	6-14-62	6-14-77	3-7/8	J & D	No	No	No	Yes	No		
24	1963	1-10-63	1-10-78	3-7/8	J & J	No	No	No	Yes	No		
25	1964	1-9-64	1-9-79	4-1/3	J & J	No	No	No	Yes	No		
26	1964 - 2nd Series	6-11-64	6-11-79	4-1/4	J & D	No	No	No	Yes	No		
27	1965	3-18-65	3-18-80	4-1/8	M & S	No	No	No	Yes	No		
28	1965 - 2nd Series	6-23-65	6-23-80	4-3/8	J & D	No	No	No	Yes	No		
29	1966	3-3-66	3-3-81	5	M & S	No	No	No	Yes	No		
30	1966 - 2nd Series	6-23-66	6-23-81	5-1/4	J & D	No	No	No	Yes	No		
31	1966 - 3rd Series	10-6-66	10-6-81	5-3/4	A & O	No	No	No	Yes	No		
32	1968	5-9-68	5-9-83	6-1/4	M & N	No	No	No	Yes	No		
33	1968 - 2nd Series	10-17-68	10-17-83	6	A & O	No	No	No	Yes	No		
34	1969	4-24-69	4-24-84	7-1/8	A & O	No	No	No	Yes	No		
35	Total Equipment Obligations 4(a)											
36												
37	4(c) Conditional or Deferred Payment Contracts:											
38	B. N. Inc.:											
39	Chase Man. Bank N.A.	4-1-70	10-1-87	9-5/8	A & O	No	No	No	Yes	Yes		
40	The Sav. Bk. of Balti.	12-15-71	12-15-76	8	J & D	No	No	No	Yes	Yes		
41	Northern Tr. Co., Chgo.	9-20-73	10-1-85	Various	Qtr.	No	Yes	No	Yes	Yes		
42	Am. N. B. & Tr. Co., St. Paul	10-15-73	1-1-84	Various	Qtr.	No	Yes	No	Yes	Yes		
43	C. B. & Q.:											
44	1st Natl. Bk., Chgo.	2-15-66	3-1-76	5	Monthly	No	No	No	Yes	Yes		
45	Cont. Ill. Natl. Bk. &											
46	Trust, Chgo.	8-1-66	8-1-74	5-1/2	Monthly	No	No	No	Yes	Yes		
47	Cont. Ill. Natl. Bk. &											
48	Trust, Chgo.	9-1-67	9-1-75	5-3/4	Qtr.	No	No	No	Yes	Yes		
49	W. Sub. Mass Transit	3-1-65	1-1-75	4-1/2	Qtr.	No	No	No	Yes	Yes		
50	Northern Tr. Co., Chgo.	1-15-68	1-15-75	6-3/8	Qtr.	No	No	No	Yes	Yes		
51	Continued on page 59-I											
	Grand Total								XXX	XXX	XXX	XXX

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Total amount nominally and actually issued (m)	AMOUNT NOMINALLY ISSUED AND—		Total amount actually issued (p)	AMOUNT REACQUIRED AND—		TOTAL AMOUNT ACTUALLY OUTSTANDING			Line No.
	Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M") (n)	Canceled (o)		Canceled through sinking fund or otherwise canceled (Identify canceled through sinking fund by symbol "S") (q)	Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M") (r)	Unmatured (accounts 765, 766, and 767) (s)	Unmatured (account 764) (t)	Matured and no provision made for payment (account 768) (u)	
\$	\$	\$	\$	\$	\$	\$	\$	\$	
3 300			3 300	2 200		880	220		1
7 005			7 005	4 203		2 335	467		2
6 975			6 975	4 185		2 325	465		3
5 400			5 400	3 240		1 800	360		4
2 145			2 145	1 144		858	143		5
9 000			9 000	4 800		3 600	600		6
8 490			8 490	3 962		3 962	566		7
5 550			5 550	2 590		2 590	370		8
4 695			4 695	2 191		2 191	313		9
4 695			4 695	1 878		2 504	313		10
2 130			2 130	852		1 136	142		11
3 375			3 375	1 350		1 800	225		12
8 355			8 355	2 785		5 013	557		13
7 320			7 320	1 952		4 880	488		14
									15
4 740			4 740	4 740					16
6 015			6 015	6 015					17
3 420			3 420	3 192			228		18
6 495			6 495	6 062			433		19
6 270			6 270	5 852			418		20
6 885			6 885	5 967		459	459		21
4 035			4 035	3 228		528	269		22
6 645			6 645	4 873		1 329	443		23
6 840			6 840	4 560		1 824	456		24
6 435			6 435	4 290		1 716	429		25
6 390			6 390	3 834		2 130	426		26
5 850			5 850	3 510		1 950	390		27
7 020			7 020	3 744		2 808	468		28
6 690			6 690	3 568		2 676	446		29
7 350			7 350	3 920		2 940	490		30
2 610			2 610	1 044		1 392	174		31
1 650			1 650	660		880	110		32
5 640			5 640	1 880		3 384	376		33
537 865			537 865	265 499		238 920	33 446	(42)	34
									35
									36
									37
									38
16 500			16 500	2 200		13 200	1 100		39
675			675	405		135	135		40
3 134			3 134	261		2 612	261		41
998			998	84		814	100		42
									43
1 329			1 329	1 163		33	133		44
									45
1 875			1 875	1 875					46
									47
1 577			1 577	1 422			155		48
1 944			1 944	1 750			194		49
223			223	215			8		50
									51

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Line No.	Name and character of obligation (List on same lines and in same order as on page 56)	AMOUNT OF INTEREST ACCRUED DURING YEAR		Amount of interest paid during year	Total amount of interest in default
		Charged to income	Charged to investment accounts		
	(a)	(v)	(w)	(x)	(y)
		\$	\$	\$	\$
1	GN Equipment Trust Certificates - Continued				
2	1964 - 2nd Series	50		51	
3	1965	117		125	
4	1965 - 2nd Series	124		129	
5	1965 - 3rd Series	99		99	
6	1966	46		50	
7	1966 - 2nd Series	228		236	
8	1967	231		241	
9	1967 - 2nd Series	173		183	
10	1967 - 3rd Series	158		166	
11	1968	172		178	
12	1968 - 2nd Series	83		85	
13	1968 - 3rd Series	145		146	
14	1969	446		460	
15	1970	460		477	
16	NP Equipment Trust Certificates				
17	1959	3		7	
18	1959 - 2nd Series	11		19	
19	1960	11		17	
20	1960 - 2nd Series	25		28	
21	1960 - 3rd Series	28		32	
22	1961	52		59	
23	1962	36		37	
24	1963	69		77	
25	1964	95		103	
26	1964 - 2nd Series	99		100	
27	1965	109		114	
28	1965 - 2nd Series	111		111	
29	1966	168		176	
30	1966 - 2nd Series	175		176	
31	1966 - 3rd Series	219		225	
32	1968	102		103	
33	1968 - 2nd Series	65		66	
34	1969	276		281	
35	Total Equipment Obligations 4(a)	17 922		17 797	
36					
37	4(c) Conditional or Deferred Payment Contracts:				
38	B. N. Inc:				
39	Chase Man. Bank N.A.	1 456		1 482	
40	The Sav. Bk. of Balti.	32		32	
41	Northern Tr. Co., Chgo.	346		287	
42	Am. N.B. & Tr. Co., St. Paul	100		74	
43	C. B. & Q.:				
44	1st Natl. Bk., Chgo.	11		12	
45	Cont. Ill. Natl. Bk. &				
46	Trust, Chgo.	2		3	
47	Cont. Ill. Natl. Bk. &				
48	Trust, Chgo.	15		16	
49	W. Sub. Mass. Transit	22		31	
50	Northern Tr. Co., Chgo.	1		2	
51	Continued on page 59-K				

218. FUNDED DEBT AND OTHER OBLIGATIONS—Concluded

SECURITIES ISSUED OR ASSUMED DURING YEAR				SECURITIES REACQUIRED DURING YEAR		Line No.
Purpose of the issue and authority	Par value	Net proceeds received for issue (cash or its equivalent)	Expense of issuing securities	AMOUNT REACQUIRED		
				Par value	Purchase price	
(z)	(aa)	(bb)	(cc)	(dd)	(ee)	
	\$	\$	\$	\$	\$	
				220	220	1
				467	467	2
				465	465	3
				360	360	4
				143	143	5
				600	600	6
				566	566	7
				370	370	8
				313	313	9
				313	313	10
				142	142	11
				225	225	12
				557	557	13
				488	488	14
						15
						16
				316	316	17
				401	401	18
				228	228	19
				433	433	20
				418	418	21
				459	459	22
				269	269	23
				443	443	24
				456	456	25
				429	429	26
				426	426	27
				390	390	28
				468	468	29
				446	446	30
				490	490	31
				174	174	32
				110	110	33
				376	376	34
Discount 67 920	26 400	26 303	30	33 672	33 672	35
						36
						37
						38
				1 100	1 100	39
				135	135	40
				261	261	41
New Equip. - \$393 issued 1973	605	605		84	84	42
						43
				133	133	44
						45
				141	141	46
						47
				213	213	48
				773	778	49
				32	32	50
						51

218. FUNDED DEBT AND OTHER OBLIGATIONS (Dollars in thousands)

Line No.	Name and character of obligation	Nominal date of issue	Date of maturity	INTEREST PROVISIONS		DOES OBLIGATION PROVIDE FOR— (Answer "Yes" or "No")			IS OTHER PROPERTY (REAL OR PERSONAL OR LEASEHOLD) SUBJECT TO LIEN OF THE OBLIGATION? (Answer "Yes" or "No")		APPROXIMATE NUMBER OF MILES OF LINE DIRECTLY SUBJECT TO—		
				Rate percent per annum (current year)	Dates due	Con- version	Call prior to maturity, other than for sinking fund	Sinking fund	First lien Junior to first lien		First lien	Junior to first lien	
									(f)	(g)			(h)
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)		
1	4(c) Conditional or Deferred Payment Contracts - continued												
2	Northern Tr.Co.,Chgo.	2-1-68	2-1-75	6-3/8	Qtr.	No	No	No	Yes	Yes			
3	Harris Tr.&Sav.,Chgo.	4-1-68	4-1-76	6-3/8	Qtr.	No	No	No	Yes	Yes			
4	U.S.Natl.Bk.,Omaha	7-1-68	7-1-75	6-3/4	Qtr.	No	No	No	Yes	Yes			
5	Mrcrl.Tr.Co.St.Louis	7-15-68	7-15-75	6-1/2	Qtr.	No	No	No	Yes	Yes			
6	1st Natl.Bk.,Kan.City	2-1-69	2-1-76	6-3/4	Qtr.	No	No	No	Yes	Yes			
7	Northern Tr.Co.,Chgo.	6-1-69	6-1-76	7-3/4	Qtr.	No	No	No	Yes	Yes			
8	Morgan Guar.Tr.Co.NY	12-15-65	12-15-80	4-7/8	Semi-Ann.	No	No	No	Yes	Yes			
9	Morgan Guar.Tr.Co.NY	4-1-66	4-1-81	5-1/2	Semi-Ann.	No	No	No	Yes	Yes			
10	Morgan Guar.Tr.Co.NY	7-1-67	7-1-82	5-3/4	Semi-Ann.	No	No	No	Yes	Yes			
11	Morgan Guar.Tr.Co.NY	11-1-67	11-1-82	5-3/4	Semi-Ann.	No	No	No	Yes	Yes			
12	1st Natl.CityBk.,NY	8-1-67	8-1-82	5-3/4	Semi-Ann.	No	No	No	Yes	Yes			
13	1st Natl.CityBk.,NY	1-15-68	1-15-83	Various	Semi-Ann.	No	No	No	Yes	Yes			
14	G. N.												
15	First Tr.Co.,St.Paul	6-1-68	6-1-83	7	D & J	No	No	No	Yes	Yes			
16	N. P.												
17	Morgan Guar.Tr.Co.NY	3-1-67	3-1-82	5-1/2	M & S	No	No	No	Yes	Yes			
18	Morgan Guar.Tr.Co.NY	5-1-67	5-1-82	5-1/2	J & J	No	No	No	Yes	Yes			
19	First Penn.Bk.&Tr.Co.	9-1-67	9-1-82	6-1/2	J & D	No	No	No	Yes	Yes			
20	1st Natl.Bk.,Chgo.	1-3-68	2-1-83	6-5/8	Feb.	No	No	No	Yes	Yes			
21	First Tr.Co.,St.Paul	11-1-69	11-1-84	9	Nov.	No	No	No	Yes	Yes			
22	Total Conditional or Deferred												
23	Payment Contracts 4(c)												
24													
25	Total Equipment Obligations 4(a) and												
26	Conditional or Deferred Payment												
27	Contracts 4(c)												
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29													
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51	Grand Total									x x x	x x x	x x x	x x x

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Total amount nominally and actually issued (m)	AMOUNT NOMINALLY ISSUED AND—		Total amount actually issued (p)	AMOUNT REACQUIRED AND—		TOTAL AMOUNT ACTUALLY OUTSTANDING			Line No.
	Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M") (n)	Canceled (o)		Canceled through sinking fund or otherwise canceled (Identify canceled through sinking fund by symbol "S") (q)	Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M") (r)	Unmatured (accounts 765, 766, and 767) (s)	Unmatured (account 764) (t)	Matured and no provision made for payment (account 768) (u)	
\$	\$	\$	\$	\$	\$	\$	\$	\$	
464			464	447			17		1
1 095			1 095	913		45	137		2
854			854	763			91		3
408			408	379			29		4
686			686	581		7	98		5
368			368	289		26	53		6
4 798			4 798	2 982		1 496	320		7
12 000			12 000	6 857		4 343	800		8
6 099			6 099	2 846		2 846	407		9
5 384			5 384	2 512		2 513	359		10
3 120			3 120	1 456		1 456	208		11
15 097			15 097	6 600		7 491	1 006		12
									13
2 318			2 318	927		1 236	155		14
									15
8 925			8 925	4 462		3 868	595		16
4 110			4 110	1 918		1 918	274		17
9 700			9 700	2 200		6 620	880		18
6 150			6 150	2 741		3 031	378		19
1 700			1 700	565		1 022	113		20
									21
111 531			111 531	48 813		54 712	8 006		22
									23
									24
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649 396			649 396	314 312		293 632	41 452		26
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1773 066	359 400	9 100	1404 566	502 938	6 896	851 555	43 177		51

218 FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Line No.	Name and character of obligation (List on same lines and in same order as on page 56)	AMOUNT OF INTEREST ACCRUED DURING YEAR		Amount of interest paid during year	Total amount of interest in default
		Charged to income	Charged to investment accounts		
	(a)	(v)	(w)	(x)	(y)
		\$	\$	\$	\$
1	4(c) Conditional or Deferred Payment Contracts - continued				
2	Northern Tr. Co., Chgo.	3		4	
3	Harris Tr. & Sav., Chgo.	15		17	
4	U. S. Natl. Bk., Omaha	9		11	
5	Mrcrl. Tr. Co., St. Louis	3		4	
6	1st Natl. Bk., Kan. City	11		11	
7	Northern Tr. Co., Chgo.	8		9	
8	Morgan Guar. Tr. Co., N.Y.	100		100	
9	Morgan Guar. Tr. Co., N.Y.	306		316	
10	Morgan Guar. Tr. Co., N.Y.	207		220	
11	Morgan Guar. Tr. Co., N.Y.	206		210	
12	1st Natl. City Bk., N.Y.	111		116	
13	1st Natl. City Bk., N.Y.	618		648	
14	G. N.				
15	First Tr. Co., St. Paul	102		103	
16	N. P.				
17	Morgan Guar. Tr. Co., N.Y.	259		270	
18	Morgan Guar. Tr. Co., N.Y.	128		136	
19	First Penn. Bk. & Tr. Co.	540		545	
20	1st Natl. Bk., Chgo.	228		238	
21	First Tr. Co., St. Paul	111		112	
22	Total Conditional or Deferred				
23	Payment Contracts 4(c)	4 950		5 009	
24					
25	Total Equipment Obligations 4(a) and				
26	Conditional or Deferred Payment				
27	Contracts 4(c)	22 872		22 806	
28					
29					
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50					
51	Grand Total	48 248	791	47 220	

218. FUNDED DEBT AND OTHER OBLIGATIONS—Concluded

SECURITIES ISSUED OR ASSUMED DURING YEAR				SECURITIES REACQUIRED DURING YEAR		Line No.
Purpose of the issue and authority	Par value	Net proceeds received for issue (cash or its equivalent)	Expense of issuing securities	AMOUNT REACQUIRED		
				Par value	Purchase price	
(z)	(aa)	(bb)	(cc)	(dd)	(ee)	
	\$	\$	\$	\$	\$	1
				66	66	2
				139	139	3
				122	122	4
				58	58	5
				98	98	6
				53	53	7
				320	320	8
				800	800	9
				407	407	10
				359	359	11
				208	208	12
				1 006	1 006	13
						14
				154	154	15
						16
				595	595	17
				274	274	18
				880	880	19
				379	379	20
				113	113	21
						22
	605	605		8 908	8 908	23
						24
						25
						26
	27 005	26 908	30	42 580	42 580	27
						28
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						50
Grand Total	149 422	88 354	251	84 212	83 367	51

219. EQUIPMENT COVERED BY EQUIPMENT OBLIGATIONS

Give the particulars called for regarding the equipment obligations included in schedule 218, "Funded Debt and Other Obligations" (accounts Nos. 764, "Equipment obligations and other debt due within 1 year" and 766, "Equipment obligations") at the close of the year. In column (a) show the name by which the equipment obligation is designated and in column (b) show the classes of equipment and the number of units cov-

ered by the obligation. In column (c) show the contract price to the original debtor; in column (d) show the cash paid on acceptance of equipment by the original debtor; do not report the price paid on a subsequent sale and assumption of balance of debt.

(Dollars in thousands)

Line No	Designation of equipment obligation (List names in the same order as in schedule 218)	Description of equipment covered	Contract price of equipment acquired	Cash paid on acceptance of equipment
	(a)	(b)	(c)	(d)
			\$	\$
1	Equipment Trust Certificates:			
2	Burlington Northern Inc.			
3	1970	700 Cov. & 100 open top hopper cars-		
4		25 airslide cov. hopper cars-300 box		
5		cars-50 flat cars-50 cabooses-15 1000		
6		HP and 6 3600 HP diesel loco. units	25 238	5 238
7	1970 - 2nd series	235 Gondola coal cars-450 box cars-		
8		8 1000 HP diesel loco. units	12 353	2 453
9	1971	200 Cov. & 300 open top hopper cars-		
10		150 woodchip cars-47 cabooses	10 933	2 323
11	1971 - 2nd series	410 Cov. hopper-65 airslide cov.		
12		ho. er-50 bulkhead flat cars	9 071	1 946
13	1971 - 3rd series	500 Cov. & 400 open top hopper cars-		
14		300 box cars-150 woodchip cars-300		
15		gondola cars-50 caboose cars-25 3600		
16		HP diesel loco. units-75 3000 HP die-		
17		sel loco. units-15 1000 HP loco. units	63 501	13 501
18	1972	60 Bulkhead flat cars-300 open top		
19		hopper cars-10 2000 HP diesel loco.		
20		units	8 838	1 938
21	1972 - 2nd series	650 box cars-15 1500 HP switching		
22		diesel loco. units	15 946	3 196
23	1973	200 Hopper cars-36 3000 HP diesel		
24		loco. units	16 775	3 275
25	1973 - 2nd series	234 Cov. hopper cars-35 "Airslide"		
26		cov. hopper cars-200 bulkhead flat		
27		cars-105 gondola cars- 50 caboose		
28		cars - 15 3000 HP diesel loco.		
29		units	17 814	3 564
30	1973 - 3rd series	400 Hopper cars-590 covered hopper		
31		cars	17 070	3 570
32	1974	400 open top & 40 "Airslide" cov. hop-		
33		per cars-100 "HiCube" & 100 ins. box cars	14 688	2 988
34	1974 - 2nd series	200 Box cars-100 bulkhead flat cars-		
35		200 Woodchip cars-300 cov. hopper cars	18 400	3 700
36	Chicago, Burlington & Quincy			
37	1960	100 Dry-flo cov. hop. cars-100 D.F.		
38		box cars-50 airslide cov. hopper cars	3 276	726
39	1961	50 Airslide cov. & 350 cov. hopper		
40		cars-36 2000 HP diesel loco units	10 773	2 223
41	1961 - 2nd series	100 Flat cars-50 D.F. and 250 D.F.		
42		insul. box cars	5 955	1 155
43	1961 - 3rd series	298 Box cars	3 010	610
44	1962	30 2250 HP diesel loco. units-150 flat		
45		cars-100 gondola cars	8 225	1 775
46	1962 - 2nd series	50 Gondola cars-92 stock cars-50 D.F.		
47		& 125 insul. box cars	4 459	1 309
48	1963	150 Insul. & 198 std. box cars-12 2250		
49		HP diesel loco. units	7 882	1 582
50				

(Continued on Page 60-A)

219. EQUIPMENT COVERED BY EQUIPMENT OBLIGATIONS

Give the particulars called for regarding the equipment obligations included in schedule 218. "Funded Debt and Other Obligations" (accounts Nov. 764. "Equipment obligations and other debt due within 1 year" and 766. "Equipment obligations") at the close of the year. In column (a) show the name by which the equipment obligation is designated and in column (b) show the classes of equipment and the number of units covered by the obligation. In column (c) show the contract price to the original debtor; in column (d) show the cash paid on acceptance of equipment by the original debtor; do not report the price paid on a subsequent sale and assumption of balance of debt.

(Dollars in thousands)

Line No.	Designation of equipment obligation (List names in the same order as in schedule 218)	Description of equipment covered	Contract price of equipment acquired	Cash paid on acceptance of equipment
	(a)	(b)	(c)	(d)
1	Equipment Trust Certificates - (continued):		\$	\$
2	Chicago, Burlington & Quincy - (continued):			
3	1963 - 2nd series	100 Refr. cars-200 cov. and 100 open		
4		top hopper cars	6 773	1 373
5	1963 - 3rd series	353 Box cars-100 open top hopper cars	6 594	1 344
6	1963 - 4th series	25 D.F. box cars, 318 box cars, 150		
7		flat cars, 32 caboose cars	6 438	1 338
8	1964	350 Box cars-200 hopper cars-25 air-		
9		slide hopper cars-9 2500 HP diesel		
10		loco. units	8 994	1 794
11	1964 - 2nd series	73 D.F. and 141 std. box cars-100		
12		gondola cars-100 cov. hopper cars-		
13		9 2500 HP diesel loco. units	7 606	1 606
14	1964 - 3rd series	225 Box cars-150 hopper cars-50 tank		
15		cars-6 2500 HP diesel loco. units	9 235	2 335
16	1964 - 4th series	50 D.F. and 75 std. box cars-250 cov.		
17		hopper cars	6 330	1 530
18	1965	158 Box cars-50 hopper cars-200 flat		
19		cars-6 1200 HP diesel loco. units	7 272	1 572
20	1965 - 2nd series	107 Box cars-139 hopper cars-100		
21		gondola cars-6 1200 HP diesel loco.		
22		units	7 831	1 681
23	1965 - 3rd series	100 Box cars-200 refrig. cars-150		
24		hopper cars	10 306	2 206
25	1966	200 Box cars-100 open top and 250 cov.		
26		hopper cars-13 2800 HP diesel loco.		
27		units	10 725	2 475
28	1966 - 2nd series	20 2800 HP and 20 3000 HP diesel		
29		loco. units	8 915	2 015
30	1967	200 Flat cars-100 box cars-100 gon-		
31		dola cars-250 hopper cars	10 252	2 302
32	1967 - 2nd series	100 Flat cars-400 hopper cars	7 568	1 568
33	Great Northern			
34	1960	75 Cov. and 100 open top hopper cars-		
35		23 flat cars-250 box cars-25 gondola		
36		cars	5 224	1 084
37	1960 - 2nd series	500 Box cars-7 flat cars-14 airslide		
38		cov. hopper cars	5 969	1 220
39	1961	550 Box cars-1 hopper car	6 488	1 388
40	1962	50 Covered hopper cars-50 tank cars	1 756	361
41	1963	17 Diesel loco. units-20 airslide		
42		cov. hop. cars-250 box cars	6 576	1 326
43	1963 - 2nd series	500 Box cars-40 flat cars-45 hopper		
44		cars	8 365	1 765
45	1964	18 Diesel loco. units-200 box cars-		
46		2 flat cars	6 801	1 401
47	1964 - 2nd series	50 Tank cars-100 cov. hop. cars-25		
48		flat cars-100 gondola cars	4 181	881
49				
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(Continued on Page 60-B)

219. EQUIPMENT COVERED BY EQUIPMENT OBLIGATIONS

Give the particulars called for regarding equipment obligations included in schedule 218, "Funded Debt and Other Obligations" (accounts Nos. 764, "Equipment obligations and other debt due within 1 year" and 766, "Equipment obligations") at the close of the year. In column (a) show the name by which the equipment obligation is designated and in column (b) show the classes of equipment and the number of units cov-

ered by the obligation. In column (c) show the contract price to the original debtor; in column (d) show the cash paid on acceptance of equipment by the original debtor; do not report the price paid on a subsequent sale and assumption of balance of debt.

(Dollars in thousands)

Line No.	Designation of equipment obligation (List names in the same order as in schedule 218)	Description of equipment covered	Contract price of equipment acquired	Cash paid on acceptance of equipment
	(a)	(b)	(c)	(d)
1	Equipment Trust Certificates - (continued):		\$	\$
2	Great Northern - (continued):			
3	1965	303 Box cars-100 cov. hopper cars-15		
4		diesel loco. units	8 771	1 766
5	1965 - 2nd series	100 Box cars-15 diesel loco. units-		
6		200 cov. hopper cars-50 woodchip cars-		
7		10 flat cars	8 819	1 844
8	1965 - 3rd series	100 Gondola cars-303 flat cars-75 box		
9		cars	6 777	1 377
10	1966	25 Covered hopper cars-150 woodchip		
11		cars	2 749	604
12	1966 - 2nd series	200 Cov. hopper cars-300 box cars-12		
13		diesel loco. units-52 gondola cars	11 270	2 270
14	1967	10 Diesel loco. units-100 gondola cars		
15		-100 flat cars - 300 box cars	10 626	2 136
16	1967 - 2nd series	8 Diesel loco. units-300 hopper cars-		
17		1 flat car	6 953	1 403
18	1967 - 3rd series	10 Diesel loco. units-300 hopper cars	5 961	1 266
19	1968	215 Hopper cars - 150 flat cars	5 907	1 212
20	1968 - 2nd series	150 Box cars	2 733	603
21	1968 - 3rd series	300 Cov. hopper cars - 2 flat cars	4 236	861
22	1969	150 Box cars-125 woodchip cars-200		
23		mech. refrig. cars	10 475	2 120
24	1970	500 Box cars - 50 flat cars	9 213	1 893
25	Northern Pacific			
26	1960	400 Box cars	4 446	1 026
27	1960 - 2nd series	100 Refr. cars-100 mech. refr. cars-		
28		75 flat cars-25 gondola cars-4 cov.		
29		hopper cars-15 diesel loco. units	8 105	1 610
30	1960 - 3rd series	563 Box cars-150 refrig. cars	7 850	1 580
31	1961	200 Refrig. cars-401 box cars-50 mech.		
32		refrig. cars-40 cov. hopper cars	8 667	1 782
33	1962	166 Box cars-124 refrig. cars-50 mech.		
34		refrig. cars-25 flat cars	5 114	1 079
35	1963	461 Box cars-100 refrig. cars-25 mech.		
36		refrig. cars-40 cov. hopper cars-25		
37		flat cars	8 361	1 716
38	1964	170 Cov. hopper cars-75 mech. refrig.		
39		cars-50 flat cars-50 box cars-12		
40		diesel loco. units	8 559	1 719
41	1964 - 2nd series	100 RBL refrig. cars-200 open top		
42		hopper cars-250 box cars-3 diesel		
43		loco. units	8 102	1 667
44	1965	15 Diesel loco. units-50 cov. and 150		
45		open top hopper cars-100 flat cars-		
46		25 gondola cars	8 014	1 624
47	1965 - 2nd series	50 Cov. hop. cars-100 mech. refrig.		
48		cars-200 RBL refrig. cars	7 324	1 474
49				
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(Continued on Page 60-C)

219. EQUIPMENT COVERED BY EQUIPMENT OBLIGATIONS

Give the particulars called for regarding the equipment obligations included in schedule 218, "Funded Debt and Other Obligations" (accounts Nos. 764, "Equipment obligations and other debt due within 1 year" and 766, "Equipment obligations") at the close of the year. In column (a) show the name by which the equipment obligation is designated and in column (b) show the classes of equipment and the number of units cov-

ered by the obligation. In column (c) show the contract price to the original debtor; in column (d) show the cash paid on acceptance of equipment by the original debtor; do not report the price paid on a subsequent sale and assumption of balance of debt.

(Dollars in thousands)

Line No.	Designation of equipment obligation (List names in the same order as in schedule 218.)	Description of equipment covered	Contract price of equipment acquired	Cash paid on acceptance of equipment
	(a)	(b)	(c)	(d)
1	Equipment Trust Certificates - (continued):		\$	\$
2	Northern Pacific - (continued):			
3	1966	400 Box cars-100 flat cars-5 diesel		
4		loco units-22 stk. cars	8 807	1 787
5	1966 - 2nd series	2 Diesel loco. units-50 woodchip cars		
6		-125 mech. refrig. cars-132 cov. and		
7		100 open top hopper cars	8 460	1 770
8	1966 - 3rd series	300 Woodchip cars-400 box cars	9 451	2 101
9	1968	10 Diesel loco. units-46 open top hop.		
10		cars-1 woodchip car	3 330	720
11	1968 - 2nd series	150 Woodchip cars	2 093	443
12	1969	150 Box cars-150 flat cars-50 mech.		
13		refrig. cars	7 137	1 497
14	Conditional Sale Contracts:			
15	Burlington Northern Inc.			
16	Chase Mtn. Bk., NY.	4- 1-70 200 Gondola cars-100 bulk-		
17		head flat cars-500 cov.		
18		hopper cars-300 open top		
19		hopper cars	16 594	94
20	The Sav. Bk. of Balti.	12-15-71 225 Ballast hopper cars	675	-
21	Northern Tr. Co., Chgo.	9-20-73 176 Cov. hopper cars	3 135	-
22	Am. N. B. & Tr. Co., St. Paul	10-15-73 99 Auto Racks	998	-
23	Chicago, Burlington & Quincy			
24	1st Natl. Bk., Chgo.	2-15-66 1 Gulfstream aircraft	1 329	-
25	Cont. Ill. Natl. Bk. &			
26	Trust, Chgo.	9- 1-67 650 Rebuilt box cars	2 004	426
27	Northern Tr. Co., Chgo.	1-15-68 50 Flexi-vans	236	13
28	Northern Tr. Co., Chgo.	2- 1-68 25 Flat cars	463	-
29	Harris Tr. & Sav., Chgo.	4- 1-68 550 Box cars	1 064	(31)
30	U.S. Natl. Bk., Omaha	7- 1-68 70 Hopper cars	854	-
31	Mrcrl. Tr. Co., St. Louis	7-15-68 200 Hopper cars	404	(3)
32	1st Natl. Bk., Kan. City	2- 1-69 300 Hopper cars	612	(73)
33	Northern Tr. Co., Chgo.	6- 1-69 25 Cabooses	368	-
34	Morgan Guar. Tr. Co., N.Y.	12-15-65 300 Hopper cars-3 diesel loco.		
35		units	4 849	51
36	Morgan Guar. Tr. Co., N.Y.	4- 1-66 450 Box cars-350 hopper cars-		
37		12 diesel loco. units	12 305	305
38	Morgan Guar. Tr. Co., N.Y.	7- 1-67 150 Box cars-150 hopper cars-		
39		38 cabooses	6 138	39
40	Morgan Guar. Tr. Co., N.Y.	11- 1-67 50 Box cars-250 gondola cars-		
41		70 hopper cars	5 899	516
42	1st Natl. City Bk., N.Y.	8- 1-67 200 Box cars	3 150	30
43	1st Natl. City Bk., N.Y.	1-15-68 25 Diesel loco. units-700		
44		hopper cars	15 200	103
45	Great Northern			
46	First Tr. Co., St. Paul	6- 1-68 100 Woodchip cars-20 flat		
47		cars-20 cabooses	2 318	-
48				
49				
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(Continued on Page 60-D)

219. EQUIPMENT COVERED BY EQUIPMENT OBLIGATIONS

Give the particulars called for regarding the equipment obligations included in schedule 218, "Funded Debt and Other Obligations" (accounts Nos. 764, "Equipment obligations and other debt due within 1 year" and 766, "Equipment obligations") at the close of the year. In column (a) show the name by which the equipment obligation is designated and in column (b) show the classes of equipment and the number of units cov-

ered by the obligation. In column (c) show the contract price to the original debtor; in column (d) show the cash paid on acceptance of equipment by the original debtor; do not report the price paid on a subsequent sale and assumption of balance of debt.

(Dollars in thousands)

Line No.	Designation of equipment obligation (List names in the same order as in schedule 218)	Description of equipment covered	Contract price of equipment acquired	Cash paid on acceptance of equipment
	(a)	(b)	(c)	(d)
			\$	\$
1	Conditional Sale Contracts - (continued):			
2	Northern Pacific			
3	Morgan Guar.Tr.Co.N.Y.	3- 1-67 16 Diesel loco. units-318		
4		cov. hopper cars	9 020	95
5	Morgan Guar.Tr.Co.N.Y.	5- 1-67 100 Mech. refriger. cars-50		
6		airdump cars-10 "Airslide"		
7		cov. hopper cars	4 144	34
8	First Penn.Bk.&Tr.Co.	9- 1-67 100 Mech. refriger. cars - 6		
9		"high cube" box cars-25 drop		
10		end gondola cars-100 cov.		
11		hopper cars-100 flat cars-		
12		200 RBL refriger. cars-20 steel		
13		box cars	10 425	725 1 167
14	1st Natl.Bk., Chgo.	1- 3-68 150 box cars-200 flat cars	6150 5 682	-
15	First Tr.Co., St.Paul	11- 1-69 51 Mech. refriger. conditionaire		
16		cars	1 711	11
17				
18				
19		(40) 109,656	111,990	2,334
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222. AMOUNTS PAYABLE TO AFFILIATED COMPANIES

Give full particulars of amounts payable by the respondent to affiliated companies, as defined in connection with account No. 769, "Amounts payable to affiliated companies," in the Uniform System of Accounts for Railroad Companies. If any such amounts are evidenced by notes, each note should be separately shown in column (a). Entries in columns (e) and

(f) should include interest accruals and interest payments on debt retired during the year, even though no portion of the debt remained outstanding at the close of the year. Show, also, in a footnote, particulars of interest charged to cost of property.

(Dollars in thousands)

Line No.	Name of creditor company (a)	Rate of interest (b)	Balance at beginning of year (c)	Balance at close of year (d)	Interest accrued during year (e)	Interest paid during year (f)
		%	\$	\$	\$	\$
1	Burlington Northern (Manitoba)					
2	Limited*	None	3 138	3 573		
3	Glacier Park Company*	None	11 670	11 670		
4	Spokane, Portland and					
5	Seattle Railway Co.*	None	37 034	36 812		
6	Winona Bridge Railway					
7	Company*	None	67	67		
8						
9						
10	TOTAL		51 909	52 122		

NOTES AND REMARKS

*Open accounts not subject to current settlement.

223. ITEMS IN SELECTED CURRENT LIABILITY ACCOUNTS

Give description and particulars for each item or class of items of like description in accounts Nos. 751, "Loans and notes payable"; 759, "Accrued accounts payable"; and 763, "Other current liabilities," at the close of the year. Show character of loans and notes, with name of creditor (or class of creditors), dates of issue and maturity, and appropriate description for each class of accrued accounts payable and for the other current liabilities. Show the three largest items regardless of the dollar amount and all other items (or the aggregate of a class of items of like description) amounting to \$250,000 or more. Each item or class of items

of like description amounting to less than \$250,000 may be combined into a single entry designated "Other items, each less than \$250,000." The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in Schedule 200. In case the character of any item is not fully disclosed by the entries in the columns hereunder, make a full explanation in a footnote.

(Dollars in thousands)

Line No.	Account No. (a)	Item (b)	Amount (c)
			\$
1	751	Loans and Notes Payable	None
2			
3	759	Accrued Accounts Payable	
4		Vacation pay	47 250
5		Loss and damage, personal injury, property damage, and overcharge claims	29 729
6		Per diem due foreign lines	17 509
7		Vouchers	6 247
8		Accrued car lease payments	2 906
9		Foreign line car repairs	1 020
10		Accrued foreign carrier bill adjustments	1 000
11		Severance liability - Pullman Company	542
12		Medical self insurance plan	450
13		Oil and gas production costs	420
14		Other items, each less than \$250,000	1 759
15			
16		Total Account 759	108 832
17			
18			
19	763	Other Current Liabilities	
20		Prepaid freight charges	7 722
21		Deposits for track	3 457
22		Contract advance - N.R.P.C.	2 500
23		Security deposits and advance deposits for removal of timber	2 197
24		Contractors	1 578
25		Other items, each less than \$250,000	501
26			
27		Total Account 763	17 955
28			
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224. FEDERAL INCOME AND OTHER TAXES ACCRUED

Give the particulars called for with respect to the balances at close of year in accounts Nos. 760, "Federal income taxes accrued" and 761.

"Other taxes accrued."
(Dollars in thousands)

Line No.	Kind of tax (a)	Previous years (b)	Current year (c)	Balance at close of year (d)
		\$	\$	\$
1	Federal income taxes _____ Total (account 760)	3 708	8 072	11 780
2	Railway property State and local taxes (532) _____		22 437	22 437
3	Old-age retirement (532) _____		13 995	13 995
4	Unemployment insurance (532) _____		2 882	2 882
5	Miscellaneous operating property (535) _____			
6	Miscellaneous tax accruals (544) _____		2 737	2 737
7	All other taxes _____		16	16
8	Total (account 761)		42 067	42 067

NOTES AND REMARKS

225. ITEMS IN SELECTED RESERVE AND OTHER LIABILITY ACCOUNTS

Give description and particulars for each item or class of items of like description in accounts Nos. 771, "Pension and welfare reserves"; 772, "Insurance reserves"; 774, "Casualty and other reserves"; 782, "Other liabilities"; and 784, "Other deferred credits," at the close of the year. Show creditor (or class of creditors) for deferred liabilities, and appropriate description of each class of operating reserve and for items of deferred credits. Show the three largest items regardless of the dollar amount and all other items (or the aggregate of a class of items of like description) amounting to \$250,000 or more. Each item or class of items

of like description amounting to less than \$250,000 may be combined into a single entry designated "Other items, each less than \$250,000." The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in Schedule 200. In case the character of any item is not fully disclosed by the entries in the columns hereunder, make a full explanation in a footnote.

(Dollars in thousands)

Line No.	Account No. (a)	Item (b)	Amount (c)
1	771	Pension and Welfare Reserves	\$ 11 733
2			
3	772	Insurance Reserves	
4		Self insurance reserve	6 000
5			
6	774	Casualty and Other Reserves	
7		Loss and damage, personal injury, property damage, and overcharge claims	15 941
8		Merger expense - Furloughed employees	7 000
9		Severance and protective payments to employees - N.R.P.C.	4 121
10		Merger expense - Dismantle depreciable property	3 845
11		Payments under joint facility agreement - N.R.P.C.	762
12			
13			
14		Total Account 774	31 672
15			
16	782	Other Liabilities	
17		Deposits for construction of branch lines and side tracks	14 654
18		Deferred installments and special assessments	1 410
19		Vancouver, Washington elevator - Nonoperating property depreciation	376
20		Casualty losses - Leased equipment	271
21		Davenport, Rock Island & No. Western Ry. Co. road & equip. deprn.	270
22		Other items, each less than \$250,000	210
23			
24		Total Account 782	17 191
25			
26	784	Other Deferred Credits	
27		Track amortization suspense	31 118
28		Equipment lease rental suspense - Credit	5 177
29		Freight accounting suspense	2 287
30		General and miscellaneous accounting suspense	1 885
31		Transactions awaiting A.F.E.	1 496
32		Intercompany land sales	1 424
33		Joint facility accounting suspense	930
34		Customer and station accounting suspense	326
35		Disbursements accounting suspense	313
36		General claims - Bills	294
37		Freight claims - Sales suspense	283
38		Other items, each less than \$250,000	449
39			
40		Total Account 784	45 982
41			
42			
43			
44			
45			

NOTES AND REMARKS

Notes - Schedule 228, Page 67**\$10 PAR VALUE PREFERRED STOCK**

The \$10 par value Preferred Stock, 5½%, was issued in connection with the Burlington Northern merger effective March 2, 1970. Beginning in 1976, the Company is required to retire annually, through redemption at par or cancellation of shares theretofore purchased at or below par, 4% of the Preferred shares outstanding and optionally may so redeem or cancel annually an additional 4%. In addition, commencing in 1975 the Company may redeem in whole or in part shares of Preferred Stock, initially at 105% of par and thereafter at prices declining to par in 1985. The holders of \$10 Par Value Preferred Stock shall be entitled to receive fully cumulative dividends at the rate of 5½% of the par value per share, and no more, per annum when and as declared by the Board of Directors of the Corporation out of funds legally available therefor.

NO PAR VALUE PREFERRED STOCK

On May 10, 1973, the stockholders adopted an amendment to the Company's Certificate of Incorporation authorizing a new class of 5,000,000 shares of No Par Value Preferred Stock. The Company's Board of Directors has the authority to provide for the issuance of such Preferred Stock from time to time in series and to fix before issuance the number of shares, preferences, rights, and other restrictions and qualifications of each series, subject to a maximum liquidating value of \$200,000,000.

228. CAPITAL STOCK

Give particulars of the various issues of capital stock of the respondent, distinguishing separate issues of any general class, if different in any respect.

In the second section list particulars of the various issues on the same lines and in the same order as in the first section.

Identify the entries in columns (m) to (s), inclusive, in a manner which will indicate whether par value or the number of shares is shown.

In stating the date of an authorization the date of the latest assent or ratification necessary to its validity should be shown; e. g., in case an authorization is required to be ratified by stockholders after action by the board of directors, but is not required to be approved by any State or other governmental board or officer, give the date of approval by stockholders; if the assent of

a State railroad commission or other public board or officer is necessary, give the date of such assent, or if subsequent to such assent notice has to be filed with a secretary of state or other public officer and a tax or other fee has to be paid as a condition precedent to the validity of the issue, give the date of such payment. In case some condition precedent has to be complied with after the approval and ratification of the stockholders has been obtained, state, in a footnote, the particulars of such condition and of the respondent's compliance therewith.

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 is-*

sued when sold to a bona fide purchaser for a valuable consideration, and such purchaser 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 under such circumstances as require them to be considered as held alive, and not canceled or retired, they are considered to be *nominally outstanding*.

Column (d) refers to the initial preference dividend payable before any common dividend; columns (k) and (l) to participations in excess of initial preference dividend; at a specified percentage or amount (nonpar stock) (column (k)) or a percentage or proportion of the profits (column (l)).

(Dollars in thousands)

Line No.	Class of stock	Date issue was authorized	Par value per share (if non-par, so state)	PREFERRED STOCK								
				Dividend rate specified in contract	Total amount of accumulated dividends	Cumulative		Non-cumulative ("Yes" or "No")	Other Provisions of Contract			
						To extent earned ("Yes" or "No")	Fixed \$ rate or percent specified by contract		Convertible ("Yes" or "No")	Callable or redeemable ("Yes" or "No")	Participating Dividends	
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
1	Common Full Share Cert	3-2-70	\$ No par	x x x x x	\$ x x x x x x	x x x x x	x x x x x x	x x x x x	x x x x x	x x x x x x	x x x x x x	x x x x x x
2	" " "	5-10-73	\$ No par	x x x x x	x x x x x x	x x x x x	x x x x x x	x x x x x	x x x x x	x x x x x x	x x x x x x	x x x x x x
3				x x x x x	x x x x x x	x x x x x	x x x x x x	x x x x x	x x x x x	x x x x x x	x x x x x x	x x x x x x
4				x x x x x	x x x x x x	x x x x x	x x x x x x	x x x x x	x x x x x	x x x x x x	x x x x x x	x x x x x x
5	Preferred											
6	\$10 Par Value Pref.Stk.	3-2-70	* 10	5-1/2%	None	(See notes	None	No	No	Yes	None	None
7	No Par Value Pref.Stk.	5-10-73	No par			on page 66)						
8	Debenture		*Date of filing	with Secretary of the State of Delaware of								
9	Receipts outstanding for installments paid*		Certificate of	Amendment of Certificate of Incorporation.								
10	TOTAL	x x x x	x x x x	x x x x x		x x x x x	x x x x x x	x x x x x	x x x x x	x x x x x x	x x x x x x	x x x x x x

Line No.	PAR VALUE OF PAR-VALUE STOCK OR NUMBER OF SHARES OF NONPAR STOCK							STOCK ACTUALLY OUTSTANDING AT CLOSE OF YEAR **		
	Authorized	Authenticated	Nominally Issued and		Actually issued	Reacquired and		Number of shares	Par value of par-value stock	Book value of stock without par value
			Held in special funds or in treasury or pledged (Identify pledged securities by symbol "P")	Canceled		Canceled	Held in special funds or in treasury or pledged (Identify pledged securities by symbol "P")			
	(m)	(n)	(o)	(p)	(q)	(r)	(s)	(t)	(u)	(v)
1	Shares	Shares			Shares		Shares		\$	\$
2	17 500 000)									
3	7 500 000)	12 426 777			12 426 777		500	12 426 277		543 083
4										
5	Par	Par			Par					
6	\$ 31 023	\$ 30 790			\$ 30 790			3 078 971	30 790	
7	5 000 000 Shares									
8										
9										
10	x x x x x	x x x x x	x x x x x	x x x x x	x x x x x	x x x x x	x x x x x		30 790	543 083

*State the class of capital stock covered by the receipts.

**See Also Schedule 230.

229. CAPITAL STOCK CHANGES DURING THE YEAR

Give full particulars of stocks actually or nominally issued (either original issues or reissues) and of stocks reacquired or canceled during the year.

In the second section of the schedule show the particulars of the several issues on the same lines and in the same order as in the first section.

In column (c) state whether issued for construction of new properties, for additions and betterments, for purchase of railroad or other property, for conversion, for acquisition of securities, for reorganization, or for other corporate purposes. If an issue of securities was authorized for more than one purpose, state amount applicable to each purpose. Also give the number and date of the authorization by the public authority

under whose control such issue was made, naming such authority. In column (e) include as cash all money, checks, drafts, bills of exchange and other commercial paper payable at par on demand. For nominally issued stock, show returns in columns (a), (b), (c), and (d) only. For each class of stock actually issued, the sum of the entries in columns (e), (f) and (h), plus discounts or less premiums in column (g), should equal the total par value or the book value represented by the total number of shares reported in column (d).

Particulars concerning the reacquirement of stock that was actually outstanding should be given in columns (a), (i), and (j).
(Dollars in thousands)

Line No.	Class of stock (a)	Date of issue (b)	Purpose of the issue and authority (c)	STOCKS ISSUED DURING YEAR	
				Par value (for nonpar stock show the number of shares) (d)	Net proceeds received for issue (cash or its equivalent) (e)
1	Common No par	Various	Conversion of shares of predecessor Companies.	\$ 3 469	\$ 151
2					
3					
4	\$10 Par Value				
5	Preferred Stock	Various	Conversion of shares of predecessor Companies.	5	5
6					
7					
8					
9					
10					
11					
12					
13					
14					
15	Total Account 791			Total 156	156

Line No.	STOCKS ISSUED DURING YEAR—Concluded			STOCKS REACQUIRED DURING YEAR		Remarks (k)
	Cash value of other property acquired or services received as consideration for issue (f)	Net total discounts (in black) or premiums (in red). Excludes entries in column (h) (g)	Expense of issuing capital stock (h)	Par value (For nonpar stock show the number of shares) (i)	Purchase price (j)	
1	\$	\$	\$	None	\$	
2						
3						
4						
5						
6						
7						
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10						
11						
12						
13						
14						
15						

230. STOCK LIABILITY FOR CONVERSION OF SECURITIES OF OTHER COMPANIES

If at the close of the year respondent was subject to any liability to issue its own capital stock in exchange for outstanding securities of constituent of other companies, give full particulars thereof hereunder, includ-

ing names of parties to contracts and abstracts of terms of contracts whereunder such liability exists.

12,144 Shares Burlington Northern Inc. Common Stock	\$531
2,727 Shares Burlington Northern Inc. Preferred Stock	27
Total Account 792	\$558

231. CAPITAL SURPLUS

Give an analysis in the form called for below of capital surplus accounts. In column (a) give a brief description of the item added or deducted and in column (b) insert the contra account number to which the

amount stated in column (c), (d) or (e) was charged or credited. (Dollars in thousands)

Line No.	Item (a)	Contra account number (b)	ACCOUNT NO.		
			794. Premiums and Assessments on Capital Stock (c)	795. Paid-In Surplus (d)	796. Other Capital Surplus (e)
			\$	\$	\$
1	Balance at beginning of year	x x x			
	Additions during the year (describe):				
2					
3	NONE				
4					
5					
6	Total additions during the year	x x x			
	Deductions during the year (describe):				
7					
8	NONE				
9					
10	Total deductions	x x x			
11	Balance at close of year	x x x			

232. RETAINED INCOME—APPROPRIATED

Give an analysis in the form called for below of account No. 797, "Retained income—Appropriated." (Dollars in thousands)

Line No.	Class of appropriation (a)	Credits during year (b)	Debits during year (c)	Balance at close of year (d)
		\$	\$	\$
1	Additions to property through retained income			48 025
2	Funded debt retired through retained income	1 125	1 125	1 126
3	Sinking fund reserves	6 139*	4 884*	1 952
4	Incentive per diem funds			
5	Miscellaneous fund reserves			
6	Retained income—Appropriated not specifically invested			
	Other appropriations (specify):			
7				
8				
9				
10				
11				
12				
13				
14				
15				
16	TOTAL	7 264	6 009	51 103

* Includes \$263 debited and subsequently reccredited after recalculation of costs.

233. CONTINGENT ASSETS AND LIABILITIES

1. Give particulars with respect to contingent assets and liabilities at the close of the year, in accordance with Instruction 6-6 in the Uniform System of Accounts for Railroad Companies, that are not reflected in the accounts of the respondent. Show the three largest items regardless of the dollar amount and all other items amounting to \$250,000. or more. If an actual monetary amount is not known and an estimate of the amount of any item involved is not feasible, disclosure should be made describing the contingency and explaining why an estimate is not determinable.

Examples of contingent liabilities are items which may become obliga-

tions as a result of pending or threatened litigation, assessments or possible assessments of additional taxes and agreements or obligations to repurchase securities or property.

2. Information concerning the guaranties and suretyships are to be shown in other schedules provided for those items and not in this schedule.

3. In column (a) give a description of each item of contingent assets and liabilities under an inserted caption "CONTINGENT ASSETS" or "CONTINGENT LIABILITIES," as appropriate, and in column (b) show the amount of each item.

(Dollars in thousands)

Line No.	Item (a)	Amount (b)
		\$
1	Contingent Liabilities:	
2		
3		
4	At December 31, 1974 the respondent was liable as guarantor, indi-	
5	dually or jointly with others, of certain obligations of affiliated com-	
6	panies amounting to	164 727
7		
8	At December 31, 1974 the respondent was contingently liable as guar-	
9	antor, together with other participating companies, of certain obligations	
10	of Trailer Train Company aggregating approximately	17 882
11		
12	At December 31, 1974 the respondent was solely liable as guarantor	
13	of obligations issued in connection with two short term leases	
14	aggregating	11 367
15		
16	The respondent carries a service interruption policy with the	
17	Imperial Insurance Company, Limited under which it will be entitled to	
18	indemnity for certain work-stoppage losses. In the event such losses are	
19	sustained by other railroads holding similar policies, the respondent may	
20	be obligated to pay additional premiums.	
21		
22		
23		
24		
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234. GUARANTIES AND SURETYSHIPS

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

This inquiry does not cover the case of ordinary commercial paper maturing on demand or not later than 2 years after date of issue. (Dollars in thousands)

Line No.	Names of all parties principally and primarily liable (a)	Finance Docket number, title, maturity date and concise description of agreement or obligation (b)	Amount of contingent liability (c)	Sole or joint contingent liability? (d)
1	Belt Ry. Co. of Chicago	F.D. 22140 Principal, Interest and		
2	AT&SF Ry CRI&PRR I&N RR	Sinking Fund on First Mtge. 4-5/8%		
3	BN Inc. E-L RR N&W Ry	Sinking Fund Bonds, Series A, due		
4	C&EI RR GTW RR Penn.Cent	8-15-1987		
5	C&O Ry ICG RR Soo Line		26 810	Joint &
6				Several
7	BN Transport Inc.	Condl. sale agreements Various	2 042	Sole
8				
9	Butte Pipe Line Co.	Through-put agreement dated Sept. 1,	5 600	Joint &
10	B.N. Inc.-Shell Oil Co.	1970.		Several
11	Murphy Oil Corp.-Contin.			
12	Oil Co.-Western Crude			
13	Oil, Inc.			
14				
15	Each stockholder shall ship its percentage of the amount of			
16	petroleum which, with amounts shipped by others, will provide Butte			
17	Pipe Line Co. a sufficient amount of gross revenue, with other			
18	available cash resources to discharge all of the Company's obliga-			
19	tions during each accounting period; therefore, the respondent's			
20	proportion of the amount shown in column (c) is not presently			
21	determinable.			
22				
23	Chicago Union Sta. Co.	F.D. 22587 First Mortgage	28 000	Joint &
24	B.N. Inc.-C.M.St.P.&P.	Sinking Fund 4 5/8% Bonds		Several
25	Penn. Central	Due June 1, 1988		
26				
27	Col. & South. Ry. Co.	Condl. sale agreements Various	4 775	Sole
28	Col. & South. Ry. Co.	Equip.Trust of 1971 8% matures 8-1-86	4 860	Sole
29	Col. & South. Ry. Co.	Equip.Trust of 1972 7% matures 4-1-87	9 334	Sole
30	Col. & South. Ry. Co.	Equip.Trust of 1974 9 1/4% matures 11-1-89	15 300	Sole
31				
32	Illinois Term. RR Co.	F.D. 22292 Principal, Interest and		
33	B&O RR CRI&P RR N&W Ry	Sinking Fund on First Mtge. 4 5/8%		
34	RR Inc.StLSF Ry PennCent	Sinking Fund Bonds, Series A, due		
35	C&EI RR C&NW Ry. ICG RR	12-1-1987		
36	(Miss. Valley)		6 031	Joint &
37				Several
38	Kansas City Term. Ry.Co.	F.D. 14637 Principal and Interest on		
39	AT&SF Ry CRI&P RR MP RR	First Mtge. Serial Bonds due 10-1-74	27 500	Joint &
40	BN Inc. ICG RR N&W Ry			Several
41	C&NW KCS Ry StLSF Ry			
42	CMStP&P RR MKT RR UP RR			
43				
44	Portal Pipe Line Co.	Through-put agreement dated June 15,	5 636	Joint &
45	B.N. Inc. - Hunt Oil Co.	1962.		Several
46	Each stockholder has an equal, but several obligation to provide			
47	shipments of petroleum sufficient to enable the Pipe Line Co. to			
48	satisfy all of its expenses, liabilities and debt obligations. If			
49	a deficiency occurs, each stockholder must advance funds to cover			
50	the deficiency based on shipments it provided; therefore, the			
51	respondent's proportion of the amount shown in column (c) is not			
52	presently determinable.			
53				
54				
55		Continued on page 71-A		

234. GUARANTIES AND SURETYSKIPS

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

This inquiry does not cover the case of ordinary commercial paper maturing on demand or not later than 2 years after date of issue. (Dollars in thousands)

Line No.	Names of all parties principally and primarily liable (a)	Finance Docket number, title, maturity date and concise description of agreement or obligation (b)	Amount of contingent liability (c)	Sole or joint contingent liability (d)
1	Term. RR Assn. of St. Louis	F.D. 14554 Sinking Fund and Interest		
2	B&O RR ICG RR PB&W RR	on Refdg. & Impr. Mtge. 4% Bonds,		
3	BN Inc. L&N RR StLSFRy	Series C, due 7-1-2019	487	Several
4	C&EI RR MKT RR StLSWRy	F.D. 15070 Principal, Interest and		
5	CRI&P RR MP RR SOU Ry	Sinking Fund on Refdg. & Impr. Mtge.		
6	CCC&StLRY N&W Ry	2-7/8% Bonds, Series D due 10-1-1985	28 105	Joint & Several
7				
8	Term. RR Assn. of St. Louis			
9	B&O RR ICG RR StLSRy	Credit agreement dated February		
10	BN Inc. L&N RR StLSWRy	13, 1973 - Respondent severally		
11	C&EI RR MKT RR SOU Ry	guaranties loans. At December		
12	CRI&P RR MP RR N&W Ry	31, 1974, its' proportion was		
13		6.50% of \$3,600,000	234	Several
14				
15	Term. RR Assn. of St. Louis			
16	B&O RR ICG RR StLSRy	Credit agreement dated September		
17	BN Inc. L&N RR StLSW Ry	10, 1974 - Respondent severally		
18	C&EI RR MKT RR SOU Ry	guaranties loans. At December		
19	CRI&P RR MP RR N&W Ry	31, 1974 its' proportion was 6.50%		
20		of \$200,000	13	Several
21				
22	Trailer Train Company	Principal and Interest on various		
23	Prin. Proprietary Co's	Equipment Obligations.		
24	Subject to Change		17 882	Joint & Several
25				
26				
27	American Road Equity	Lease and Conditional Sale agreement		
28	Corporation	dated September 15, 1974 - Respondent		
29		guaranties payments of principle and		
30		interest on 48 Diesel Elect. Locomotives	9 885	Sole
31				
32	American Fletcher Leasing	Lease and Conditional Sale agreement		
33	Corporation	dated June 15, 1974 - Respondent		
34		guaranties payments of principle		
35		and interest on 460 rebuilt box cars	1 482	Sole
36				
37				
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 for each such contract of guaranty or suretyship in effect at the close of the year or entered into and expired during the year, the particulars called for hereunder.

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

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

310. RAILWAY OPERATING REVENUES

1. State the railway operating revenues of the respondent for the year classifying them in accordance with the Uniform System of Accounts for Railroad Companies and distribute the amounts among the classes of service as indicated. In the absence of records separating revenues between freight and passenger trains, the distribution should be estimated on the basis of the best data available.

2. Assign rail-line revenues, including revenues from water transfers and highway motor vehicle operations, to "Freight service" or to "Passenger and allied services" according to the type of train (or other equipment) by which the traffic moved.

3. Incidental revenues should be assigned as provided for in the schedule.

4. Revenues which are not assignable to freight service or to passenger and allied services are includible in column (e) only in cases where the related operating expenses are reportable in column (i) of schedule No. 320. If the expenses are assigned to the classes of service mentioned, the revenues, likewise, should be distributed on an equitable basis.

5. Any unusual accruals involving substantial amounts included in column (d) should be fully explained in a footnote.
(Dollars in thousands)

Line No.	Class of railway operating revenues (a)	Amount of revenue for the year (b)	RAIL-LINE REVENUES, INCLUDING WATER TRANSFERS		Other revenues not assignable to freight or to passenger and allied services (e)	Remarks (f)
			Assignable to freight service (c)	Assignable to passenger and allied services (d)		
		\$	\$	\$	\$	
	Transportation—Rail-Line					
1	(101) Freight* _____ #	1 233 450	1 233 450		XX XX	
2	(102) Passenger* _____	9 234		9 234	XX XX	
3	(103) Baggage _____	4		4	XX XX	
4	(104) Sleeping car _____				XX XX	
5	(105) Parlor and chair car _____				XX XX	
6	(106) Mail _____	11 166	11 166		XX XX	
7	(107) Express _____	1 411	1 411		XX XX	
8	(108) Other passenger-train† _____	820		820	XX XX	
9	(109) Milk _____				XX XX	
10	(110) Switching* _____	12 123	12 123		XX XX	
11	(113) Water transfers _____					
12	Total rail-line transportation revenue _____	1 268 208	1 258 150	10 058		
	Incidental					
13	(131) Dining and buffet _____				XX XX	
14	(132) Hotel and restaurant _____	58	58			
15	(133) Station, train, and boat privileges _____	(5)		(5)		
16	(135) Storage—Freight _____	58	58	XX XX	XX XX	
17	(137) Demurrage _____	10 974	10 974	XX XX	XX XX	
18	(138) Communication _____	1	1			
19	(139) Grain elevator _____			XX XX	XX XX	
20	(141) Power _____					
21	(142) Rents of buildings and other property _____	1 456	1 369	87		
22	(143) Miscellaneous _____	8 027	4 584	3 443		
23	Total incidental operating revenue _____	20 569	17 044	3 525		
	Joint Facility					
24	(151) Joint facility—Cr _____	2 081	1 223	858		
25	(152) Joint facility—Dr _____	(29)	(29)			
26	Total joint facility operating revenue _____	2 052	1 194	858		
27	Total railway operating revenues _____	1 290 829	1 276 388	14 441		

*Report hereunder the charges to these accounts representing:
A. Payments made to others for—

1. Terminal collection and delivery services when performed in connection with line-haul transportation of freight on the basis of freight tariff rates: _____ \$ 5 165

(a) Of the amount reported for item A.1, 40 % (to nearest whole number) represents payments for collection and delivery of LCL freight either in TOFC trailers or otherwise. The percentage reported is (check one):
Actual (), Estimated (X).

2. Switching services when performed in connection with line-haul transportation of freight on the basis of switching tariffs and allowances out of freight rates, including the switching of empty cars in connection with a revenue movement _____ \$ 17 737

3. Substitute highway motor service in lieu of line-haul rail service performed under tariffs published by rail carriers (does not include traffic moved on joint rail-motor rates):

(a) Payments for transportation of persons _____ \$ None

(b) Payments for transportation of freight shipments _____ \$ 471

†Governmental aid for providing passenger commuter or other passenger-train service included in account 108, as provided in item (d) of that account _____ \$ 820

NOTE.—Gross charges for protective services to perishable freight, without deduction for any proportion thereof credited to account No. 101, "Freight" (not required from switching and terminal companies):

1. Charges for service for the protection against heat _____ \$ 3 944

2. Charges for service for the protection against cold _____ \$ 224

#Includes \$749 (000) revenue from Camas Prairie RR. Co. local traffic.

320. RAILWAY OPERATING EXPENSES

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 analyzing them in accordance with the Commission's rules governing the separation of operating expenses between

freight and passenger service; railroads. The returns to accounts 202-221 should be classified as provided for by instructions pertaining to those accounts in the effective rules. The designations shown in column (a) for these accounts are defined as follows:

Line No.	Name of railway operating expense account (a)	Amount of operating expenses for the year (b)
	Maintenance of Way and Structures	\$ 16 388
1	(201) Superintendence	(1 458
2	(202) Roadway maintenance—Yard switching tracks	16 149 (229
3	Roadway maintenance—Way switching tracks	(14 462
4	Roadway maintenance—Running tracks	(
5	(206) Tunnels and subways—Yard switching tracks	202 (
6	Tunnels and subways—Way switching tracks	(202
7	Tunnels and subways—Running tracks	(124
8	(208) Bridges, trestles, and culverts—Yard switching tracks	7 148 ((16)
9	Bridges, trestles, and culverts—Way switching tracks	(7 040
10	Bridges, trestles, and culverts—Running tracks	(
11	(210) Elevated structures—Yard switching tracks	
12	Elevated structures—Way switching tracks	
13	Elevated structures—Running tracks	
14	(212) Ties—Yard switching tracks	(883
15	Ties—Way switching tracks	14 097 (33
16	Ties—Running tracks	(13 181
17	(214) Rails—Yard switching tracks	((279)
18	Rails—Way switching tracks	5 319 (5
19	Rails—Running tracks	(5 593
20	(216) Other track material—Yard switching tracks	(1 190
21	Other track material—Way switching tracks	10 249 (85
22	Other track material—Running tracks	(8 974
23	(218) Ballast—Yard switching tracks	(218
24	Ballast—Way switching tracks	4 793 ((9)
25	Ballast—Running tracks	(4 584
26	(220) Track laying and surfacing—Yard switching tracks	(8 159
27	Track laying and surfacing—Way switching tracks	53 753 (482
28	Track laying and surfacing—Running tracks	(45 112
29	(221) Fences, snowsheds, and signs—Yard switching tracks	(20
30	Fences, snowsheds, and signs—Way switching tracks	804 (4
31	Fences, snowsheds, and signs—Running tracks	(780
32	(227) Station and office buildings	4 762
33	(229) Roadway buildings	454
34	(231) Water stations	288
35	(233) Fuel stations	169
36	(235) Shops and engine houses	3 125
37	(237) Grain elevators	
38	(239) Storage warehouses	
39	(241) Wharves and docks	44
40	(243) Coal and ore wharves	900
41	(244) TOFC/COFC terminals	255
42	(247) Communication systems	6 300
43	(249) Signals and interlockers	10 984
44	(253) Power plants	46
45	(257) Power-transmission systems	371
46	(265) Miscellaneous structures	53
47	(266) Road property—Depreciation (p. 82)	16 629
48	(267) Retirements—Road (p. 82)	2 948
49	(269) Roadway machines	8 859

320. RAILWAY OPERATING EXPENSES—Continued

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

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

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

Any unusual accruals involving substantial amounts included in column (b) should be fully explained in a footnote.
(Dollars in thousands)

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS						Other expenses not related to either freight or to passenger and allied services (f)	Line No.
Expenses related solely to freight service (c)	Common expenses apportioned to freight service (d)	Total freight expense (e)	Related solely to passenger and allied services (f)	Common expenses apportioned to passenger and allied services (g)	Total passenger expense (h)		
\$ 1 440	\$ 14 755	\$ 16 195		\$ 193	\$ 193		1
1 229	224	1 453		5	5		2
229		229					3
8 372	6 012	14 384		78	78		4
							5
							6
95	105	200		2	2		7
77	45	122	1	1	2		8
(16)		(16)					9
3 913	3 086	6 999	1	40	41		10
							11
							12
							13
705	168	873	6	4	10		14
33		33					15
8 046	5 075	13 121		60	60		16
(138)	(137)	(275)		(4)	(4)		17
5		5					18
2 017	3 536	5 553		40	40		19
1 024	160	1 184	2	4	6		20
85		85					21
4 143	4 767	8 910	3	61	64		22
183	33	216	1	1	2		23
(9)		(9)					24
2 983	1 582	4 565		19	19		25
7 573	556	8 129	17	13	30		26
482		482					27
30 003	15 005	45 008	1	103	104		28
17	3	20					29
4		4					30
468	306	774	1	5	6		31
2 457	1 998	4 455	136	171	307		32
332	120	452	1	1	2		33
128	152	280		8	8		34
93	71	164	1	4	5		35
1 313	1 646	2 959	11	155	166		36
							37
							38
44		44					39
900		900					40
255		255					41
1 861	4 335	6 196	1	103	104		42
3 650	7 139	10 789		195	195		43
22	22	44	1	1	2		44
121	228	349	5	17	22		45
20	31	51		2	2		46
10 488	5 774	16 262	248	119	367		47
2 709	236	2 945		3	3		48
1 954	6 862	8 816		43	43		49

320. RAILWAY OPERATING EXPENSES—Continued

Line No.	Name of railway operating expense account (a)	Amount of operating expenses for the year (b)
	Maintenance of Way and Structures—Continued	\$
50	(270) Dismantling retired road property	1 220
51	(271) Small tools and supplies	5 279
52	(272) Removing snow, ice, and sand	2 811
53	(273) Public improvements—Maintenance	2 596
54	(274) Injuries to persons	2 001
55	(275) Insurance	72
56	(276) Stationery and printing	529
57	(277) Employees' health and welfare benefits	6 806
58	(281) Right-of-way expenses	43
59	(282) Other expenses	921
60	(278) Maintaining joint tracks, yards, and other facilities—Dr	3 916
61	(279) Maintaining joint tracks, yards, and other facilities—Cr	(3 704)
62	Total—All road property depreciation (account 266)	16 629
63	Total—All other maintenance of way and structures accounts	190 955
64	Total maintenance of way and structures	207 584
	Maintenance of Equipment	11 011
65	(301) Superintendence	2 668
66	(302) Shop machinery	234
67	(304) Power-plant machinery	916
68	(305) Shop and power-plant machinery—Depreciation (p. 84)	4
69	(306) Dismantling retired shop and power-plant machinery	4 800
70	(311) Locomotives—Repairs, Diesel locomotives—Yard	50 799
71	Locomotives—Repairs, Diesel locomotives—Other	(45 999)
72	Locomotives—Repairs, Other than Diesel—Yard	()
73	Locomotives—Repairs, Other than Diesel—Other	()
74	(314) Freight-train cars—Repairs*	68 271
75	(317) Passenger-train cars—Repairs	2 207
76	(318) Highway revenue equipment—Repairs	3 428
77	(323) Floating equipment—Repairs	2 660
78	(326) Work equipment—Repairs	2 272
79	(328) Miscellaneous equipment—Repairs	223
80	(329) Dismantling retired equipment	(1 190)
81	(330) Retirements—Equipment (p. 84)	44 766
82	(331) Equipment—Depreciation (p. 84)	1 664
83	(332) Injuries to persons	44
84	(333) Insurance	448
85	(334) Stationery and printing	7 485
86	(335) Employees' health and welfare benefits	1 280
87	(339) Other expenses	609
88	(336) Joint maintenance of equipment expenses—Dr	(503)
89	(337) Joint maintenance of equipment expenses—Cr	45 682
90	Total—All equipment depreciation (accounts 305 and 331)	133 614
91	Total—All other maintenance of equipment accounts	199 296
92	Total maintenance of equipment	21 332
93	*Includes charges for work done by others of	18 776
94	and credits for work charged to others in the amount of	

320. RAILWAY OPERATING EXPENSES—Continued

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS							Line No
Expenses related solely to freight service (c)	Common expenses apportioned to freight service (d)	Total freight expense (e)	Related solely to passenger and allied services (f)	Common expenses apportioned to passenger and allied services (g)	Total passenger expense (h)	Other expenses not related to either freight or to passenger and allied services (i)	
\$	\$	\$	\$	\$	\$	\$	
911	302	1 213		7	7		50
2 536	2 725	5 255		24	24		51
1 959	845	2 804		7	7		52
1 394	1 189	2 583	2	11	13		53
1 566	404	1 970	26	5	31		54
18	53	71	1	1	2		55
30	492	522	1	6	67		56
3 609	3 156	6 765		41	41		57
7	40	47		1	1		58
718	201	919		2	2		59
3 222		3 222	694		694		60
(2 539)	(1 154)	(3 693)		(11)	(11)		61
10 488	5 774	16 262	248	119	367		62
102 247	86 374	188 621	912	1 422	2 334		63
112 735	92 148	204 883	1 160	1 541	2 701		64
897	9 390	10 287		724	724		65
108	2 366	2 474	8	186	194		66
11	150	161	1	72	73		67
523	339	862	16	38	54		68
4		4					69
3 782	935	4 717		83	83		70
44 701	682	45 383	570	46	616		71
							72
							73
68 271		68 271					74
			2 207		2 207		75
3 428		3 428					76
							77
549	2 100	2 649	1	10	11		78
546	1 684	2 230	1	41	42		79
218	5	223					80
(1 190)		(1 190)					81
41 688	2 989	44 677	52	37	89		82
1 433	198	1 631	18	15	33		83
9	32	41		3	3		84
22	396	418		30	30		85
6 475	830	7 305	128	52	180		86
931	323	1 254	1	25	26		87
593		593	16		16		88
(460)	(42)	(502)		(1)	(1)		89
42 211	3 328	45 539	68	75	143		90
130 328	19 049	149 377	2 951	1 286	4 237		91
172 539	22 377	194 916	3 019	1 361	4 380		92

320. RAILWAY OPERATING EXPENSES—Continued

Line No.	Name of railway operating expense account		Amount of operating expenses for the year
	(a)	(b)	
	Traffic		\$
95	(351) Superintendence	10 080	
96	(352) Outside agencies	12 236	
97	(353) Advertising*	366	
98	(354) Traffic associations	1 295	
99	(355) Fast freight lines		
100	(356) Industrial and immigration bureaus	59	
101	(357) Insurance	15	
102	(358) Stationery and printing	1 087	
103	(359) Employees' health and welfare benefits	1 402	
104	(360) Other expenses	213	
105	Total traffic	26 753	
	Transportation—Rail Line		
106	(371) Superintendence	17 636	
107	(372) Dispatching trains	5 307	
108	(373) Station employees	36 608	
109	(374) Weighing, inspection, and demurrage bureaus	1 562	
110	(375) Coal and ore wharves	2 019	
111	(376) Station supplies and expenses	4 637	
112	(377) Yardmasters and yard clerks	31 301	
113	(378) Yard conductors and brakemen	53 420	
114	(379) Yard switch and signal tenders	1 599	
115	(380) Yard enginemen	22 398	
116	(382) Yard switching fuel	7 668	
117	(383) Yard switching power produced		
118	(384) Yard switching power purchased		
119	(388) Servicing yard locomotives	1 582	
120	(389) Yard supplies and expenses	4 241	
121	(392) Train enginemen	43 008	
122	(394) Train fuel	77 954	
123	(395) Train power produced		
124	(396) Train power purchased		
125	(400) Servicing train locomotives	15 928	
126	(401) Trainmen	78 083	
127	(402) Train supplies and expenses**	36 532	
128	(403) Operating sleeping cars	94	
129	(404) Signal and interlocker operation	5 057	
130	(405) Crossing protection	663	
131	(406) Drawbridge operation	911	
132	(407) Communication system operation	7 432	
133	(408) Operating floating equipment		
134	(409) Employees' health and welfare benefits	12 868	
135	(410) Stationery and printing	2 138	
136	*Value of transportation issued in exchange for advertising	None	
	**Includes gross charges and credits for heater and refrigerator service as follows:		
137	Freight train cars: Refrigerator-Charges	6 987	
138	-Credits	4 380	
139	Heater-Charges	3 120	
140	-Credits	164	
141	TOFC trailers: Refrigerator-Charges	584	
142	-Credits	25	
143	Heater-Charges	325	
144	-Credits	38	

320. RAILWAY OPERATING EXPENSES—Continued

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS							Line No.
Expenses related solely to freight service (c)	Common expenses apportioned to freight service (d)	Total freight expense (e)	Related solely to passenger and allied services (f)	Common expenses apportioned to passenger and allied services (g)	Total passenger expense (h)	Other expenses not related to either freight or to passenger and allied services (i)	
\$ 9 329	\$ 695	\$ 10 024	\$ 52	\$ 4	\$ 56	\$	95
11 554	595	12 149	83	4	87		96
434	(106)	328	39	(1)	38		97
1 287		1 287	8		8		98
							99
59		59					100
8	7	15					101
749	335	1 084	1	2	3		102
1 303	95	1 398	3	1	4		103
212	1	213					104
24 935	1 622	26 557	186	10	196		105
8 011	9 282	17 293	8	335	343		106
640	4 522	5 162		145	145		107
31 951	4 214	36 165	312	131	443		108
1 562		1 562					109
2 019		2 019					110
2 628	1 555	4 183	251	203	454		111
29 741	2 122	31 863	8	30	38		112
52 662	606	53 268	144	8	152		113
1 515	66	1 581	17	1	18		114
22 209	134	22 343		55	55		115
2 577	5 053	7 630		38	38		116
							117
							118
422	1 130	1 552	14	16	30		119
3 222	1 005	4 227		14	14		120
42 151		42 151	857		857		121
77 154		77 154	780		780		122
							123
							124
14 987		14 987	941		941		125
76 801		76 801	1 282		1 282		126
35 666	56	35 722	804	6	810		127
			94		94		128
2 717	2 278	4 995		62	62		129
434	223	657		6	6		130
326	563	889		22	22		131
1 217	6 064	7 281		151	151		132
							133
11 468	1 166	12 634	194	40	234		134
851	1 246	2 097	28	13	41		135

320. RAILWAY OPERATING EXPENSES—Continued

Line No.	Name of railway operating expense account (a)	Amount of operating expenses for the year (b)
	Transportation—Rail Line	\$
145	(411) Other expenses	2 592
146	(414) Insurance	517
147	(415) Clearing wrecks	4 976
148	(416) Damage to property	3 525
149	(417) Damage to livestock on right of way	181
150	(418) Loss and damage—Freight	23 703
151	(419) Loss and damage—Baggage	
152	(420) Injuries to persons	9 958
153	(421) TOFC/COFC terminals	5 113
154	(422) Other high way transportation expenses	1 586
155	(390) Operating joint yard terminals—Dr	6 753
156	(391) Operating joint yard terminals—Cr	(3 986)
157	(412) Operating joint tracks and facilities—Dr	1 172
158	(413) Operating joint tracks and facilities—Cr	(1 910)
159	Total transportation—Rail line	525 406
	Miscellaneous Operations	
160	(441) Dining and buffet service	(57)
161	(442) Hotels and restaurants	114
162	(443) Grain elevators	
163	(445) Producing power sold	
164	(446) Other miscellaneous operations	
165	(449) Employees' health and welfare benefits	14
166	(447) Operating joint miscellaneous facilities—Dr	323
167	(448) Operating joint miscellaneous facilities—Cr	
168	Total miscellaneous operations	399
	General	
169	(451) Salaries and expenses of general officers	6 023
170	(452) Salaries and expenses of clerks and attendants	30 319
171	(453) General office supplies and expenses	8 281
172	(454) Law expenses	3 328
173	(455) Insurance	52
174	(456) Employees' health and welfare benefits	1 711
175	(457) Pensions	8 580
176	(458) Stationery and printing	1 563
177	(460) Other expenses* (1)	6 938
178	(461) General joint facilities—Dr	546
179	(462) General joint facilities—Cr	(123)
180	Total general expenses	67 218
181	Grand total railway operating expenses	1 026 656
182	Operating ratio (ratio of operating expenses to operating revenues) percent. (Two decimal places required)	79.53 %
183	Amount of employee compensation † (applicable to the current year) chargeable to operating expenses	\$ 597 455

*Give description and amount of charges to account No. 460, "Other expenses," for severance payments made to employees. This includes payments made as a result of agreements with employee organizations and awards pursuant to decisions of arbitration boards or by specific orders of this Commission or by voluntary action on the part of respondent. This also includes severance payments in cases relating to mergers and situations involving reduction in employees because of abandonment or consolidation of facilities.

Description of payments	Amount
Severance allowance to employees account consolidation	\$ 117(000)
(Includes \$45(000) paid by Portland Terminal R.R. Co. and billed BN Inc.)	
	\$ 117(000)

†Includes "straight time paid for" in train and engine service, and "time actually worked and paid for at straight time rates" in other services; all overtime in train and engine service, and overtime paid for at punitive rates in other services; and "constructive allowances, including vacations and holidays" in train and engine service and "vacations, holidays, and other allowances" in other services. (Compensation chargeable to operating expenses applicable to prior years, which was paid or is payable under labor awards of the current year or for other reasons, should be shown in Schedule 581C and not included in this return.)

329. RAILWAY OPERATING EXPENSES—Concluded

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS						Other expenses not related to either freight or to passenger and allied services (i)	Line No.
Expenses related solely to freight service (c)	Common expenses apportioned to freight service (d)	Total freight expense (e)	Related solely to passenger and allied services (f)	Common expenses apportioned to passenger and allied services (g)	Total passenger expense (h)		
\$	\$	\$	\$	\$	\$	\$	
2 481	83	2 564	24	4	28		145
328	7	335	178	4	182		146
4 966		4 966	10		10		147
2 705	818	3 523	2		2		148
178	1	179	2		2		149
23 703		23 703					150
							151
9 575	58	9 633	322	3	325		152
5 113		5 113					153
1 586		1 586					154
5 717		5 717	1 036		1 036		155
(3 736)	(229)	(3 965)	(17)	(4)	(21)		156
1 172		1 172					157
(1 143)	(710)	(1 853)		(57)	(57)		158
475 576	41 313	516 889	7 291	1 226	8 517		159
			(57)		(57)		160
			114		114		161
							162
							163
							164
			14		14		165
			328		328		166
							167
			399		399		168
116	5 860	5 976	1	46	47		169
11 464	18 652	30 116	70	133	203		170
(95)	8 233	8 138		143	143		171
(58)	3 327	3 269	1	58	59		172
3	48	51		1	1		173
493	1 189	1 682		29	29		174
20	8 479	8 499		81	81		175
(12)	1 549	1 537		26	26		176
911	6 597	7 508	(685)	115	(570)		177
454	17	471	75		75		178
(98)	(25)	(123)					179
13 198	53 926	67 124	(538)	632	94		180
798 983	211 386	1 010 369	11 517	4 770	16 287		181

(1) Includes credit of \$639(000), NRPC 5 percent avoidable cost renumeration in Col. (f).

322. ROAD PROPERTY—DEPRECIATION

Give the particulars called for with respect to the amount charged to account 266, "Road property—Depreciation," for the year.

Line No.	Subaccount (Dollars in thousands)	Amount of operating expenses for the year
	(a)	(b)
		\$
1	(1) Engineering _____	246
2	(2 1/2) Other right-of-way expenditures _____	21
3	(3) Grading _____	371
4	(5) Tunnels and subways _____	288
5	(6) Bridges, trestles, and culverts _____	3 977
6	(7) Elevated structures _____	
7	(13) Fences, snowsheds, and signs _____	14
8	(16) Station and office buildings _____	2 126
9	(17) Roadway buildings _____	133
10	(18) Water stations _____	105
11	(19) Fuel stations _____	96
12	(20) Shops and enginehouses _____	1 060
13	(21) Grain elevators _____	
14	(22) Storage warehouses _____	
15	(23) Wharves and docks _____	
16	(24) Coal and ore wharves _____	355
17	(25) TOFC/COFC terminals _____	196
18	(26) Communication systems _____	1 909
19	(27) Signals and interlockers _____	2 749
20	(29) Power plants _____	19
21	(31) Power _____	149
22	(35) Miscellaneous structures _____	53
23	(37) Roadway machines _____	2 343
24	(39) Public improvements—Construction _____	412
25	All other road accounts _____	7
26	Total (account 266) _____	16 629

324. RETIREMENTS—ROAD

Give the particulars called for with respect to the amount included in account 267, "Retirements—Road," for the year.

Line No.	Subaccount (Dollars in thousands)	Amount of operating expenses for the year
	(a)	(b)
		\$
1	(1) Engineering _____	167
2	(2 1/2) Other right-of-way expenditures _____	2
3	(3) Grading _____	2 120
4	(5) Tunnels and subways _____	
5	(8) Ties _____	280
6	(9) Rails _____	(306)
7	(10) Other track material _____	(85)
8	(11) Ballast _____	292
9	(12) Track laying and surfacing _____	432
10	(38) Roadway small tools _____	1
11	(39) Public improvements—Construction _____	37
12	(43) Other expenditures—Road _____	4
13	(76) Interest during construction _____	3
14	(77) Other expenditures—General _____	1
15	(80) Other elements of investment _____	
16	All other road accounts _____	
17	Total (account 267) _____	2 948

322. ROAD PROPERTY—DEPRECIATION

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS							Line No.
Expenses related solely to freight service	Common expenses apportioned to freight service	Total freight expense	Related solely to passenger and allied services	Common expenses apportioned to passenger and allied services	Total passenger expense	Other expenses not related to either freight or to passenger and allied services	
(c)	(d)	(e)	(f)	(g)	(h)	(i)	
\$ 123	\$ 118	\$ 241	\$ 2	\$ 3	\$ 5	\$	1
15	6	21					2
229	140	369	1	1	2		3
186	101	287		1	1		4
2 595	1 361	3 956	13	8	21		5
							6
14		14					7
1 412	544	1 956	132	38	170		8
65	68	133					9
59	27	86	18	1	19		10
47	41	88	7	1	8		11
612	385	997	42	21	63		12
							13
							14
							15
355		355					16
196		196					17
1 169	713	1 882	15	12	27		18
1 486	1 238	2 724	3	22	25		19
11	5	16	3		3		20
30	56	136	9	4	13		21
19	31	50	1	2	3		22
1 567	772	2 339		4	4		23
241	168	409	2	1	3		24
7		7					25
10 488	5 774	16 262	248	119	367		26

324. RETIREMENTS—ROAD

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS							Line No.
Expenses related solely to freight service	Common expenses apportioned to freight service	Total freight expense	Related solely to passenger and allied services	Common expenses apportioned to passenger and allied services	Total passenger expense	Other expenses not related to either freight or to passenger and allied services	
(c)	(d)	(e)	(f)	(g)	(h)	(i)	
\$ 154	\$ 13	\$ 167	\$	\$	\$	\$	1
2		2					2
1 949	169	2 118		2	2		3
							4
257	23	280					5
(282)	(24)	(306)					6
(79)	(6)	(85)					7
268	24	292					8
397	34	431		1	1		9
1		1					10
34	3	37					11
4		4					12
3		3					13
1		1					14
							15
							16
2 709	236	2 945		3	3		17

326. SHOP AND POWER-PLANT MACHINERY—DEPRECIATION

Give the particulars called for with respect to the amount charged to account 305, "Shop and power-plant machinery—Depreciation," for the year.

Line No.	Subaccount (a)	(Dollars in thousands)	Amount of operating expenses for the year (b)
			\$
1	(44) Shop machinery _____		821
2	(45) Power-plant machinery _____		95
3	Total (account 305) _____		916

328. RETIREMENTS—EQUIPMENT

Give the particulars called for with respect to the amount included in account 330, "Retirements—Equipment," for the year.

Line No.	Subaccount (a)	(Dollars in thousands)	Amount of operating expenses for the year (b)
			\$
1	(52) Locomotives _____		
2	(53) Freight-train cars _____		(1 190)
3	(54) Passenger-train cars _____		
4	(55) Highway revenue equipment _____		
5	(56) Floating equipment _____		
6	(57) Work equipment _____		
7	(58) Miscellaneous equipment _____		
8	(76) Interest during construction _____		
9	(77) Other expenditures—General _____		
10	(80) Other elements of investment _____		
11	Total (account 330) _____		(1 190)

330. EQUIPMENT—DEPRECIATION

Give the particulars called for with respect to the amount charged to account 331, "Equipment—Depreciation," for the year.

Line No.	Subaccount (a)	(Dollars in thousands)	Amount of operating expenses for the year (b)
			\$
1	(52) Locomotives-Yard _____		1 517
2	(52) Locomotives-Other _____		11 694
3	(53) Freight-train cars _____		28 054
4	(54) Passenger-train cars _____		52
5	(55) Highway revenue equipment _____		454
6	(56) Floating equipment _____		
7	(57) Work equipment _____		1 243
8	(58) Miscellaneous equipment _____		1 752
9	Total (account 331) _____		44 766

326. SHOP AND POWER-PLANT MACHINERY—DEPRECIATION—Continued

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS							Line No.
Expenses related solely to freight service (c)	Common expenses apportioned to freight service (d)	Total freight expense (e)	Related solely to passenger and allied services (f)	Common expenses apportioned to passenger and allied services (g)	Total passenger expense (h)	Other expenses not related to either freight or to passenger and allied services (i)	
\$ 477	\$ 308	\$ 785	\$ 12	\$ 24	\$ 36		1
46	31	77	4	14	18		2
523	339	862	16	38	54		3

328. RETIREMENTS-EQUIPMENT—Continued

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS							Line No.
Expenses related solely to freight service (c)	Common expenses apportioned to freight service (d)	Total freight expense (e)	Related solely to passenger and allied services (f)	Common expenses apportioned to passenger and allied services (g)	Total passenger expense (h)	Other expenses not related to either freight or to passenger and allied services (i)	
\$	\$	\$	\$	\$	\$	\$	1
(1 190)		(1 190)					2
							3
							4
							5
							6
							7
							8
							9
							10
(1 190)		(1 190)					11

330. EQUIPMENT-DEPRECIATION—Continued

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS							Line No.
Expenses related solely to freight service (c)	Common expenses apportioned to freight service (d)	Total freight expense (e)	Related solely to passenger and allied services (f)	Common expenses apportioned to passenger and allied services (g)	Total passenger expense (h)	Other expenses not related to either freight or to passenger and allied services (i)	
\$ 1 486	\$ 31	\$ 1 517					1
11 694		11 694					2
28 054		28 054					3
			52		52		4
454		454					5
	1 238	1 238		5	5		6
	1 720	1 720		32	32		7
							8
41 688	2 989	44 677	52	37	89		9

350. RAILWAY TAX ACCRUALS

1. In Sections A and B show the particulars called for with respect to net accruals of taxes on railroad property, and U.S. Government taxes charged to account 532, "Railway tax accruals" of the respondent's In-

come account for the year.

2. In Section C show an analysis and distribution of Federal income taxes. (Dollars in thousands)

A. Other than U.S. Government Taxes

Line No.	State (a)	Amount (b)	State (a)	Amount (b)	Line No.
		\$		\$	
1	Alabama		South Dakota	144	41
2	Alaska		Tennessee		42
3	Arizona	1	Texas	1	43
4	Arkansas	1	Utah		44
5	California	55	Vermont		45
6	Colorado	656	Virginia		46
7	Connecticut		Washington	5 023	47
8	Delaware	85	West Virginia		48
9	Florida		Wisconsin	717	49
10	Georgia		Wyoming	803	50
11	Hawaii		District of Columbia		51
12	Idaho	477			
13	Illinois	4 563	Other		
14	Indiana		Canada	605	52
15	Iowa	1 732	Mexico	98	53
16	Kansas	79	Puerto Rico		54
17	Kentucky	1			55
18	Louisiana		Total—Other than U.S. Government Taxes	38 956	56
19	Maine				
20	Maryland		B. U.S. Government Taxes		
21	Massachusetts		Kind of tax (a)	Amount (b)	
22	Michigan	1		\$	
23	Minnesota	9 588	Income taxes:		
24	Mississippi		Normal tax and surtax	15 283	57
25	Missouri	2 246	Excess profits		58
26	Montana	6 991	Total—Income taxes	15 283	59
27	Nebraska	1 984	Old-age retirement*	85 373	60
28	Nevada		Unemployment insurance	8 008	61
29	New Hampshire		All other United States Taxes	46	62
30	New Jersey	3	Total—U.S. Government taxes	108 710	63
31	New Mexico		Grand Total—Railway Tax Accruals (account 532)	147 666	64
32	New York	1			
33	North Carolina				
34	North Dakota	2 602			
35	Ohio				
36	Oklahoma		*Includes taxes for hospital insurance (Medicare) and supplemental annuities as follows:		
37	Oregon	499			
38	Pennsylvania		Hospital insurance	5 558	65
39	Rhode Island		Supplemental annuities	6 786	66
40	South Carolina				

350. RAILWAY TAX ACCRUALS—Continued

C. Analysis of 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", 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".

2. Indicate in column (b) the beginning of the year total of accounts 714, 744, 762 and 786 applicable to each particular item in column (a).

3. Indicate in column (c) the net change in accounts 714, 744, 762 and 786 for the net tax effect of timing differences originating and reversing in the current accounting period.

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 10 in columns (c) and (d) should agree with the total of the contra charges (credits) to account 533, provision for deferred taxes, and account 591, provision for deferred taxes - extraordinary and prior period 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)
1	Accelerated depreciation, Sec. 167 I.R.C.: Guideline lives pursuant to Rev. Proc. 62-21	175 344	12 755		188 099
2	Accelerated amortization of facilities Sec. 168 I.R.C.	27 855	(2 600)		25 255
3	Accelerated amortization of rolling stock, Sec. 184 I.R.C.				
4	Amortization of rights of way, Sec. 185 I.R.C.				
5	Other (Specify) (See below)	(25 609)	(7 332)	(4 197)	(37 138)
6					
7					
8					
9	Investment tax credit		(1 633)		(1 633)
10	TOTALS	177 590	1 190	(4 197)	174 583

Notes and Remarks

Other:

Charges to provision for losses recorded in prior years relating to merger and discontinuation of Passenger services, which are deductible currently

(16 651)

911

(15 740)

Net provision for losses & write-down of investment and other assets not deductible in current year.

(2 098)

(2 098)

Revenues & Gains taxable in other years

1 395

1 395

Accruals for casualties, claims & other expenses not deductible in current year.

(3 081)

(6 363)

(4 658)

(14 102)

Interest during construction & other costs capitalized, deductible for tax purposes.

932

932

Taxable sale & leaseback transactions net of financial statement amortization.

(526)

(526)

Taxable net gains on property retirements credited to accumulated depreciation.

(995)

(995)

Deferred state income taxes ret. of Federal tax benefit.

489

1 298

1 787

Miscellaneous

(5 877)

(1 077)

(837)

(7 791)

Total Other

(25 609)

(7 332)

(4 197)

(37 138)

371. INCOME FROM LEASE OF ROAD AND EQUIPMENT

1. Give particulars called for with respect to road and equipment leased to others during the year, the rent of which is includible in account No. 509, "Income from lease of road and equipment".

2. If the respondent leased to others during all or any part of the year any road and equipment upon which no rent receivable accrued, give par-

ticulars in a footnote. Show the three largest items regardless of the dollar amount and all other items amounting to \$250,000 or more. Each item less than \$250,000 may be combined into a single entry designated "Other items, each less than \$250,000."
(Dollars in thousands)

Line No.	Description of property (a)	Name of lessee (b)	Total rent accrued during year (account 509) (c)
			\$
1	Trks., vicinity of Hoyne Ave., Chgo. IL	Illinois Northern Ry. Co.	5
2	Land, tracks & buildings, Miss. St. Yard	Soo Line R.R. Co.	3
3	Line Seattle to Maple Valley, WA	Chicago, Milw., St. Paul & Pac. RR Co.	2
4	Other items, each less than \$250,000		7
5		Total	17

371A. ABSTRACT OF TERMS AND CONDITIONS OF LEASES

Give brief abstracts of the terms and conditions of the leases under which the above-stated rents are derived, showing particularly (1) the date of the grant, (2) the chain of title (in case of assignment or subletting) and dates of transfer connecting the original parties with the present parties, (3) the basis on which the amount of the annual rent is determined, and (4) the date when the lease will terminate, or, if the date of termination has not yet been fixed, the provisions governing the termination of the lease. Also give reference to the Interstate Commerce Commission's authority for the lease, if any. If none, state the reasons therefor. Only

changes during the year are required.—Indicate the year in which reference was made to the original lease, and also the year or years in which any change in lease was mentioned.

Copies of leases may be filed in lieu of abstracts above called for. References to copies filed in prior years should be specific.

If the respondent has any reversionary interest in railroad property from which it derives no rent, give the particulars hereunder; if it has no such reversionary interest, state that fact.

No changes

Respondent has no reversionary interest in railroad property from which it derives no rent.

372. MISCELLANEOUS RENT INCOME

Give particulars of rents receivable accrued for use of all properties not otherwise specified under rents receivable. This account is for rent income from property not operated by the respondent but the cost of which is properly included in cost of road and equipment. It should not be confused with operating revenue account No. 142, "Rents of buildings and other property", which is for rent revenue from operated property in road and equipment the cost of operation of which cannot be separately

stated.

Show amount of rent from three properties producing largest income regardless of amount, and all properties producing income of \$250,000, or more. Other properties whose income is less than \$250,000 may be combined into a single entry designated, "Other items, each less than \$250,000 per annum."

Line No.	Description of Property		Name of lessee (c)	Amount of rent (d)
	Name (a)	Location (b)		
1	Parking lot site	Seattle, WA	U.S. Post Office Dept.	30
2	Auto handling fac. site	Naperville, IL	Auto Processing Co.	24
3	Industrial site	Minneapolis, MN	Universal Carloading & Dist.	22
4	Other items, each less than \$250,000 per annum			7 103
5				
6				
7				
8				
9				
10				
11			Total	7 179

375. SEPARATELY OPERATED PROPERTIES - PROFIT OR LOSS

Give particulars of the several separately operated properties of companies having a corporate existence separate and distinct from that of the respondent, the profits or losses resulting from the operation of which are receivable or payable in whole or in part by the respondent, and for each such separately operated property state the amount of such profits or losses accrued to the respondent during the year. Show the three largest

items regardless of the dollar amount and all other items amounting to \$250,000 or more. Each item less than \$250,000 may be combined into a single entry designated "Other items, each less than \$250,000". No dividends or other returns on securities held by or for the respondent should be shown hereunder nor any interest on construction advances or other loans. (Dollar in thousands)

Line No.	Description of property operated (a)	Location of property (b)	Name of operator (c)	ACCRUED TO RESPONDENT	
				Profit (d)	Loss (e)
1	Railway		Oregon, California	\$	\$
2			& Eastern Ry. Co.		30
3					
4					
5					
6					
7					
8					
9					
10			Total		30

INSTRUCTIONS CONCERNING RETURNS IN SCHEDULE 376. HIRE OF FREIGHT CARS, PAGE 90

1. Show a recapitulation of the total amounts credited and charged during the year to hire of freight cars on account of freight cars leased, freight cars interchanged, private and individual cars, auto racks and highway trailers. The difference between the total amount receivable and the total amount payable should be entered as a balance, receivable or payable as the case may be, and should be consistent with the entry for hire of freight cars in the Income Account, schedule 300.

2. In column (b) show the total car-miles, both loaded and empty whether paid for on loaded and empty basis or loaded basis only. Car-miles, loaded and empty, reported in column (b), lines 1 through 4, relate to total car-miles incurred on lines of respondent by cars rented on a mileage basis, for which payments are reported in columns (d) and (f). Exclude from lines 1 through 4, data applicable to TOFC and COFC cars and cars rented on a combination mileage and per diem* basis. These exclusions should be reported in lines 5 and 6 through 16.

3. On line 5, column (b), enter the total miles, loaded plus empty, incurred on lines of respondent by TOFC and COFC cars for which payments are reported in columns (d) and (f). In columns (c) through (f), as applicable, enter the rentals paid for TOFC and COFC cars regardless of basis for charges.

4. On lines 6, 7, and 8 report data applicable to all cars the rentals for

which are charged only on a combination mileage and per diem* basis. Car-miles loaded and empty, reported in column (b), lines 6, 7, and 8, relate to total car-miles incurred on lines of respondent by cars rented on a combination mileage and time basis* for which payments are reported in columns (d) and (f). Exclude from lines 6, 7, and 8, data reported on lines 1 through 5 and 9 through 16.

5. On lines 9 through 14 report the per diem (time portion) charges applicable to cars rented on a combination mileage and per diem* basis for which the mileage portion was reported on lines 6, 7, and 8. Report on line 15, columns (c) and (d), the car-days paid for and for which payments were received applicable to the unequipped boxcar charges reported on lines 9 through 12. Report on line 16, columns (c) and (d), the car-days paid for and for which payments were received applicable to cars, other than unequipped box cars, for which charges are reported on line 13.

6. Amounts payable to insurance companies and to other non-carrier companies for lease rental of cars should be included on line 17, column (f). Amounts receivable from railroads or other carriers for per diem rental of these cars should be reported on lines 6 through 11, column (c).

7. Line 21 refers to the auto racks separate and apart from the cars on which the racks are installed.

*Combination mileage and per diem refers to cars moving at rates per mile and per day prescribed by the Commission in Docket No. 31358 or updated computations thereof.

376. HIRE OF FREIGHT CARS

(Dollars in thousands)

Line No.	Item	Car-miles (loaded and empty) See instructions 2, 3, and 4	CARS OF RESPONDENT OR OTHER CARRIERS (Excluding cars of private car lines)		CARS OF INDIVIDUALS AND COMPANIES NOT CARRIERS (Including cars of private car lines)	
			Gross amount receivable (c)	Gross amount payable (d)	Gross amount receivable (e)	Gross amount payable (f)
(a)	(b)					
	FREIGHT CARS		\$	\$	\$	\$
	Mileage Basis:					
1	Rank cars	99 198 018				7 975
2	Refrigerator cars	204 923 786		117		11 938
3	All other cars	110 005 979				6 001
4	Total (Lines 1-3)	414 127 783		117		25 915
5	TOFC and/or COFC Cars	147 846 474	264	423		7 077
	Combination Mileage and Per Diem Basis:					
	Mileage Portion:					
6	Unequipped box cars	212 925 669	9 080	5 290		
7	All other per diem cars	397 706 959	10 240	11 242		
8	Total (Lines 6 and 7)	610 632 628	19 320	16 532		
	Per Diem Portion:					
	Unequipped Box Cars:					
	U.S. Ownership:					
9	Basic		16 189	8 369		
10	Incentive		16 453	9 108		
	Canadian Ownership:					
11	Basic		XXXXXXXX	726		
12	Incentive		XXXXXXXX	711		
13	All Other Per Diem Cars		29 913	25 906		
14	Total Per Diem Portion (Lines 9-13)		62 555	44 820		
15	Car-days Paid For Unequipped Box Cars		6 741 629	2 723 982		
16	Car-days Paid For All Other Per Diem Cars		9 556 922	6 723 729		
17	Leased Rental-Railroad, Insurance and Other Companies		\$	\$	\$ 2 005	\$ 16 408
18	Other Basis					3 130
	OTHER FREIGHT CARRYING EQUIPMENT					
19	Refrigerated Highway Trailers		518	454		1 412
20	Other Highway Trailers		1 489	1 909		3 873
21	Auto Racks		3 087	3 051		71
22	GRAND TOTAL (Lines 4, 5, 8, 14, & 17-21)		87 234	67 306	2 005	57 886
23	NET BALANCE CARRIED TO INCOME ACCOUNT: CREDIT \$			or DEBIT \$ 35 953		

130500

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BURLINGTON NORTHERN INC.

377. LOCOMOTIVE RENTALS

Give an analysis as requested of amounts credited to account 504, "Rent from locomotives," and amounts charged to account 537, "Rent for locomotives," on account of locomotives leased or otherwise rented. (Dollars in thousands)

Line No.	Item (a)	Amount receivable (b)	Amount payable (c)	Remarks (d)
	Locomotives of respondent or other carriers:	\$	\$	
1	Mileage basis _____	4		
2	Per diem basis _____	(11)		
3	Other basis _____	1 46 1/2	18	
	Locomotives of individuals and companies not carriers:			
4	Mileage basis _____			
5	Per diem basis _____	54		
6	Lease rental-insurance and other companies _____		9 554	
7	Other basis _____	32	76	
8	Total _____	1 570	9 648	

378. PASSENGER-TRAIN CAR RENTALS

Show a recapitulation of the total amounts credited to account 505, "Rent from passenger-train cars," and amounts charged to account 538, "Rent for passenger-train cars," on account of passenger cars leased, passenger cars interchanged, and private or individual cars. (Dollars in thousands)

Line No.	Item (a)	Amount receivable (b)	Amount payable (c)	Remarks (d)
	Cars of respondent or other carriers:	\$	\$	
1	Mileage basis _____		3	
2	Per diem basis _____			
3	Other basis _____	4		
	Cars of individuals and companies not carriers:			
4	Mileage basis _____			
5	Per diem basis _____	1		
6	Lease rental-insurance and other companies _____			
7	Other basis _____		743	
8	Total _____	5	746	

363. RENT FOR LEASED ROADS AND EQUIPMENT

1. Give particulars called for with respect to roads and equipment leased from others during the year, the rent for which is includible in account No. 542, "Rent for leased roads and equipment."

2. Rents payable which are not classifiable under one of the three headings provided should be explained in a footnote.

3. If the respondent held under lease during all or any part of the year any road upon which no rent payable accrued, or if any portion of the

charge shown hereunder is for construction on a line in which the respondent's leasehold interest will soon expire, give full particulars in a footnote.

4. Show the three largest items regardless of the dollar amount and all other items amounting to \$250,000 or more. Each item less than \$250,000 may be combined into a single entry designated "Other items, each less than \$250,000." (Dollars in thousands)

Line No.	Name of lessor or reversioner and description of property (a)	Total rent accrued during year (Acct. 542) (b)	Classification of Amount Column (b)		
			Interest on bonds (c)	Dividends on stocks (d)	Cash (e)
1	Lease of Spokane, Portland & Seattle Railway Company	689			689
2	Lease of Garrison to Butte, MT main line from Union Pacific R.R. Co.	45			45
3	Lease of Orin Jct.-Wendover, WY line from Colo. & Sou. Ry. Co.	74			74
4	Other items, each less than \$250,000	1			1
5	Total	809			809

363A. ABSTRACTS OF LEASEHOLD CONTRACTS

1. Give brief abstracts of the terms and conditions of the leases under which the respondent holds the properties above named, showing particularly (1) the date of the lease, (2) the chain of title and dates of transfers connecting the original lessee with the respondent in case of assignment or subletting, (3) the basis on which the amount of the annual rent is determined, and (4) the date when the lease is to terminate, or, if such date has not yet been determined, the provisions governing its determination.

Also give reference to the Interstate Commerce Commission's authority for the lease, if any. If none, state the reasons therefore. **Only changes during the year are required.**

2. In lieu of the abstracts here called for, the respondent may file copies of lease agreements and give specific references to copies heretofore filed with the Commission. Agreements being filed should be addressed to the Bureau of Accounts.

NONE

384. MISCELLANEOUS RENTS

Give particulars of all properties the rents on which were charged by the respondent during the year to Income, under the heading "Miscellaneous rents," showing for each item the total charge therefor to Income. Show the three largest items regardless of the dollar amount and all other

items amounting to \$250,000 or more. Each item, less than \$250,000 may be combined into a single entry designated "Other items, each less than \$250,000." (Dollars in thousands)

Line No.	Description of Property		Name of lessor (c)	Amount charged to Income (d)
	Name (a)	Location (b)		
1	Office space, Security			\$
2	State Bank	Billings, MT	Seabank Realty Co.	33
3	Tracks, Hanford		Atlantic Richfield	
4	Project	Hanford, WA	Hanford Co.	26
5	Cabooses, Western Pac.	Between Bieber, CA		
6	R.R. Co.	and Kiamath Falls, OR	Western Pacific R.R. Co.	15
7				
8	Other items, each less than \$250,000			71
9				
10			Total	145

396. ITEMS IN SELECTED INCOME AND RETAINED INCOME ACCOUNTS FOR THE YEAR

Give a brief description for all items, regardless of amount, included during the year in accounts 570, "Extraordinary items"; 580, "Prior period items"; 590, "Income taxes on extraordinary and prior period items"; 606, "Other credits to retained income"; 616, "Other debits to retained income"; 620, "Appropriations for sinking and other reserve funds"; 621, "Appropriations for other purposes"; and 622, "Appropriations released." Give a brief description of the three largest items regardless of the dollar amount and all other items amounting to \$250,000 or

more included during the year in accounts 519, "Miscellaneous income", and 551, "Miscellaneous income charges." Items less than \$250,000 may be combined into a single entry designated "Other items, each less than \$250,000." The entries for each account shall be listed and the total of each account shall be shown corresponding to the amounts in Schedules 300 and 305, as appropriate. In case the character of any item is not fully disclosed by the entries in the columns hereunder, make a full explanation in a footnote. (Dollars in thousands)

Line No.	Account No. (a)	Item (b)	Debits (c)	Credits (d)
1	620	<u>Appropriation for sinking and other reserve funds</u>	\$	\$
2		Appropriations from 1974 income for sinking fund		
3		requirements payable July 1, 1975, G.N. General		
4		Mortgage Bonds Series N, O, P and Q.	1 125	
5				
6	621	<u>Appropriations for other purposes</u>		
7		Incentive per diem	6 138*	
8				
9	622	<u>Appropriations released</u>		
10		Amount appropriated from income in 1973 for sinking		
11		fund requirements under G.N. General Mortgage Bonds		
12		Series N, O, P and Q as bonds theretofore acquired		
13		from funds derived from income were used for the		
14		requirement, payable July 1, 1974.		1 125
15				
16		Amount of incentive per diem funds released for		
17		purchase of equipment.		4 884*
18		Total Account 622		6 009
19				
20	519	<u>Miscellaneous income</u>		
21		Profit on sale of land		4 656
22		Discount on bonds		841
23		Funds received from Penn Central Trust Fund		
24		previously written off		422
25		Premium on exchange of funds between U. S.		
26		and Canada		364
27		Other items, each less than \$250,000		699
28		Total Account 519		6 982
29				
30	551	<u>Miscellaneous income charges</u>		
31		Shrinkage in value of investment in St. Louis		
32		and Kansas City Land Co.	3 264	
33		Interest on tax deficiencies	1 229	
34		Penn Central payable by B.N. offset against		
35		amount due B.N. previously written off	(543)	
36		Commitment fees	302	
37		Other items, each less than \$250,000	1 933	
38		Total Account 551	6 185	
39				
40				
41		*Includes \$263 debited and subsequently recredited		
42		after recalculation of cost.		
43				
44				
45				
46				
47				
48				

INSTRUCTIONS CONCERNING RETURNS IN SCHEDULE 411

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

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

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

Lengths should be stated to the nearest hundredth of a mile.

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

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

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

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

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

The returns in columns (h) and (i) should include tracks serving industries, such as mines, mills, smelters, factories, etc., not classifiable under "branch lines" as defined below. 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.

In classifying the line between *main* and *branch* (column (c)), use the distinction usually followed by respondent. Branch lines are distinguished from industrial tracks or yard tracks and sidings in that branch lines serve one or more stations beyond the point of junction with the main line or another branch line and to or from which stations train service, or its equivalent, is performed.

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

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

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

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

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

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

CORRECTION

**The preceding document has been re-
photographed to assure legibility and its
image appears immediately hereafter.**



Road Initials:

BN

Year:

1974

95

NOTES AND REMARKS

INSTRUCTIONS CONCERNING RETURNS IN SCHEDULE 411

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

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

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

Lengths should be stated to the nearest hundredth of a mile.

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

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

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

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

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

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

Tracks leading to and in travel 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.

In classifying the line between *main* and *branch* (column (c)), use the distinction usually followed by respondent. Branch lines are distinguished from industrial tracks or yard tracks and sidings in that branch lines serve one or more stations beyond the point of junction with the main line or another branch line and to or from which stations train service, or its equivalent, is performed.

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

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

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

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

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

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

411. MILEAGE OPERATED AT CLOSE OF YEAR (For other than switching and terminal companies)

Line No	Class	Proportion owned or leased by respondent	Main (M) or branch (B) line	RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.								Miles of way switching tracks		Miles of yard switching tracks		Total	
				Miles of road		Miles of second main track		Miles of all other main tracks		Miles of passing tracks, cross-overs, and turn-outs							
				(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)	(m)	(n)			
1	1	100	M	11459	18	1548	34	72	13	1770	96	1210	48	3659	15	19720	24
2	1J	3/4	M											5	70	5	70
3	1J	2/3	M									36		20	00	20	36
4	1J	1/2	M	35	71		62			9	54	12	00	97	26	155	13
5	1J	1/3	M	5	42		5	32			90	4	41	13	08	29	13
6	1J	1/4	M											10	62	10	62
7	1J	1/5	M											11	96	11	96
8	1J	1/6	M									81					81
9	1J	1/12	M									80					80
10	Total 1J			41	13	5	94			10	44	18	38	158	62	234	51
11	Total 1 & 1J M			11500	31	1554	28	72	13	1781	40	1228	86	3617	77	19954	75
12	1	100	B	9752	02	6	67			361	03	962	41	289	03	11371	15
13	1J	2/3	B									02		16			18
14	1J	1/2	B	133	58					10	16	46	73	19	48	209	95
15	1J	1/3	B		67					21		2	83	7	19	10	90
16	1J	1/4	B											36	20	36	20
17	1J	1/5	B											1	19	1	19
18	Total 1J B			134	25					10	37	49	58	64	22	258	42
19	Total 1 & 1J B			9886	27	6	67			371	40	1011	98	353	25	11629	57
20	Total M & B			21386	58	1560	95	72	13	2152	80	2240	84	4171	02	31584	32
21																	
22	3B	100	M	82	59					6	70	3	67	12	33	105	29
23	3B	100	B	48	40					4	16	5	01		37	57	94
24	Total M & B			130	99					10	86	8	68	12	70	163	23
25																	
26	4A	100	M	443	15	1	03			75	45	31	64	97	12	648	39
27	4AJ	1/2	M											1	48	1	48
28	Total 4A & 4AJ M			443	15	1	03			75	45	31	64	98	60	649	87
29	4A	100	B	63	23					1	35	5	19	1	53	71	30
30	Total 4A&4AJ M&B			506	38	1	03			76	80	36	83	100	13	721	17
31																	
32	5	100	M	370	38	88	29	1	52	55	22	35	34	121	76	672	51
33	5	100	B	593	55	24	92			64	05	23	02	31	18	736	72
34	Total M & B			963	93	113	21	1	52	119	27	58	36	152	94	1409	23
35																	
36	Total M			12396	43	1643	60	73	65	1918	77	1299	51	4050	46	21382	42
37	Total B			10591	45	31	59			440	96	1045	20	386	33	12495	53
38	Grand Total			22987	88	1675	19	73	65	2359	73	2344	71	4436	79	33877	95
39																	
40						CANADIAN MILEAGE INCLUDED ABOVE											
41	1	100	M	33	81		7	07		4	53		81	29	56	75	78
42	1	100	B	89	11					1	83	5	32	3	87	100	13
43	1J	1/2	B	3	68									20		3	88
44	Total 1 & 1J B			92	79					1	83	5	32	4	07	104	01
45	Total M & B			126	60		7	07		6	36	6	13	33	63	179	79
46																	
47	5	100	M	67	39	2	38			5	32	4	79			79	88
48	5	100	B	13	50					3	84	1	74	16	01	35	09
49	Total M & B			80	89	2	38			9	16	6	53	16	01	114	97
50																	
51	Grand Total Canadian																
52	Mileage			207	49	9	45			15	52	12	66	49	64	294	76
53																	
54																	
55	Total Main Line		XXX														
56	Total Branch Lines		XXX														
57	Grand Total		XXX														
58	Miles of road or track electrified included in preceding grand total		XXX														

(See Line 38)

411-A. MILEAGE OWNED BUT NOT OPERATED BY RESPONDENT AT CLOSE OF YEAR

If any of the tracks returned in this schedule are operated by other than the respondent, the name of the company or individual operating them and the conditions under which they are held for operation should be

shown in a footnote. Tracks which have been permanently abandoned should not be included in this schedule.

Line No.	Class	Name of road or track	Main (M) or branch (B) line	RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.				Miles of yard switching tracks	Miles of yard switching tracks	Total
				Miles of road	Miles of second main track	Miles of all other main tracks	Miles of passing tracks, cross-overs, and turn-outs			
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	
1	1	Coach Tracks	M					22		22
2	1J	Line "D"	M				02	1	22	1 24
3	1	Spur	M					1	92	1 92
4	1J	Interch.-Trks.	M					17		17
5	1	MILW	M				02			02
6	1J	Connections	B				07			07
7	1J	"	B				08			08
8	1J	MILW	B				01			01
9	1J	"	B				01			01
10	1J	"	B				01			01
11	1	IN	M					57		57
12	1	ICG	B					07		07
13	1	MILW	M					71		71
14	1	SOT	M					27		27
15		Total	XXX				22	5	15	5 37

Lines

1. Leased to Duluth Union Depot Co., which company pays rental and maintains property in Duluth, Minnesota.
2. Joint ownership with Soo Line RR Co., which company operates and maintains property on Line "D" in Minneapolis, Minnesota.
3. Leased to and operated by Union Pacific RR Co., which company pays taxes and maintains property in Spokane, Washington.
4. Joint ownership with Union Pacific RR Co., and CMStP&P RR Co. CMStP&P RR Co. operates and maintains property in Seattle, Washington.
6. Leased to CMStP&P RR Co., rental 2½% per annum on valuation at Choteau, Montana.
7. Joint owned with Union Pacific RR Co., which company operates trackage between Waitsburg Jct. and Dayton, Washington.
8. Joint owned with Union Pacific RR Co., which company operates trackage at Villard Jct., Wallula Jct., and Zanger Jct.
9. Joint owned with CMStP&P RR Co. at Emerson Jct., Montana.
10. Joint owned with CMStP&P RR Co. at Dracut Jct., Montana.
11. Joint owned with CMStP&P RR Co. at Spring Creek Jct., Montana.
12. Illinois Northern Ry. Co. operates yard tracks under agreement at Chicago, Illinois.
13. Ill. Cent. Gulf RR Co. operates yard tracks under agreement at West Frankfort, Illinois.
14. CMStP&P RR Co. operates yard tracks under agreement at Council Bluffs, Iowa.
15. South Omaha Terminal Ry. Co. operates yard tracks under agreement at South Omaha, Nebr.

412. MILES OF ROAD AT CLOSE OF YEAR—BY STATES AND TERRITORIES (SINGLE TRACK)

(For other than switching and terminal companies)

Give particulars, as of the close of the year, of all road operated and of all owned but not operated. The respondent's proportion of operated road held by it as joint or common owner, or under a joint lease, or under any joint arrangement, should be

shown in columns (b), (c), (e), or (f), as may be appropriate. The remainder of jointly operated mileage should be shown in column (g). Respondent's proportion of road jointly owned, not operated, should be shown in columns (i) and (j), as may be appropriate.

Tracks which have been permanently abandoned should not be included in columns (i) and (j).

Lengths should be stated to the nearest hundredth of a mile.

Line No.	State or territory (a)	ROAD OPERATED BY RESPONDENT								LINE OWNED, NOT OPERATED BY RESPONDENT		New line constructed during year (k)				
		LINE OWNED			Line of proprietary companies (d)	Line operated under lease (e)	Line operated under contract, etc. (f)	Line operated under trackage rights (g)	Total mileage operated (h)	Main line (i)	Branch lines (j)					
		Main line (b)	Branch lines (c)													
1	California	65	75	4	33	15	3			62	99	52				
2	Colorado	213	94	4	138	21	8			38	32	8	390	47		
3	Idaho	160	94	1	276	35	6			7	30	7	444	59		
4	Illinois	942	96	3	504	23	4			135	20	6	1 582	39		
5	Iowa	449	81	0	387	97	8			135	30	5	973	08		
6	Kansas	12	85	3	187	03	7			18	03	8	217	91		
7	Kentucky									12	42	2	12	42		
8	Minnesota	1 861	50	1	043	40	3			69	47	0	2 974	37		
9	Missouri	597	68	8	472	60	3			189	96	8	1 260	24		
10	Montana	2 342	17	1	063	83	4	51 59	2	34	51	4	3 492	10		
11	Nebraska	1 408	57	1	229	75	0			5	35	6	2 643	67		
12	North Dakota	1 103	01	2	298	14	8			41	95	2	3 443	10		
13	Oregon	133	71	4	43	35	3	08 -	100 29	82	71	3	360	14		
14	South Dakota	61	55	1	465	33	5			1	92	2	528	80		
15	Washington	1 140	97	1	541	37	2	48 40	8	406	09	6	195 55	5 3	732 38	
16	Wisconsin	343	01	3	1	43	2			1	31	1	345	75		
17	Wyoming	606	61	7	41	93	2	30 92	1				679	46		
18	Prov. of British Columbia	33	81	4	90	95	1			8	85	9	133	61		
20	Prov. of Manitoba									73	88	4	73	88		
21																
22	Total Mileage (single track)	11 478	84	9	819	02	4	130 99	1	506	38	1 052	65	22 987	88	NONE

9819

21298

414. CHANGES DURING THE YEAR

Hereunder state the matters called for. Make the statements explicit and precise, and number them in accordance with the inquiries; each inquiry should be fully answered, and if the word "none" truly states the fact it may be used in answering any particular inquiry. Changes in mileage should be reported by classes and stated to the nearest hundredth of a mile.

1. For each railroad property used in respondent's transportation service, show all increases and decreases in mileage, classifying the changes in the tables below as follows:

(Class 1) Line owned by respondent.

(Class 2) Line owned by proprietary companies.

(Class 3) Line operated under lease for a specified sum.

(Class 4) Line operated under contract or agreement for contingent rent.

(Class 5) Line operated under trackage rights.

2. For changes in miles of road, give dates of beginning or abandonment of operations. If any changes reportable in this schedule occurred

under authority granted by the Commission in certificates of convenience and necessity, issued under paragraphs (18) to (22) of section 1 of the Interstate Commerce Act or otherwise, specific reference to such authority should in each case be made by docket number or otherwise, as may be appropriate.

3. All consolidations, mergers, and reorganizations effected, giving particulars.

This statement should show the mileage, equipment, and cash value of property of each company as well as the consideration received by each company party to the action. State the dates on which consolidated, etc., and whether the prior companies have been dissolved. Copies of the articles of consolidation, merger, or reorganization should be filed with this report.

4. Other important changes not elsewhere provided for involving more than \$50,000, giving full particulars.

INCREASES IN MILEAGE

Line No.	Class (a)	Main (M) or branch (B) line (b)	Running Tracks, Passing Tracks, Cross-Overs, Etc.				Miles of way switching tracks (g)	Miles of yard switching tracks (h)	Total (i)	Remarks (j)
			Miles of road (c)	Miles of second main track (d)	Miles of all other main tracks (e)	Miles of passing tracks, cross-overs and turn-outs (f)				
1	1	M	05			4 61	19 95	193 77	218 38	
2	1	B	27			92	9 67	24 47	35 33	
3	1J	M					02	10	12	
4	1J	B				13	08	03	24	
5	4A	B	03						03	
6	5	B	2 38			50	2 34	29	5 51	
7										
8										
9										
10										
11										
12										
13	Total Increase		2 73			6 16	32 06	218 66	259 61	

DECREASES IN MILEAGE

14	1	M	15 07	44 52		18 08	54 25	182 95	314 87	
15	1	B	102 75			5 00	8 78	19 33	135 86	
16	1J	M				14	1 13	1 40	2 67	
17	1J	B				02	98	37	1 37	
18	3B	B				04			04	
19	4A	M	07						07	
20	5	M				05		1 60	1 65	
21	5	B				5 37	1 37	07	6 81	
22										
23										
24										
25	Total Decrease		117 89	44 52		28 70	66 51	205 72	463 34	

If returns under Inquiry No. 1 above include any first main track owned by respondent or its proprietary companies representing new construction or permanent abandonment give the following particulars:

Owned by respondent:

Miles of road constructed None Miles of road abandoned 94.68*

Owned by proprietary companies:

Miles of road constructed None Miles of road abandoned None

The item "miles of road constructed" is intended to show the mileage of first main track laid to extend respondent's road, and should not include tracks relocated and tracks laid to shorten the distance between two points, without serving any new territory.

By road abandoned is meant "permanently abandoned," the cost of which has been or is to be written out of the investment accounts.

NOTES AND REMARKS

Schedule 414			
<u>Increases:</u>	<u>Segment</u>	<u>Date</u>	<u>Finance Docket No.</u>
.01	Pasco-Villard Jct.(Wallula Jct.) WA, Recalculation		
.03	Dorsey, ID, Line change		
.03	Banks, OR, Correction		
.06	Mesa, WA, Converted from side track		
.05	Fergus Falls, MN, Construction		
.08	North Renton, WA, Correction		
.01	Red Lake Falls, MN, Recalculation		
1.78	Millwood, WA, Trackage Rights		
.02	Alliance - Brush, NE, Recalculation		
.02	Wymore, NE, Recalculation		
.02	Gilmore, NE, "		
.01	Holdrege, NE, "		
.58	Riparia to Idaho State Line, WA, Correction		
.03	Seattle, WA, Transferred from 2nd Main		
2.73	Total increases in miles of road		
<u>Decreases:</u>			
.08	No. Renton, WA, Transferred to side track		
.27	Horton - West Frankfort, IL, Removal		
.02	Concrete, WA, Removal		
.07	Vancouver to Kennewick, WA, Line change		
.12	Ronald, WA, Removal		
.53	Mesabi Range Mines-Tioga Mine Spur, MN, Removal		
.15	Bemidji, MN, Removal		
*25.84	Bonners Ferry- Port Hill, ID, Abandonment	12-20-74	25804
.13	Fergus Falls, MN, Realignment		
4.15	Black Diamond, WA, Transferred to side track		
.01	Red Lake Falls, MN, Recalculation		
* 9.09	Downer - Glyndon, MN, Abandonment	7-23-74	AB-6 (Sub 20)
.88	Red Lake Falls, MN, Transferred to side track		
3.54	Mesabi Range Mines, MN, Removal		
.01	Berea, ND, Correction		
1.67	Drawbridge Line, Tacoma, WA, Removal		
.44	Arlington - Darrington, WA, "		
.03	DeWitt - Hildreth, NE, Recalculation		
.56	Hopkins, MN, Removal		
.16	Galesburg - Savannah, IL, Realignment		
.01	Pappio, NE, Realignment		
.02	Hereford, CO, "		
9.32	Jamestown to Kiose, ND, Transfer to side track		
.65	Elma - Shelton, WA, Transfer to side track		
.01	Pasco - Villard Jct., WA, Recalculation		
*37.72	New Raymer - Hereford, CO, Abandonment	12-20-74	AB-6 (Sub 1)
*15.65	Chariton - St. Joseph, IA, "		AB-6 (Sub 2)
.38	Chariton - St. Joseph, IA, Transferred to side track		
* 6.26	Amazonia - Savannah, MO, Abandonment	11-12-74	AB-6 (Sub 5)
* .12	" " " " , Transferred to side track	11-12-74	AB-6 (Sub 5)
117.89			

* Total 94.68 miles of road abandoned. See Schedule 414.

INSTRUCTION CONCERNING RETURNS IN SCHEDULE 417 ON PAGES 104 AND 105

Instructions for reporting locomotive and passenger-train car data, pages 104 and 105.

1. Give particulars of each of the various classes of equipment which respondent owned or leased during the year.

2. In column (c) give the number of units purchased new or built in company shops. In column (d) give the number of new units leased from others. The term "new" means a unit placed in service for the first time on any railroad.

3. Units leased to others for a period of one year or more are reportable in column (f); units temporarily out of respondent's service and rented to others for less than one year are to be included in column (h); units rented from others for a period less than one year should not be included in column (i).

4. For reporting purposes, a "locomotive unit" is a self-propelled vehicle generating or converting energy into motion, and designed solely for moving other equipment. An "A" unit is the least number of wheel bases with superstructure designed for use singly or as a lead locomotive unit in combination with other locomotive units. A "B" unit is similar to an "A" unit, but not equipped for use singly or as a lead locomotive unit. A "B" unit

may be equipped with hostler controls for independent operating at terminals.

5. A "self-propelled car" is a rail motor car propelled by electric motors receiving power from third rail or overhead, or internal combustion engines located on the car itself. Trailers equipped for use only in trains of cars that are self-propelled are to be included as self-propelled equipment.

6. A "Diesel" unit includes all units propelled by diesel internal combustion engines irrespective of final drive, and whether power may at times be supplied from external conductor. Units other than diesel-electric, e.g., diesel-hydraulic, should be identified in a footnote giving the number and a brief description. An "Electric" unit includes all units which receive electric power from an overhead contact wire or third rail, and use the power to drive one or more electric motors that propel the vehicle. An "Other self-powered unit" includes all units other than diesel or electric, e.g., steam, gas turbine. Show the type of unit, service and number, as appropriate, in a brief description sufficient

for positive identification. An "Auxiliary unit" includes all units used in conjunction with locomotives but which draw their power from the "mother" unit, e.g., boosters, plugs, etc. For reporting purposes indicate radio-controlled self-powered diesel units on lines 1 through 8, as appropriate. Radio-controlled units that are not self-powered, i.e., those without a diesel, should be reported on line 17 under "Auxiliary units".

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

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

4F. INVENTORY OF EQUIPMENT

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

Line No.	Type or design of units (a)	Units in service of respondent at beginning of year (b)	Change During the Year					Units at Close of Year					Leased to others
			Units Acquired					Units retired from service of respondent whether owned or leased, including reclassification (g)	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)	
			New units purchased or built (c)	New units leased from others (d)	Rebuilt units acquired and rebuilt into property accounts (e)	All other units including reclassification and second hand units purchased or leased from others (f)	(l)						
Locomotive Units													
1	Diesel-Freight — A units	946 *		78			22	615	387	1 002	2 892 700	10	
2	Diesel-Freight — B units	52 *					4	48		48	81 000		
3	Diesel-Passenger — A units	41 *				6	10	16	21	37	78 150		
4	Diesel-Passenger — B units	11 *					8	3		3	4 500		
5	Diesel-Multiple purpose — A units	673 *		22	10		15	638	52	690	1 155 100		
6	Diesel-Multiple purpose — B units												
7	Diesel-Switching — A units	382 *					1	375	6	381	414 200	1	
8	Diesel-Switching — B units												
9	Total (lines 1 to 8)	2 105 *		100	10	6	60	1 695	466	2 161	4 625 650	11	
10	Electric-Freight —												
11	Electric-Passenger —												
12	Electric-Multiple purpose —												
13	Electric-Switching —												
14	Total (lines 10 to 13)												
15	Other self-powered units	2 105 *		100	10	6	60	1 695	466	2 161	4 625 650	11	
16	Total (lines 9, 14 and 15)	3 *				12		15		15	XXXX		
17	Auxiliary units												
18	Total Locomotive Units (lines 16 and 17)	2 108 *		100	10	18	60	1 710	466	2 176 *	XXXX	11	

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

Type or design of units (a)	During Calendar Year					TOTAL (f)
	Before Jan. 1, 1950 (b)	Between Jan. 1, 1950, and Dec. 31, 1954 (c)	Between Jan. 1, 1955, and Dec. 31, 1959 (d)	Between Jan. 1, 1960, and Dec. 31, 1964 (e)	Between Jan. 1, 1965, and Dec. 31, 1969 (f)	
19 Diesel —	177	421	482	202	349	2 161
20 Electric —						
21 Other self-powered units						
22 Total (lines 19 to 21)	177	421	482	202	349	2 161
23 Auxiliary units	3				2	15
24 Total Locomotive Units (lines 22 and 23)	180	421	482	202	351	2 176

417. INVENTORY OF EQUIPMENT - Continued													
UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS													
Line No.	Class of equipment and car designations (a)	Units in service of respondent at beginning of year (b)	Changes During the Year					Units at Close of Year					
			Units Installed			Units retired from service of respondent whether owned or leased, including reclassification (g)	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)	
25	PASSENGER-TRAIN CARS Non-Self-Propelled	207						50	32	125	157	19 295	16
26	Coaches [PA, PB, PBO]												
	Combined cars	4						2	2		2	44	
27	[All class C, except CSR]	5						4	1		1	32	
28	Parlor cars [PBC, PC, PL, PO]	45					1	6	36	4	40	871	3
29	Sleeping cars [PS, PT, PAS, PDS]												
	Dining, grill and tavern cars	28						13	13	2	15	XXXX	3
30	[All class D, PD]	40						8	21	11	32	XXXX	2
31	Postal cars [All class M]												
	Non-passenger carrying cars	132					6	17	113	8	121	XXXX	25
32	[All class B, CSB, PSA, IA]	461					7	100	218	150	368*	20 242	49
	Total (lines 25 to 31)												
	Self-Propelled Rail Motorcars												
33	Electric passenger cars												
	[EP, ET]												
34	Electric combined cars [EC]												
35	Internal combustion rail motorcars												
	[ED, EG]												
36	Other self-propelled cars												
	(Specify types: _____)												
37	Total (lines 33 to 36)	461					7	100	218	150	368	20 242	49
38	Total (lines 32 and 37)												
	COMPANY SERVICE CARS												
39	Business cars [PV]	7							7		7	XXXX	
40	Boarding outfit cars [MWX]	1 418					48	230	1 180	56	1 236	XXXX	
41	Derrick and snow removal cars												
	[MWU, MWV, MWV, MWK]	184					46	14	210	6	216	XXXX	
42	Dump and ballast cars [MWB, MVD]	948					8	45	878	33	911	XXXX	
43	Other maintenance and service equipment cars	5 146					192	307	4 824	207	5 031	XXXX	
44	Total (lines 39 to 43)	7 703					294	596	7 099	302	7 401	XXXX	
* 127 cars are assigned to suburban service, balance of cars are for sale or conversion.													

* 127 cars are assigned to suburban service, balance of cars are for sale or conversion.

417. INVENTORY OF EQUIPMENT—Continued

Instructions for reporting freight-train car data, pages 106 and 107.

1. Give particulars of each of the various classes of equipment which respondent owned or leased during the year.

2. In column (p) give the number of units purchased or built in company shops. In column (q) 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 (z); units temporarily out of respondent's service and rented to others for less than one year are to be included in column (u); units rented from others for a period less than one year should not be included in column (v).

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

Line No.	Class of equipment and car designations (m)	Units in service of respondent at beginning of year		Changes During the Year			
		Time-mileage cars (n)	All others (o)	Units Installed			
				New units purchased or built ¹ (p)	New units leased from others (q)	Rebuilt units acquired and rebuilt units rewritten into property accounts ¹ (r)	All other units, including reclassification and second hand units purchased or leased from others (s)
FREIGHT-TRAIN CARS							
45	Box-General Service (unequipped) [All B, L070, R-00, R-01]	46 726 *				540 600	608 548
46	Box-General Service (equipped) [A-20, A-30, A-40, A-50, R-06, R-07]	7 585 *		225			28
47	Box-Special Service [A-00, A-10]	1 430 *		83			25
48	Gondola-General Service [All G (except G-9-)]	5 727 *					60
49	Gondola-Special Service [G-9-, J-00, all C, all E]	3 087 *					120
50	Hopper (open top)-General Service [All H (except H-70)]	11 051 *		400			
51	Hopper (open top)-Special Service [H-70, J-10, J-20, all K]	5 423 *					134
52	Hopper (covered) [L-5-] R-217	13 703 *		425			133
53	Tank, under 12,000 gallons [T-0, T-1, T-2, T-3]						
54	Tank, 12,000-18,999 gallons [T-4]						
55	Tank, 19,000-24,999 gallons [T-5, T-6]	50 *					
56	Tank, 25,000 gallons and up [T-7, T-8, T-9]	100 *					
57	Refrigerator (meat)-Mechanical [R-11, R-12]	165 *					
58	Refrigerator (other than meat) -Mechanical [R-04, R-10] R-18	3 054 *					1
59	Refrigerator (meat)-Non-Mechanical [R-02, R-08, R-09, R-14, R-15, R-17]						
60	Refrigerator (other than meat) -Non-Mechanical [R-03, R-05, R-13, R-16]						180
61	Stock [All S]	2 844 *					
62	Autorack [F-5-, F-6-]	16 *					
63	Flat-General Service [F-0-]	3 932 *					61
64	Flat-Special Service [F-1-, F-9-, F-20, F-3- F-40, L-2-, L-3-] F-8-	4 517 *					32
65	Flat-TOFC [F-7-,]	357 *					
66	All other [L-0-, L-1-, L-4-, L080, L090] M-110	2 126 *					1
67	Total (lines 45 to 66)	111 893 *		1 133		540-600	133 1-323
68	Caboose [All N]	XXXX	1 108 *				
69	Total (lines 67, 68)	111 893 *	1 108 *	1 133		540-600	133 1-323
70	Grand total, all classes of cars (lines 38, 44 and 69)	111 893 *	9272 *	1 133		540-600	1684 1-624

¹Box, unequipped (which relates to incentive per diem order)600 Rebuilt units include
60 units leased from
others

New units purchased or built		Units rebuilt or acquired	
General funds	Incentive funds	General funds	Incentive funds
None	None	None	540

417. INVENTORY OF EQUIPMENT—Continued

4. Column (y) should show aggregate capacity for all units reported in columns (w) and (x), as follows: for freight-train cars, report the nominal capacity (in tons of 2,000 lbs.) as provided for in Rule 86 of the AAR Code of Rules Governing Cars in Interchange. Convert the capacity of tank cars to capacity in tons of the commodity which the car is intended to carry customarily.

5. Freight-train car type codes shown in column (m) correspond to the AAR Multilevel Per Diem Master List. Dashes are used in appropriate places to permit a sin-

gle code to represent several car type codes. Descriptions of car codes and designations are published in *The Official Railway Equipment Register*.

6. Time-in-leage 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

UNITS, LINE 7, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS							
Changes during year (Concluded)	Units At Close of Year						Line No.
	Owned and used (u)	Leased from others (v)	Total in service of respondent (col. (u)+(v))		Aggregate capacity of units reported in col. (w)+(x) (see ins. 4) (y)	Leased to others (z)	
Units retired from service of respondent whether owned or leased, in- cluding re- classification (t)			Time- mileage cars (w)	All other (x)			
4 109	34 486	9 279	43 765		2 413 464		45
214	6 873	751	7 624		515 685	797	46
61	1 416	61	1 477		96 684		47
212	4 210	1 365	5 575		390 782		48
166	2 324	717	3 041		275 404		49
368	9 136	1 947	11 083		930 111		50
176	5 247	134	5 381		414 337		51
201	13 116	944	14 060		1 283 411		52
							53
							54
1	49		49		4 606		55
3	97		97		9 325		56
1	145	19	164		12 106		57
26	1 435	1 594	3 029		200 312		58
						134	59
180						1 094	60
89	2 755		2 755		110 737		61
16							62
168	3 207	618	3 825		217 010		63
144	4 246	159	4 405		280 605	300	64
2	355		355		19 830		65
21	2 106		2 106		152 763		66
6 158	91 203	17 588	108 791		7 327 172	2 325	67
35	1 031	42	XXXX	1 073	XXXXXXXXXXXXXXXX		68
6 192	92 234	17 630	108 791	1 073	7 327 172	2 325	69
6 889	99 551	18 082	108 791 109 761	8842 7 872	7 327 172	2 374	70

417. INVENTORY OF EQUIPMENT—Concluded

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

Line No.	Class of equipment and car designations (m)	Units in service of respondent at beginning of year		Changes During the Year			
		Per diem (n)	All other (o)	Units Installed			
				New units purchased or built ¹ (p)	New units leased from others (q)	Rebuilt units acquired and rebuilt units rewritten into property accounts (r)	All other units, including reclassi- fication and sec- ond hand units purchased or leased from oth- ers (s)
	FLOATING EQUIPMENT						
71	Self-propelled vessels [Tugboats, car ferries, etc.]	X X X X					
72	Non-self-propelled vessels [Car floats, lighters, etc.]	X X X X					
73	Total (lines 71 and 72)	X X X X					
	HIGHWAY REVENUE EQUIPMENT						
74	Bogie-chassis		55 *	25			
75	Dry van	671 *	14 *		816		
76	Flat bed	28 *	1 *				
77	Open top	18 *					
78	Mechanical refrigerator	364 *	46 *				
79	Bulk						
80	Insulated	29 *					8
81	Platform, removable sides		3 *				
82	Other trailer or container	203 *					
83	Tractor		39 *	9			
84	Truck		26 *				5
85	Total (lines 74 to 84)	1 313 *	184 *	34	816		13

NOTES AND REMARKS

417. INVENTORY OF EQUIPMENT—Concluded

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

Changes during year (Concluded)	Units At Close of Year						Line No.
	Owned and used (u)	Leased from others (v)	Total in service of respondent (col. (u)+(v))		Aggregate capacity of units reported in col. (w)+(x) (see ins. 4) (y)	Leased to others (z)	
			Per diem (w)	All other (x)			
Units retired from service of respondent whether owned or leased, in- cluding re- classification (t)					(Tons)		
			XXXX				71
			XXXX				72
			XXXX				73
25	45	10		55	1 216		74
89	208	1 204	1 402	10	38 795		75
15	14		14		350		76
17	1		1		25		77
51	359		319	40	9 222		78
							79
3	34		26	8	592		80
	3			3	55		81
14	189		189		4 475		82
11	37			37	170		83
3	28			28	60		84
228	918	1 214	1 951	181	54 960		85

NOTES AND REMARKS

421. HIGHWAY MOTOR VEHICLE OPERATIONS

Give particulars of highway motor vehicles operated by respondent in revenue and nonrevenue service and of revenue traffic handled for the respondent by others under contractual arrangements.

In reporting highway motor vehicle miles in line-haul service, show the mileage of buses and combination bus-trucks on line 5; the mileage of trucks and of bogies, trailers and semitrailers with trucks on line 6; and the mileage of tractors and of bogies, trailers and semitrailers with tractors on line 7. Vehicle miles in terminal service should be reported on lines 8 and 9.

In reporting traffic carried and traffic handled 1 mile on lines 10 to 15, and on lines 20 to 23, both inclusive, show the total number of tons and ton-miles of revenue freight in column (i) and the total number of passengers carried and passenger-miles in column (c), regardless of the class of vehicle used to perform the transportation service.

In reporting highway motor vehicles in nonrevenue service include those used in maintenance, shops, and storehouses, and transportation of company material; also buses used for transportation of company employees. Exclude automobiles used by officials and employees.

A. OPERATED BY RESPONDENT
(Revenue and nonrevenue service)

Line No.	Item (a)	Bogies (b)	Buses (c)	Chassis (d)
REVENUE SERVICE				
Vehicle, owned or leased:				
1	Number available at beginning of year	6	1	49
2	Number installed during the year			25
3	Number retired during the year		1	25
4	Number available at close of year	6		49
Vehicle miles (including loaded and empty):				
Line haul (station to station):				
5	Passenger vehicle miles	XXXXXX		XXXXXX
6	Truck miles		XXXXXX	XXXXXX
7	Tractor miles		XXXXXX	XXXXXX
Terminal service:*				
8	Pick-up and delivery			
9	Transfer service			
Traffic carried:				
10	Tons—Revenue freight—Line haul	XXXXXX	XXXXXX	XXXXXX
11	Tons—Revenue freight—Terminal service only	XXXXXX	XXXXXX	XXXXXX
12	Revenue passengers—Line haul	XXXXXX		XXXXXX
13	Revenue passengers—Terminal service only	XXXXXX		XXXXXX
Traffic handled 1 mile:				
14	Ton-miles—Revenue freight—Line haul	XXXXXX	XXXXXX	XXXXXX
15	Revenue passenger-miles—Line haul	XXXXXX		XXXXXX
NONREVENUE SERVICE				
Vehicles owned or leased:				
16	Number available at beginning of year		34	
17	Number installed during the year		1	
18	Number retired during the year		4	
19	Number available at close of year		31	

*When performed by vehicles other than those used for line haul.

B. OPERATED BY OTHERS
(Revenue service)

Line No.	Item (a)	Bogies (b)	Buses (c)	Chassis (d)
Traffic carried:				
20	Tons—Revenue freight	XXXXXX	XXXXXX	XXXXXX
21	Revenue passengers	XXXXXX		XXXXXX
Traffic handled 1 mile:				
22	Ton-miles—Revenue freight	XXXXXX	XXXXXX	XXXXXX
23	Revenue passenger-miles	XXXXXX		XXXXXX

Note: Section A includes operations under I.C.C. MC 28573.

421. HIGHWAY MOTOR VEHICLE OPERATIONS—Concluded

"Trailers" means trailer bodies used in TOFC/COFC service which are permanently mounted on running gear. "Containers" means trailer bodies used in TOFC/COFC service which are not permanently mounted on wheels or chassis, but are separated from such running gear before being loaded on flat cars.

A. OPERATED BY RESPONDENT—Concluded
(Revenue and nonrevenue service)

Containers (e)	Semitrailers (f)	Tractors (g)	Trailers (h)	Trucks (i)	Combination bus-trucks (j)	Line No.
197	1 180	39		26		1
	824	9		5		2
11	178	11		3		3
186	1 826	37		28		4
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX		5
XXXXXX		XXXXXX			XXXXXX	6
XXXXXX		1 960 612	1 960 612	XXXXXX	XXXXXX	7
				128 516		8
						9
XXXXXX	XXXXXX	XXXXXX	XXXXXX	58 047	XXXXXX	10
XXXXXX	XXXXXX	XXXXXX	XXXXXX	60 523	XXXXXX	11
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	12
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	13
XXXXXX	XXXXXX	XXXXXX	XXXXXX	11 103 125		14
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	15
	14	6	114	2 301	1	16
	7	4	1	346		17
		2		216		18
	21	8	115	2 431	1	19

B. OPERATED BY OTHERS—Concluded
(Revenue service)

Containers (e)	Semitrailers (f)	Tractors (g)	Trailers (h)	Truck (i)	Combination bus-trucks (j)	Line No.
XXXXXX	XXXXXX	XXXXXX	XXXXXX	53 761	XXXXXX	20
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	21
XXXXXX	XXXXXX	XXXXXX	XXXXXX	5 338 566	XXXXXX	22
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	23

422. HIGHWAY MOTOR-VEHICLE ENTERPRISES IN WHICH THE RESPONDENT HAD A DIRECT OR INDIRECT FINANCIAL INTEREST DURING THE YEAR

Give particulars of highway motor-vehicle enterprises (excluding Railway Express Agency, Inc.) in which the respondent had a financial interest, either directly or indirectly, during the year.

In column (a) identify each motor-vehicle enterprise by name and address, and in column (b) state whether the respondent's interest in such

enterprise was direct or indirect. If the interest was indirect, give the names of all intermediaries.

In column (c) give the date on which respondent first acquired its direct or indirect interest in the enterprise.

Line No.	Name and address of highway motor-vehicle enterprise: (a)	Nature of respondent's interest (b)	Date on which respondent's direct or indirect interest was originally acquired (c)
1	BN Transport Inc.	Direct	December 27, 1929
2	176 East Fifth Street		
3	St. Paul, Minnesota 55101		
4			
5	Western Motor Express, Inc.	Indirect	April 18, 1960
6	12400 - 51st Place South		
7	Seattle, Washington		
8			
9			
10			
11			
12			
13			
14			
15			
16			
17			
18			
19			
20			
21			
22			
23			
24			
25			

510. GRADE CROSSINGS

A—Railroad With Railroad

1. A crossing of a railroad with a railroad means the intersection of all the tracks on one right-of-way with all of the tracks on another right-of-way, whether or not owned or operated by the same company; thus, the intersection of one double-track line with another double-track line shall be reported as one crossing. Each such crossing shall be reported only by the carrier who performs the actual maintenance of the signal or interlocking protection, if so provided, or by the carrier who maintains the crossing frogs where no protection exists. The carrier which actually performs the maintenance shall be the reporting carrier, even though other party, or parties, assume a part or all of the expense of such maintenance. Where portions of the apparatus are maintained by two or more companies, as for example—the condition where one crossing frog is maintained by one company and the second frog by the other company, agreement should be made between carriers as to which shall report. Report should be made of each crossing, whether main line, branch line, or switching tracks are involved, so long as separate rights-of-way are involved, regardless of whether or not the rights-of-way involved are

owned or leased by the same company. A cross-over from one track to another on the same right-of-way, or the use of a crossing frog for the intersection of two tracks in the same right-of-way, is not to be considered as a crossing in this connection. If one right-of-way intersects two or more rights-of-way in the same vicinity a separate crossing shall be reported for each such intersection, even though all are controlled by one interlocking plant. In such case, this fact should be explained in a footnote in order that the interlocking plant may not be counted more than once.

2. The term "Protection" as used in this connection should include all signalling or derailing devices which may restrict the use of the crossing by either carrier. It shall not include stationary or other cautionary signs which merely indicate the proximity of a crossing. Where crossings are protected by more than one of the types of protection shown in columns (b) to (i) inclusive, the kind of protection, etc., should be reported in only one classification and that of the more elaborate type.

Line No.	Number of crossings (a)	Interlocking (b)	Automatic signals (automatic interlocking) (c)	Derails on one line, no protection on other (d)	Hand-operated signals, without interlocking (e)	Gates (f)	Total specially protected (g)	Total not specially protected (h)	Grand total (i)
1	Number at beginning of year	50	71	4	6	18	149	209	358
2	Crossings added: New crossings								
3	Change in protection								
4	Crossings eliminated: Separation of grade								
5	Change in protection								
6	Other causes	2				1	3	2	5
7	Number at close of year	48	71	4	6	17	146	207	353
	Number at Close of Year by States:								
8	California		1				1		1
9	Colorado	1					1	6	7
10	Idaho								
11	Illinois	7	7			3	17	10	27
12	Iowa	5	4			2	11	27	38
13	Kansas							1	1
14	Minnesota	12	22		1		35	50	85
15	Missouri	4	1			1	6	11	17
16	Montana		1			1	2	2	4
17	Nebraska	9	13	1		2	25	14	39
18	North Dakota	1	8		3	1	13	12	25
19	Oregon							1	1
20	South Dakota		5		2		7	10	17
21	Washington	6	2	3		7	18	43	61
22	Wisconsin	3	4				7	18	25
23	Wyoming							1	1
24	British Columbia		3				3	1	4
25									

510. GRADE CROSSINGS—Continued
B—Railroad With Highway

1. A highway grade crossing is to be regarded as a single crossing of all of the tracks within the adjacent owned or leased right(s) of way of the railroad(s) at the point of intersection with a publicly maintained highway, street or avenue at the same grade to the extent that the tracks are located within the limits of a single set of grade crossing signs or protective devices having an integrated set of actuating circuits.

2. Not to be included are crossings of tracks with private roads leading to or within industrial plants, or with other roads or driveways not dedicated to public use. All crossings of tracks at grade with public roads and streets should be included if any railroad operations are conducted thereover by the reporting company whether or not the track is located on railroad right-of-way.

3. A private grade crossing which becomes public during the year should be reported as a new grade crossing. A grade crossing of a dual or multi-lane highway should be reported as one crossing. In the classification of protection, a crossing having more than one of the classes of protection listed below should be reported once only, using the furthest left column that applies. To avoid

duplicate reporting of jointly owned, jointly maintained or jointly used crossings, one railroad shall be designated the reporting road by mutual agreement of the interested parties.

4. In columns (b) and (c) include grade crossings with or without audible signals. In columns (d) and (e) include grade crossings with or without any type of audible or visible supplemental device. Exclude from columns (f) and (g) those crossings where train movement is protected only by a member of the train crew. Audible signals reportable in column (h) include any train-actuated bell, whistle, siren or other audible device located adjacent to the crossing. Other automatic signals reportable in column (i) include wags, Highway Traffic Signals or special types of train-activated devices with or without audible supplements. Include in column (j), in addition to "Railroad Crossing" crossbuck, any other static sign (except "Number of Tracks" sign) or any non-train-actuated signal such as amber continuous-flashing lights. In column (m) report other than railroad crossbuck. Totals in column (o), lines 9 and 10 should be equal, resulting in no change in the total number of crossings.

TYPES OF PROTECTION FOR, AND NUMBERS OF CROSSINGS AT GRADE

Line No.	Item of Annual Change (a)	Automatic gates with flashing lights (b)	Automatic flashing light signals (c)	Gates manually operated		Watchmen only		Audible signals only (h)	Other automatic signals (i)	Total indicating warning of train approach (j)	"Railroad Crossing" crossbuck signs only (k)	Crossbuck signs with other fixed signs (l)	Other fixed signs only (m)	No signs or signals (n)	Total crossings at grade (o)
				24 hours per day (d)	Less than 24 hours per day (e)	24 hours per day (f)	Less than 24 hours per day (g)								
1	Number at beginning of year	592*	1663*	13	4	11	23*	27	432*	2765*	15359*	2208*	142*	974*	21448*
2	Added: By new, extended or relocated highway		4							4	2	5			11
3	By new, extended or relocated railroad	3								3	7				10
4	Total added	3	4							7	9	5			21
5	Eliminated: By closing or relocation of highway		2							2	10	3		1	16
6	By relocation or abandonment of railroad	3	11					3	4	21	99	22	1	2	145
7	By separation of grades										1				1
8	Total eliminated	3	13					3	4	23	110	25	1	3	162
9	Changes in protection: Number of each type added	27	25						5	57	3	1		26	87
10	Number of each type deducted		7	2		3			3	15	58	13		1	87
11	Net of all changes	+27	+9	-2		-3		-3	-2	+26	-156	-32	-1	+22	-141
12	Number at close of year	619	1672	11	4	8	23	24	430	2791	15203	2176	141	996	21307
	Number at close of year by States:														
13	California		1							1	27				28
14	Colorado	4	27						9	40	249	27	15	37	368
15	Idaho	4	7						16	27	154	1	2	21	205
16	Illinois	150	329	1	2			10	37	529	980	349		147	2005
17	Iowa	73	68			4		7		152	810	235		30	1227
18	Kansas		8							8	233	5		5	251
19	Minnesota	104	293		2		3		62	464	2102	834	68	7	3475
20	Missouri	9	151	2		4	4	6	9	185	733	161	1	15	1095
21	Montana	49	135						2	186	1343	22	6	174	1731
22	Continued on Page 114-A														

510. GRADE CROSSINGS—Continued
R—Railroad With Highway

Line No.	Item of Annual Change (a)	TYPES OF PROTECTION FOR, AND NUMBERS OF CROSSINGS AT GRADE													
		Automatic gates with flashing lights (b)	Automatic flashing light signals (c)	Gates manually operated		Watchmen only		Audible signals only (h)	Other automatic signals (i)	Total indicating warning of train approach (j)	"Tallroad Crossing" crossbuck signs only (k)	Crossbuck signs with other fixed signs (l)	Other fixed signs only (m)	No signs or signals (n)	Total crossings at grade (o)
				24 hours per day (d)	Less than 24 hours per day (e)	24 hours per day (f)	Less than 24 hours per day (g)								
23	Number at close of year by States: Nebraska	57	188						40	285	2152	75	3	90	2605
24	North Dakota	40	143	8					20	211	3811	32	13	132	4129
25	Oregon	19	4				2		22	47	160	48	1		256
26	South Dakota	1	33							34	303	222		20	579
27	Washington	74	191				14	1	205	485	1807	59	31	281	2663
28	Wisconsin	24	28						7	59	168	75	1	5	308
29	Wyoming	6	47						1	54	127	31		27	239
30	British Columbia	5	19							24	44			5	73
31															
32															

*Adjusted to reflect results of national grade crossing survey.

511. GRADE SEPARATIONS Highway-Railroad

1. (a) A highway-railroad grade separation is to be regarded as a single crossing of all of the tracks within the owned or leased right-of-way or contiguous rights-of-way of the railroad(s) at the point of intersection with a publicly maintained highway, street or avenue at separate grades.

(b) Not to be included are structures which serve some major purpose other than the avoidance of conflict of railway movements with highway movements and which contain no design features required for accommodation of the intersecting traffic flow as in the case of major tunnels.

(c) In order to avoid duplicate reporting and possible confusion, in reporting grade separations used or maintained by more than one railroad, the interested parties in each case should designate one line to be the reporting railroad.

2. All separated crossings of tracks with public roads and streets should be included if any railroad operations are conducted thereover by the reporting company whether or not the track is located on railroad owned right-of-way.

3. Not to be included are crossings of tracks with private roads leading to or within industrial plants, or with other roads not dedicated to public use.

4. A private crossing which becomes public during the year should be reported as a new crossing.

5. A crossing of a dual or multi-lane highway should be reported as one crossing.

Line No.	Items of Annual Change (a)	Types and numbers of highway-railroad grade separations		
		Overpass (Highway above railroad) (b)	Underpass (Railroad above highway) (c)	TOTAL (d)
1	Number at beginning of year	1297*	1113*	2430*
2	Added: By new, extended or relocated highway	1		1
3	By new, extended or relocated railroad	1	7	8
4	By elimination of grade crossing ¹		1	1
5	Total added	2	8	10
6	Deducted: By closing or relocation of highway			
7	By relocation or abandonment of railroad	2	12	14
8	Total deducted	2	12	14
9	Net of all changes		-4	-4
10	Number at close of year	1297	1129	2426
	Number at close of year by States:			
11	California	1	1	2
12	Colorado	10	11	21
13	Idaho	21	29	50
14	Illinois	139	156	295
15	Iowa	105	87	192
16	Kansas	8	3	11
17	Kentucky	6	5	11
18	Minnesota	214	151	365
19	Missouri	85	57	142
20	Montana	121	82	203
21	Nebraska	138	113	251
22	North Dakota	51	63	114
23	Oregon	31	42	73
24	South Dakota	22	27	49
25	Washington	281	247	528
26	Wisconsin	19	34	53
27	Wyoming	29	20	49
28	British Columbia	16	1	17
29				

¹Total in column (d) should correspond to total number of grade crossings eliminated "By separation of grades", Schedule 510-B, line 7 column (c).

*Adjusted to reflect results of national grade crossing survey.

513. TIES LAID IN REPLACEMENT

Give particulars of ties laid during the year in previously constructed tracks maintained by the respondent. Do not include any ties used in any new tracks or in track extensions.

In column (a) classify the ties as follows:

(U) Wooden ties untreated when applied.

(T) Wooden ties treated before application.

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

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

In columns (d) and (g) should be shown 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 yards; and,

in the case of treated ties, also the cost of handling at treating plants and the cost of treatment. The cost of unloading, hauling over carrier's own lines and placing the ties in tracks, and of train service, other than that necessary in connection with loading or treatment, should not be included in this schedule.

The sum of entries on lines 21, 22, and 23 should equal the total of columns (d) and (g).

Any material difference between the return on line 22 and the charge to operating expense account No. 212, or between the sum of charges to additions and betterments shown in schedules Nos. 513 and 514 and the related charge to investment account No. 8, should be explained in a footnote.

(Dollars in thousands)

Line No.	Class of ties (a)	CROSSTIES			SWITCH AND BRIDGE TIES			Remarks (h)
		Total number of ties applied (b)	Average cost per tie (c)	Total cost of crossties laid in previously constructed tracks during year (d)	Number of feet (board measure) applied (e)	Average cost per M feet (board measure) (f)	Total cost of switch and bridge ties laid in previously constructed tracks during year (g)	
1	T	1 892 808	\$ 7 17	\$13 573	3 305 163	\$ 223 68	\$ 739	New
2	T	35 339	3 70	131				Second Hd.
3								
4								
5								
6								
7								
8								
9								
10								
11								
12								
13								
14								
15								
16								
17								
18								
19								
20	Total	1 928 147	7 11	13 704	3 305 163	223 68	739	

(Dollars in thousands)

21	Amount of salvage on ties withdrawn	\$ 455	} 14,443 ✓
22	Amount chargeable to operating expenses	\$ 13,988	
23	Amount chargeable to additions and betterments	\$ None	
Estimated number of crossties in all maintained tracks:			
24	Wooden ties	91,936,416	Number 100.00 Percent of Total
25	Other than wooden ties (steel, concrete, etc.)	303	
26	Total	91,936,719	100.00

Line 22 above.

\$13,988

Inventory Adjustments

109

Total Account 212

\$14,097

514. TIES LAID IN ADDITIONAL TRACKS AND IN NEW LINES AND EXTENSIONS

Give particulars of ties laid during the year in new construction, following the instructions given in the preceding schedule, so far as applicable.
(Dollars in thousands)

Line No.	Class of ties (a)	CROSSTIES			SWITCH AND BRIDGE TIES			Remarks (h)
		Total number of ties applied (b)	Average cost per tie (c)	Total cost of crossties laid in new tracks during year (d)	Number of feet (board measure) laid in tracks (e)	Average cost per M feet (board measure) (f)	Total cost of switch and bridge ties laid in new tracks during year (g)	
1	T	121 759	\$ 7 07	\$ 861	967 921	\$ 251 58	\$ 243	New
2	T	1 351	3 26	5	4 260	120 66	1	Relay
3								
4								
5								
6								
7								
8								
9								
10								
11								
12								
13								
14								
15								
16								
17								
18								
19								
20	Total	123 110	7 03	866	972 181	251 00	244	

21 Number of miles of new running tracks, passing tracks, cross-overs, etc., in which ties were laid 4.02

22 Number of miles of new yard, station, team, industry, and other switching tracks in which ties were laid 50.26

Line 20, above, Columns (d) & (g) \$1 110
 Adjustment of previous year's charges 166
 Account 90 charges included in Schedule 514 (465)
 Account 90 charges of previous years 696
 Gross Charges to Account 8 \$1 507

Schedule 515 - Concluded

(Dollars in thousands)

21 Number of tons (2,000 lb.) of relayers and scrap rail taken up 92 184
 22 Salvage value of rails released \$ 7 745
 23 Amount chargeable to operating expenses \$ 4 434
 24 Amount chargeable to additions and betterments \$ 1 681
 25 Miles of new rails laid in replacement (all classes of tracks) † 478.76 (rail-miles)
 26 Miles of new and second-hand rails laid in replacement (all classes of tracks) ‡ 1 310.57 (rail-miles)
 27 Average weight per yard of new rails laid in replacement (running, passing, and cross-over tracks, etc.) * 127.68 (pounds)
 28 Tons of rail so'd as scrap and amount received 29 216 (tons of 2,000 lb.); \$ 3 289 397
 29 Track-miles of welded rail installed this year 273.74 : total to date 3 748.22

*Classes 1, 2, and 3 rails.—Reduce tonnage in columns (c) and (g) to pounds; divide each result by the respective pounds per yard to obtain the number of yards of each weight of new rail laid in all classes of tracks; divide the total number of yards of new rails laid in all classes of tracks by 1,760; state the quotient with two decimal places.

†Classes 1, 2, 3, and 4 rails.—Reduce tonnage in columns (c) and (g) to pounds; divide each result by the respective pounds per yard to obtain the number of yards of each weight of new and second-hand rail laid in all classes of tracks; divide the total number of yards of new and second-hand rails laid in all classes of tracks by 1,760; state the quotient with two decimal places.

*Classes 1, 2, and 3 rails.—Reduce tonnage in column (c) to pounds; divide each result by the respective pounds per yard to obtain the number of yards of each weight of new rail laid in running, passing, and cross-over tracks, etc.; divide the total number of pounds of new rails laid in running tracks, etc., by the total number of yards of new rails laid in such tracks.

Line 23 \$4 434
 Cost of welding 1 185
 Miscellaneous Adjustments (300)
 Total Account 214 \$5 319

515. RAILS LAID IN REPLACEMENT

Give particulars of all rails applied during the year in connection with replacement of rails in previously constructed tracks maintained by the respondent.

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.

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 reckoned as one.

The returns in columns (d) and (h) should include the cost of loading at the point of purchase ready for shipment, the freight charges paid foreign

lines, and the cost of handling rails in general supply and storage yards. The cost of unloading, hauling over carrier's own lines, and placing the rails in tracks, and of train service in connection with the distribution of the rails, should not be included in this schedule.

The sum of entries on lines 22, 23, and 24 should equal the total of columns (d) and (h).

Any material difference between the return on line 23 and the charge to operating expense account No. 214, or between the sum of charges for additions and betterments shown in schedules Nos. 515 and 516 and the related charge to investment account No. 9, should be explained in a footnote.

(Dollars in thousands)

Line No.	Class of rail (a)	RAIL APPLIED IN RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.				RAIL APPLIED IN YARD, STATION, TEAM, INDUSTRY, AND OTHER SWITCHING TRACKS			
		Weight of Rail		Total cost of rail applied in running tracks, passing tracks, cross-overs, etc., during year (d)	Average cost per ton (2,000 lb.) (e)	Weight of Rail		Total cost of rail applied in yard, station, team, industry, and other switching tracks during year (h)	Average cost per ton (2,000 lb.) (i)
		Pounds per yard of rail (b)	Number of tons (2,000 lb.) (c)			Pounds per yard of rail (f)	Number of tons (2,000 lb.) (g)		
1	2	136	161	\$ 27	\$ 166 33				
2	2	132	41 168	7 084	172 07	132	25	4	173 80
3									
4	2	129	35	7	199 80				
5	2	115	12 305	2 414	196 18	115	91	21	234 45
6	4	136	8	1	125 75				
7	4	133	2		78 50	133	3		90 67
8	4	132	504	63	124 97	132	694	50	129 79
9	4	131	2 619	108	41 39	131	1 049	42	40 26
10	4					130	10	1	42 90
11	4	129	2 209	170	77 13	129	8	1	80 88
12	4					119	341	37	106 75
13	4	115	5 329	529	99 24	115	919	90	97 73
14	4	112	21 570	1 117	51 77	112	6 169	243	39 45
15	4	110	1 264	50	39 48	110	606	24	39 68
16	4	100	3 971	158	39 86	100	1 646	64	39 00
17	4	90	16 982	647	38 10	90	2 069	79	38 01
18	4	85	3 699	100	27 08	85	374	10	27 70
19	4	80	289	8	28 36	80	12	1	33 08
19a	4	77.5	263	7	27 94	77.5	34	1	31 50
19b	4	75	724	20	27 38	75	18	1	28 56
19c	4	72	612	17	27 14	72	45	1	30 16
19d	4	70	65	2	29 80				
19e	4	68	31	1	30 03	68	3		34 00
19f	4					67	2		28 50
19g	4	66.5	1		36 00				
19h	4	66	122	4	29 80	66	47	1	28 21
19i	4	65	9		30 11				
19j	4	60	182	5	28 20	60	44	1	28 34
19k	4	56	266	8	28 39	56	35	1	28 97
		2-	53 669	9 532			116	25	
		4-	60 721	3 015			14 128	6 28	
20	Total	XXXX	114 390	12 547	109 68	XXXX	14 244	713	50 07

Continued on Page 117, Lines 21 to 29, inclusive.

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

Give particulars of rails applied during the year in the construction of new tracks, following the instructions given in the preceding schedule, so far as applicable. (Dollars in thousands)

Line No.	Class of rail (a)	RAIL APPLIED IN RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.				RAIL APPLIED IN YARD, STATION, TEAM, INDUSTRY, AND OTHER SWITCHING TRACKS			
		Weight of Rail		Total cost of rail applied in running tracks, passing tracks, cross-overs, etc., during year (d)	Average cost per ton (2,000 lb.) (e)	Weight of Rail		Total cost of rail applied in yard, station, team, industry, and other switching tracks during year (h)	Average cost per ton (2,000 lb.) (i)
		Pounds per yard of rail (b)	Number of tons (2,000 lb.) (c)			Pounds per yard of rail (f)	Number of tons (2,000 lb.) (g)		
1	2	132	544	\$ 92	\$ 169 34	132	616	\$ 114	\$ 185 78
2	2	115	42	8	185 12	129	2		161 00
3	2					115	1 576	318	201 50
4	4	115	59	6	103 86	115	541	67	124 24
5	4	112	173	7	43 88	112	6 757	302	44 65
6	4	110	18	1	40 50	110	53	2	39 77
7	4	100	3		44 67	100	76	3	36 62
8	4	90	30	1	38 63	90	261	12	45 02
9	4					85	48	1	28 98
10	4					60	20	1	26 45
11									
12									
13		2-	586	100			2 194	432	
14		4-	283	15			7756	388	
15									
16	Total	XXX	869	115	133 07	XXX	9 950	820	82 39

17 Number of miles of new running tracks, passing tracks, cross-overs, etc., in which rails were laid 4.02

18 Number of miles of new yard, station, team, industry, and other switching tracks in which rails were laid 50.26

Line 16, Column (d) & (h) above \$ 935

Additions & Betterments (Schedule 515) 1 081

Welding 784

Adjustments of previous years charges (310)

Account 90 charges included in Schedule 516 (836)

Account 90 charges of previous years 1 238

Gross Charges to Account 9 \$2 892

517. GAUGE OF TRACK AND WEIGHT OF RAIL

Give the particulars below called for concerning the road and track operated by the respondent at the close of the year. Only the respondent's proportion of jointly-owned mileage should be included. Under "Weight of rail," the various weights of rails should be given. If any part of the road operated at the close of the year is other than standard gauge,

4 feet 8-1/2 inches, show the gauge of each part in column (d). Road and track occupied under trackage right or other form of license should not be included herein, but all road and track held under any form of lease (granting exclusive possession to the lessee) should be included.

Line No.	Weight of rails per yard (a)	Line-haul companies (miles of main track) (b)	Switching and terminal companies (miles of all tracks) (c)	Line No.	Weight of rails per yard (a)	Line-haul companies (miles of main track) (b)	Remarks (d)
	Pounds				Pounds		
1	155	93	None	15	85	1 515 66	None
2	140	2 01		16	80	158 36	
3	136	417 51		17	77.5	469 58	
4	133	01		18	75	794 22	
5	132	1 120 98		19	72	565 87	
6	131	349 95		20	70	174 35	
7	130	20 47		21	68	203 05	
8	129	648 93		22	67	10 64	
9	119	27		23	66.5	8 78	
10	115	3 995 68		24	66	463 01	
11	112	4 877 37		25	65	99 74	
12	110	675 85		26	60	272 87	
13	100	1 107 71		27	56	615 57	
14	90	4 488 70		28	Total	23 058 07	
				29			
				30			

531. STATISTICS OF RAIL-LINE OPERATIONS (See Page 121 for instructions)

Lane No.	Item (a)	Freight trains (b)	Passenger trains (c)	Total transportation service (d)
		22 772	38	23 064
1	Average mileage of road operated			
	Train-Miles			
2	Diesel locomotives	42 296 331	704 846	43 001 177
3	Other locomotives			
4	Total locomotives	42 296 331	704 846	43 001 177
5	Motorcars			
6	Total train-miles	42 296 331	704 846	43 001 177
	Locomotive Unit-Miles			
7	Road service	119 704 418	720 062	120 424 480
8	Train switching	3 337 158		3 337 158
9	Yard switching	13 601 867	42 759	13 644 626
10	Total locomotive unit-miles	136 643 443	762 821	137 406 264
	Car-Miles (Thousands)			
11	Total motorcar car-miles			
12	Loaded time-mileage freight cars	1 171 109	1	1 171 110
13	Loaded other freight cars	375 695		375 695
14	Empty time-mileage freight cars	990 811		990 811
15	Empty other freight cars	265 529		265 529
16	Caboose	43 559		43 559
17	Total freight car-miles (lines 12, 13, 14, 15 and 16)	2 846 703	1	2 846 704
18	Passenger coaches	22	3 811	3 833
19	Combination passenger cars (mail, express, or baggage, etc., with passenger)			
20	Sleeping and parlor cars	39		39
21	Dining, grill and tavern cars	4		4
22	Head-end cars	37		37
23	Total (lines 18, 19, 20, 21, and 22)	102	3 811	3 913
24	Business cars	19		19
25	Crew cars (other than caboose)			
26	Grand total car-miles (lines 11, 17, 23, 24 and 25)	2 846 824	3 812	2 850 636
	Gross Ton-Miles and Train-Hours in Road Service			
27	Gross ton-miles of locomotives and tenders (thousands)	19 794 496	115 210	19 909 706
28	Gross ton-miles of freight-train cars, contents, and cabooses (thousands)	169 580 677	36	169 580 713
29	Gross ton-miles of passenger-train cars and contents (thousands)	8 619	276 080	284 699
30	Train-hours—Total	1 879 867	21 032	1 900 899
	Revenue and Nonrevenue Freight Traffic			
31	Tons of revenue freight	XX XX XX	XX XX XX	146 846 073
32	Tons of nonrevenue freight	XX XX XX	XX XX XX	1 946 647
33	Total tons revenue and nonrevenue freight	XX XX XX	XX XX XX	148 792 720
34	Ton-miles—Revenue freight in road service (thousands)	XX XX XX	XX XX XX	76 285 593
35	Ton-miles—Revenue freight in lake transfer service (thousands)	XX XX XX	XX XX XX	
36	Total ton-miles—Revenue freight (thousands)	XX XX XX	XX XX XX	76 285 593
37	Ton-miles—Nonrevenue freight in road service (thousands)	XX XX XX	XX XX XX	576 160
38	Ton-miles—Nonrevenue freight in lake transfer service (thousands)	XX XX XX	XX XX XX	
39	Total ton-miles—Nonrevenue freight (thousands)	XX XX XX	XX XX XX	676 160
40	Net ton-miles of freight—Revenue and nonrevenue (thousands)	76 961 730	23	76 961 753
	Revenue Passenger Traffic			
41	Passengers carried—Total	XX XX XX	XX XX XX	12 098 943
42	Passenger-miles—Total	XX XX XX	XX XX XX	224 507 824
	Train-Miles Work Trains			
43	Locomotives			320 528
44	Motorcars			
45	Total			320 528

See Page 121 for statistics of motor vehicle operations.

563. PAYMENTS FOR SERVICES RENDERED BY OTHER THAN EMPLOYEES AND AFFILIATES

1. In the form below give information concerning payments, fees, retainers, commissions, gifts, contributions, assessments, bonuses, pensions, subscriptions, allowance for expenses, or any form of payments amounting in the aggregate to \$50,000 or more during the year to any corporation, institution, association, firm, partnership, committee, or any person, except:

- (a) Payments to employees of the respondent shall be reported in Schedule 562.
- (b) Payments for services rendered by affiliates shall be reported in Schedule 564.
- (c) Payments for accounting and audit fees must be reported in full regardless of the \$50,000 limitation. These fees must not be included with management fees paid to parent companies.

2. The aggregate of payments to be reported in column (c) shall include amounts paid and/or accrued during the year which are applicable to the year.

3. When contributions under \$50,000 are made in common with other carriers under a joint arrangement in payment for the performance of services or as a donation, each such contribution shall be reported, irrespective of the amount thereof, if the total amount paid by all contributors for the performance of the particular service is equal to the sum of \$100,000 or more.

4. Payments to the independent public accountant reporting on the respondent's annual report shall be subdivided to show separately the amount paid for auditing and the total amount paid for other types of management services such as, but not limited to, compensation plans, pension plans, forecasts and budgets, and tax advice. All carriers, whether payments aggregate more or less than \$50,000, shall answer the following question.

Did the independent accountant reporting on the respondent's annual report provide any management services other than auditing?
Specify: Yes ☒ No ☐

5. To be included are, among others, payments, directly or indirectly, for legal, medical, engineering, advertising, valuation, accounting, statistical, financial, educational, entertainment, charitable, advisory, defensive, detective, developmental, research, appraisal, registration, purchasing, architectural, and hospital services; payments for expert testimony and for handling wage disputes; and payments for services of banks, bankers, trust companies, insurance companies, brokers, trustees, promoters, solicitors, consultants, actuaries, investigators, inspectors, and efficiency engineers. Payments to the various railroad associations, commissions, committees, bureaus, boards, and other organizations maintained jointly by railroads shall also be included. The enumeration of these kinds of payments should not be understood as excluding other payments for services not excluded below.

6. To be excluded are: Rent of buildings or other property, taxes payable to the Federal, State, or local Governments, payments for heat, light, power, telegraph, and telephone services, and payments to other carriers on the basis of lawful tariff charges or for the interchange of equipment between carriers, as well as other payments for services which both as to their nature and amount may reasonably be regarded as ordinarily connected with the routine operation, maintenance, or construction of a railroad, but any special and unusual payments for services should be reported. Payments of \$50,000 or more to organizations maintained jointly by railroads with other railroads are not to be excluded even if their services are regarded as routine.

7. If more convenient, this schedule may be filled out for a group of roads considered as one system and shown only in the report of the principal road in the system, with references thereto in the reports of the other roads. When the respondent is reporting on a system basis, audit fees must be reported separately for each individual railroad included in the system.

8. If any doubt exists in the mind of the reporting officer as to the reportability of any type of payment, request should be made for a ruling before filing this report.

(Dollars in thousands)

Line No.	Name of recipient (a)	Description of service (b)	Amount of payment (c)
1	Association of American Railroads	Assessments and Expenses	\$ 1 034
2	Association of Western Railways	Expenses	3 639
3	California Railroad Association	Expenses	4
4	Colorado Railroad Association	Expenses	6
5	Illinois Freight Association	Expenses	8
6	Illinois Railroad Association	Expenses	14
7	Iowa Railroad Association	Expenses	16
8	Kansas Railroad Association	Expenses	3
9	Minnesota Railroad Association	Expenses	135
10	Montana Railroad Association	Expenses	120
11	Nebraska Railroad Association	Expenses	21
12	Oregon Railroad Association	Expenses	32
13	South Dakota Railroad Association	Expenses	4
14	Traffic Exec. Association-Eastern RR's	Expenses	4
15	Washington Railroad Association	Expenses	46
16	Canadian Car Demurrage Bureau	Expenses	1
17	Canadian Freight Association	Expenses	15
18	American Management Systems, Inc.	Services	947
19	Batten, Barton, Durstine & Osborn, Inc.	Services	320
20	Caplin and Drysdale	Services	94
21	Carl Byoir and Associates, Inc.	Services	160
22	Clark, Ladner, Fortenbaugh and Young	Services	69
23	Continental Assurance Co.	Services	87
24	Crawford and Co.	Services	50
25	Crowley, Kilbourne, Haughey, Hanson		
26	& Gallagher	Services	66
27	Davis, Polk and Wardwell	Services	80
28	Continued on Page 123-A		

563. PAYMENTS FOR SERVICES RENDERED BY OTHER THAN EMPLOYEES AND AFFILIATES

(Continued from Page 123)

Line No.	Name of recipient (a)	Description of service (b)	Amount of payment (c)
1	First National City Bank of New York	Services	\$ 93
2	First Trust Company of St. Paul	Services	99
3	Gough, Booth, Shanahan & Johnson	Services	93
4	Haskins and Sells	Auditing Services	209
5	Haskins and Sells	Other Services	198
6	Hodne, Stageburg Partners, Inc.	Services	77
7	Howard, Needles, Tammen & Bergendoff	Services	312
8	Knudsen, Berkheimer, Endacott & Beam	Services	69
9	Linde, Thomson, VanDyke, Fairchild & Langworthy	Services	68
10	Mark Hurd Aerial Survey, Inc.	Services	267
11	Marsh and McLennan, Inc.	Services	67
12	Morgan Guaranty Trust Co. of New York	Services	128
13	Morgan Stanley and Co., Inc.	Services	86
14	National Railway Labor Conference	Expenses	159
15	Nilles, Hansen, Selbo, Magill & Davies	Services	50
16	Robert E. Meyer Engineers, Inc.	Services	68
17	S. D. Alexander, Inc.	Services	52
18	Sidley and Austin	Services	134
19	Stuart Myers Development	Services	59
20	Technalysis Corporation	Services	116
21	United Research Company	Services	260
22	Western Engineers - Architects	Services	128
23			
24			
25			
26			
27			
28			

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

1. Furnish the information called for below concerning each contract, agreement or arrangement (written or unwritten) in effect at any time during the year between the respondent and the affiliated companies listed in Schedule 104, or persons affiliated with the respondent including officers, directors, stockholders, owners, partners or their wives and other close relatives, or their agents. Examples of transactions are, but not restricted to, management, legal, accounting, purchasing or other type of service including the furnishing of materials, supplies, purchase of equipment, leasing of structures, land and equipment, and agreements relating to allocation of officers salaries and other common costs between affiliated companies.

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

- (a) Lawful tariff charges for transportation services.
- (b) Payments to or from other railroads for interline services and interchange of equipment.
- (c) Payments to or from other railroads for services which may reasonably be regarded as ordinarily connected with routine operation, maintenance, or construction of a railroad, but any special or unusual transactions should be reported.
- (d) Agreements relating to joint pension plans with affiliated companies should be reported in explanatory notes section of Schedule 200 (p. 13)

2. In column (a) enter the name of the affiliated company, person, or agent with which respondent received or provided services aggregating \$30,000 or more for the year. If an affiliated company provides services to more than one affiliate, and the aggregate compensation amounts to \$30,000 or more for the year, list all the affiliates included in the agreement and describe the allocation of charges in column (d). If the respondent provides services to more than one affiliate, and the aggregate compensation amounts to \$30,000 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.

Attach a balance sheet and income statement for each affiliate with which respondent had reportable transactions during the year. These statements should be prepared on the same accounting

year basis and in conformity with the balance sheet and income statement in annual report form A, and should be noted to indicate method of depreciating property, if any, furnished to the respondent. Balance sheet and income statement are not required for affiliated carriers filing annual reports with the Commission.

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

- (a) If respondent directly controls affiliate insert the word "direct".
- (b) If respondent controls through another company insert the word "indirect".
- (c) If respondent is under common control with affiliate insert the word "common".
- (d) If respondent is controlled directly or indirectly by the company listed in column (a) insert the word "controlled".
- (e) If control is exercised by other means such as a management contract or other arrangement of whatever kind insert the word "other" and footnote to describe such arrangements.

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

5. In column (d) fully describe the basis for computing charges under each contract, agreement, etc.

6. In columns (e) and (f) indicate the date and term of each contract or arrangement. If oral contract, indicate with symbol "O".

7. In column (g) report the total amount received, paid, or accrued during the year which is applicable to the year, for each type of service listed in column (c). Indicate purchase items with the symbol "P" and sales items with the symbol "S". Do not report net figures when services are both provided and received between the respondent and an affiliate.
(Dollars in thousands)

Line No.	Name of Company or Individual and percent of gross income from respondent carrier (a)	%	Form of Affiliation (b)	Character of Service (c)	Basis of Charge (d)	Contract		Total Charges for Year	
						Date (e)	Term (f)	(P)(S)	(g)
1	BN Transport Inc.	-	Direct	Lease bldg.-So. Seattle	\$3,332 monthly	1-70	20yrs.	S	\$ 40
2	BN Transport Inc.	-	Direct	Lease bldg. - Chicago	\$7,838 monthly	10-68	15yrs.	S	110
3	BN Transport Inc.	-	Direct	Lease bldg. - Various	\$2,848 monthly	12-66	Indef.	S	35
4	BN Transport Inc.	-	Direct	Lease line haul trailers	\$5.00 per day	0	Indef.	S	43
5	BN Transport Inc.	-	Direct	T.O.F.C. Service	\$.30 per mile	12-60	Indef.	S	510
6	BN Transport Inc.	-	Direct	Telephone Service	\$3,300 monthly	6-72	Indef.	S	40
7	BN Transport Inc.	-	Direct	Gen. & Admin. Services	\$13,831 monthly	1-40	Indef.	S	166
8	BN Transport Inc.	1.6	Direct	Lease T.O.F.C. Trailers	\$65 to \$175 per mo.	6-62	Indef.	P	431
9				Continued on Page 124-A					

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

Line No.	Name of Company or Individual and percent of gross income from respondent carrier (a)	%	Form of Affiliation (b)	Character of Service (c)	Basis of Charge (d)	Contract		Total Charges for Year	
						Date (e)	Term (f)	(P)(S)	(g)
1	BN Transport Inc.	.7	Direct	Unloading auto	\$4.20 to \$18.90 ea.	11-61	Indef.	P	\$ 189
2	BN Transport Inc.	5.6	Direct	Substitute hwy. service	Various costs per mi.	1-40	Indef.	P	1 473
3	BN Transport Inc.	21.5	Direct	Handling T.O.F.C. trlrs.	" " " hr.	10-54	Indef.	P	5 674
4	BN Transport Inc.	1.7	Direct	Repair & service equip.	\$13.60 per hr.+matl.				
5				& 15% handling		9-70	Indef.	P	437
6	BN Transport Inc.	.6	Direct	Ramp & deramp trailers	\$15.05 per hour	8-73	Indef.	P	149
7	BN Transport Inc.	.2	Direct	Handling trlrs.hvy.to ramp	.80¢ per mile	8-73	Indef.	P	40
8	Burl. Nor. Air Freight Inc.	-	Indirect	Gen. & Admin. services	Cost	0	0	S	118
9	Colorado & Southern Ry. Co.	-	Direct	Gen. & Admin. services	\$7,441 monthly	0	0	S	89
10	Fort Worth & Denver Ry. Co.	-	Indirect	Gen. & Admin. services	\$6,912 monthly	0	0	S	83
11	Glacier Park Co.	-	Direct	Treating R.R. Tires	Cost	1-72	Indef.	P	398
12	Glacier Park Co.	-	Direct	Handling logs	Cost	0	0	P	70
13	Glacier Park Co.	-	Direct	Gen. & Admin. services	\$7,718 monthly	0	0	S	101
14	Ksanka Lumber Co.	-	Indirect	Gen. & Admin. services	\$1,150 monthly	0	0	S	12
15	Lemhi Telephone Co.	-	Direct	Gen. & Admin. services	\$2,149 monthly	0	0	S	26
16	Northern Airmotive Inc.	2.8	Indirect	Aircraft services	Retail	0	0	P	233
17	Northern Airmotive Inc.	-	Indirect	Gen. & Admin. services	\$4,172 monthly	0	0	S	78
18	Plum Creek Lumber Co.	-	Direct	Gen. & Admin. services	\$7,420 monthly	0	0	S	84
19	Walla Walla Valley Ry. Co.	-	Direct	Gen. & Admin. services	\$2,529 monthly	0	0	S	30
20									
21									
22									
23									

Read Initials: BN

Year: 1974

124-A

BH
BALANCE SHEET AND INCOME

STATEMENTS OF CERTAIN

AFFILIATED COMPANIES

BALANCE SHEET (Dollars in Thousands)

(See instructions on reverse side)

Name of Carrier

Burlington Northern
Air Freight Inc.

As at

December 31, 1974

Item No.	Assets	
	CURRENT ASSETS:	
1	Cash on hand and in banks	\$ (479)
2	Notes and accounts receivable	3 531
3	Marketable securities	850
4	Materials and supplies	165
5	Other current and accrued assets	108
6	Total Current Assets	4 175
	PROPERTY AND EQUIPMENT:	
7	Automotive equipment	436
8	Less: Reserve for depreciation	65
9	Terminal equipment	131
10	Less: Reserve for depreciation	16
11	Other property (net)	287
12	Total Property and Equipment	773
13	OTHER ASSETS	168
14	TOTAL ASSETS	5 116
	Liabilities and Capital	
	CURRENT LIABILITIES:	
15	Notes and accounts payable	3 733
16	Accrued taxes	38
17	Other current and accrued liabilities	58
18	Total Current Liabilities	3 829
19	LONG-TERM DEBT	781
20	OTHER LIABILITIES	71
21	PROPRIETARY CAPITAL:	
	Owner's investment and accumulated earnings	
22	Capital stock:	
	Preferred shares outstanding	
23	Common 8,000 shares outstanding	800
24	Other paid-in capital	200
25	Retained earnings: Appropriated	
26	Unappropriated	(565)
27	Gross proprietary capital	435
28	Less: treasury stock	
29	Net proprietary capital	435
30	TOTAL LIABILITIES AND PROPRIETARY CAPITAL	\$5 116

Use Reverse of Form for Notes

STATEMENT OF PROFIT AND LOSS

Name of carrier

Burlington Northern
Air Freight, Inc.

Year ended

December 31, 1974

(See instructions on reverse side)

Item No.	Item	Domestic	Overseas/Foreign	Total
Revenues				
<u>Air Freight Forwarding</u>				
1	Airport-to-airport	22 356	-	22 356
2	Pick-up and delivery	6 612	-	6 612
3	Other accessorial	1 012	-	1 012
4	Total (Items 1 thru 3)	29 980	-	29 980
<u>Other Operations</u>				
5	As air cargo sales agent	XXXXXX	227	227
6	As agent for shipper by air	-	-	-
7	Other air activities (specify on reverse side) ...	-	-	-
8	Other activities	-	-	-
9	Total revenues (Items 4 thru 8)	29 980	227	30 207
Expenses				
<u>Air Freight Forwarding</u>				
Air transportation purchased from:				
10	Certificated passenger-cargo route air carriers.	12 997	-	12 997
11	Certificated all-cargo route air carriers	1 441	-	1 441
12	Supplemental air carriers	16	-	16
13	Other air carriers (specify type of carrier - e.g., foreign air carrier, on reverse side ...	46	-	46
14	Pick-up and delivery costs	6 648	-	6 648
15	Promotion, advertising and solicitation	1 046	-	1 046
16	Other direct expenses	4 857	-	4 857
17	Overhead expenses	2 299	-	2 299
18	Total (Items 10 thru 17)	29 350	-	29 350
<u>Other Operations</u>				
19	Promotion, advertising and solicitation	-	-	-
20	Other direct expenses	-	-	-
21	Overhead expenses	-	-	-
22	Total (Items 19 thru 21)	-	-	-
23	Total operating expenses (Item 18 plus 22) ...	29 350	-	29 350
24	Other charges or credits (explain on reverse side)	(81)	-	(81)
25	Profit or loss before income taxes	711	227	938
26	Income taxes			47
27	Net profit or loss			891

Use Reverse of Form for Notes

Schedule P Line 24 - Interest income on short term investments.

CAB Form 244
(Rev. 7-60)

GLACIER PARK COMPANY

GENERAL BALANCE SHEET AS OF DECEMBER 31, 1974 (G.A.A.P.)
(Dollars in thousands)

ASSETS	As of Dec. 31, 1974
CURRENT ASSETS:	
Cash and short-term investments	\$ 531
Accounts receivable	139
Material and supplies-at cost	612
Other current assets	2
Total current assets	<u>\$ 1 284</u>
SPECIAL FUNDS AND INVESTMENTS:	
Capital and other special funds	-
Investments-at cost	17 508
Investments-Equity	-
Total special funds and investments	<u>17 508</u>
PROPERTIES:	
Transportation:	
Road and roadway structures	-
Equipment	120
Non-transportation properties	19 862
Total	<u>19 982</u>
Less accumulated depreciation	1 228
Properties-net	<u>18 754</u>
OTHER ASSETS AND DEFERRED CHARGES	<u>1 115</u>
TOTAL ASSETS	<u><u>\$38 661</u></u>
LIABILITIES	
CURRENT LIABILITIES:	
Traffic and car service	\$ -
Accounts and wages payable	399
Interest accrued	32
Taxes accrued	439
Dividends payable	-
Other current liabilities	148
Current portion of long-term debt	355
Total current liabilities	<u>1 373</u>
LONG-TERM DEBT	<u>13 579</u>
CASUALTY RESERVES AND OTHER LIABILITIES	<u>3 048</u>
DEFERRED FEDERAL INCOME TAXES	-
MINORITY INTEREST IN SUBSIDIARIES	-
SHAREHOLDERS' EQUITY:	
Preferred stock	-
Common stock	1 500
Surplus (paid-in and/or other capital)	8 778
Retained income	10 383
Total shareholders' equity	<u>20 661</u>
TOTAL LIABILITIES	<u><u>\$38 661</u></u>

GLACIER PARK COMPANY

Consolidated Income Accounts
(Dollars in Thousands)

	Jan. 1, 1974 thru Dec. 31, 1974
Total operating revenues	\$3 675
Total operating expenses	<u>1 437</u>
Net revenue from operations	2 238
Tax accruals, excluding income taxes	<u>334</u>
Operating income	1 904
Other income	<u>463</u>
Total income	2 367
Miscellaneous deductions from income	<u>14</u>
Income available for fixed charges	2 353
Fixed charges	<u>208</u>
Net income before income taxes	2 145
Provision for state income taxes	191
Provision for federal income taxes	<u>622</u>
Net income	<u><u>\$1 332</u></u>

KSANKA LUMBER COMPANY, INC.

BALANCE SHEET
(Dollars in Thousands)

ASSETS

As of
Dec. 31, 1974

Current Assets:

Cash	\$ 1
Accounts Receivable	381
Inventories - Cost or Market	1 430
Other current assets	<u>59</u>

TOTAL CURRENT ASSETS 1 871

Properties:

Land, plant and equipment	1 017
Less - Reserve for depreciation	<u>(507)</u>

TOTAL PROPERTIES - NET 510

TOTAL ASSETS \$2 381

LIABILITIES AND STOCKHOLDERS' EQUITY

Current Liabilities:

Accounts Payable	\$ 132
Taxes Accrued	359
Other current liabilities	<u>20</u>

TOTAL CURRENT LIABILITIES 511

Stockholders' Equity:

Common stock	104
Retained earnings	<u>1 766</u>

TOTAL STOCKHOLDERS' EQUITY 1 870

TOTAL LIABILITIES AND STOCKHOLDERS EQUITY \$2 381

KSANKA LUMBER COMPANY, INC.

Profit and Loss Statement
(Dollars in Thousands)

Year 1974

	<u>1974</u>
Sales - Net	\$5 157
Cost of sales	4 191
General and administrative expenses	<u>120</u>
Profit from operations	846
Other income	<u>16</u>
Profit before taxes	862
Provision for CLT	<u>58</u>
Profit before Federal income taxes	804
Provision for Federal income tax - Current	369
Provision for Federal income tax - Deferred	<u>2</u>
Net Income	<u>\$ 433</u>

LEMHI TELEPHONE COMPANY

BALANCE SHEET
(Dollars in Thousands)

DECEMBER 1974

ASSETSBalance
Dec. 31, 1974Investments

100-1	Telephone plant in service:	
211	Land	\$ 5
212	Buildings	152
221	Central office equipment	865
231	Station apparatus	129
232	Station connections	78
241	Pole lines	277
242-1	Aerial cable	172
243	Aerial wire	138
261	Furniture and office equipment	11
264	Vehicle and other work equipment	34
	Total telephone plant in service	<u>1 861</u>

Current Assets

113	Cash:	
	Treasurer's bank balances	106
	Remittance in transit	2
115	Working funds	1
116	Temporary cash funds	60
118	Due from customers and agents	56
122	Material and supplies	52
	Total current assets	<u>277</u>

Prepaid accounts and deferred charges

129	Prepaid rents	2
131	Prepaid insurance	3
133	Other prepaid expenses	-
139	Other deferred charges	4
	Total prepaid accounts and deferred charges	<u>9</u>

Total Assets	<u><u>\$2 147</u></u>
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LEMHI TELEPHONE COMPANY

BALANCE SHEET
(Dollars in Thousands)

DECEMBER 1974

LIABILITIES

	<u>Stock</u>	<u>Balance Dec. 31, 1974</u>
150	Capital stock	\$ 200
	<u>Long term debt</u>	
154-1	Funded debt - Idaho First National Bank	450
156	Advances from affiliated companies:	
	Glacier Park	166
	Total long term debt	<u>616</u>
	<u>Current liabilities</u>	
158-1	Notes payable to affiliated companies:	
	Glacier Park	9
158-2	Other notes payable - Idaho First National Bank	58
159-2	Other accounts payable	26
165	Vacation pay	7
	State insurance fund	1
166	Taxes accrued:	
	Other taxes	26
	Federal income taxes	19
	Unmatured interest accrued	8
	Total current and accrued liabilities	<u>154</u>
	<u>Deferred credits and reserves</u>	
171	Depreciation reserve	516
174	Other deferred credits:	
	Investment tax credits	11
	Total deferred credits and reserves	<u>527</u>
	<u>Retained Earnings</u>	
181	Unappropriated earned surplus	541
	Income account current year	109
	Total retained earnings	<u>650</u>
	Total Liabilities	<u>\$2 147</u>

LEMHI TELEPHONE COMPANY

INCOME ACCOUNT
(Dollars in Thousands)

YEAR 1974

<u>Telephone operating income</u>		<u>Twelve Mos. 1974</u>
300	Operating revenues	
500	Subscribers' station revenues	\$175
501	Public telephone revenues	1
503	Service stations	1
504	Local private line service	2
	Total local service revenues	<u>179</u>
510	Message tolls	360
511	Wide area toll services	9
512	Toll private line services	11
	Total toll service revenues	<u>380</u>
523	Directory advertising and sales	8
524	Rent revenues	-
	Total miscellaneous revenues	<u>8</u>
530	Uncollectible operating revenues-Dr.	(4)
	Total operating revenues	<u>563</u>
301	Operating expenses	
	Maintenance expenses	
602-1	Repairs of pole lines	2
602-2	Repairs of aerial cable	2
602-6	Repairs of aerial wire	3
	Sub-total	<u>7</u>
603	Test desk work	1
604	Repairs of central office equipment	12
605	Repairs of station equipment	31
606	Repairs of buildings and grounds	1
610	Maintaining transmission power	3
	Total maintenance expenses	<u>55</u>
608	Depreciation	83
	<u>Traffic expenses</u>	
624	Operators' wages	62
627	Operators' employment and training	-
629	Central office stationery and printing	1
630	Central office house service	1
	Total traffic expenses	<u>64</u>

LEMHI TELEPHONE COMPANY

INCOME ACCOUNT
(Dollars in Thousands)

YEAR 1974

	Twelve Mos. 1974
<u>Commercial expenses</u>	
642 Advertising	\$ -
645 Local commercial operations	18
648 Public telephone commissions	2
649 Directory expenses	-
Total commercial expenses	<u>20</u>
<u>General office salaries and expenses</u>	
661 Executive department	21
662 Accounting department	20
665 Other general office salaries and expenses	1
Total general office salaries and expenses	<u>42</u>
<u>Other operating expenses</u>	
668 Insurance	2
671 Operating rents	3
672 Relief and pensions	15
674 General services and licenses	26
675 Other expenses	1
Total other operating expenses	<u>47</u>
Total operating expenses	311
Net operating revenues	252
304 Investments credits: Net	(1)
306 Federal income taxes - Operating	56
307 Other operating taxes - State income	12
307 Other operating taxes	<u>36</u>
Net operating income	149
<u>Other income</u>	
313 Interest income	3
<u>Miscellaneous deductions from income</u>	
323 Miscellaneous income charges	1
326 Federal income taxes - Non-operating	1
375 Delayed income charges	<u>-</u>
Income available for fixed charges	150
<u>Fixed charges</u>	
336 Other interest deductions	<u>41</u>
NET INCOME	<u>\$109</u>

NORTHERN AIRMOTIVE, INC.

BALANCE SHEET
(Dollars in Thousands)

ASSETS

As of
Dec. 31, 1974

Current Assets:

Cash and short term investments	\$ 107
Accounts Receivable (Net)	511
Prepaid insurance	1
Prepaid state income taxes	30
Employee advances	1
Inventory - Aircraft	480
Inventory - Parts and fuel	426
Work in process	118

TOTAL CURRENT ASSETS 1 674

Non-Current Assets:

Buildings	1 943
Leasehold improvements	169
Equipment - Radio and avionics	148
Equipment - Aircraft maintenance	176
Equipment - Line service	54
Equipment - Autos and trucks	14
Equipment - Furniture and Fixtures	47
Less: Reserve for Depreciation	(731)

TOTAL NON-CURRENT ASSETS 1 820

Other Assets:

Organization expense	1
Excess of cost of investment over equity in net assets of businesses acquired	109

TOTAL OTHER ASSETS 110

TOTAL ASSETS \$3 604

NORTHERN AIRMOTIVE, INC.

BALANCE SHEET
(Dollars in Thousands)

LIABILITIES

As of
Dec. 31, 1974

Current Liabilities:

Accounts Payable	\$ 331
Notes Payable	582
Accrued income taxes payable	128
Accrued petroleum excise taxes payable	13
Accrued sales taxes payable	2
Accrued salaries and wages payable	32
Accrued products liability insurance premium	14
Accrued real estate taxes payable	41
Accrued interest payable	2
Accrued payroll taxes payable	1
Deferred income taxes payable	-
Prepaid installation	9

TOTAL CURRENT LIABILITIES 1 155

Non-Current Liabilities:

Long term notes payable	1 151
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TOTAL NON-CURRENT LIABILITIES 1 151

Other Liabilities and Deferred Credits:

Deferred income taxes payable	32
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TOTAL OTHER LIABILITIES & DEF. CREDITS 32

TOTAL LIABILITIES 2 338

Shareholder's Equity:

Common stock	100
Paid in surplus	900
Retained earnings	84
Net income this year	182

NET WORTH 1 266

TOTAL LIABILITIES AND SHAREHOLDERS EQUITY \$3 604

NORTHERN AIRMOTIVE, INC.

Consolidated Income Accounts
(Dollars in Thousands)

Year 1974

	<u>1974</u>
<u>Service Departments</u>	
Sales	\$5 803
Cost of goods sold	<u>3 867</u>
Gross Margin	1 936
Indirect expense	<u>680</u>
Contribution	<u>1 256</u>
<u>Aircraft Sales Department</u>	
Sales	2 643
Cost of goods sold	<u>2 446</u>
Gross Margin	197
Indirect expense	<u>140</u>
Contribution	<u>51</u>
Total contribution	1 307
General & administrative expense	<u>926</u>
Net income (Before taxes)	<u>381</u>
Income taxes - Current	197
Income taxes - Deferred	<u>2</u>
Net income - GAAP basis	<u>\$ 182</u>

PLUM CREEK LUMBER COMPANY

BALANCE SHEET
(Dollars in Thousands)

ASSETS

As of
Dec. 31, 1974

Current Assets:

Cash	\$ 147
Short term investments	3 600
Accounts Receivable	4 701
Inventories - Cost or Market	6 595
Other current assets	<u>896</u>

TOTAL CURRENT ASSETS	15 939
----------------------	--------

Special Funds and Investments:

Investment in affiliated companies	2 421
Other securities	<u>164</u>

TOTAL SPECIAL FUNDS AND INVESTMENTS	2 585
-------------------------------------	-------

Properties:

Land, plant and equipment	21 407
Less - Reserve for depreciation	<u>(7 647)</u>

TOTAL PROPERTIES - NET	13 760
------------------------	--------

Other Assets

77

TOTAL ASSETS

\$32 361

PLUM CREEK LUMBER COMPANY

BALANCE SHEET
(Dollars in Thousands)

LIABILITIES AND STOCKHOLDERS' EQUITY

As of
Dec. 31, 1974

Current Liabilities:

Accounts Payable	\$ 1 400
Interest Payable	280
Taxes Accrued	537
Current portion of long term debt	619
Other current liabilities	<u>248</u>

TOTAL CURRENT LIABILITIES 3 084

Long Term Debt - Non-Current 8 011

TOTAL LIABILITIES 11 095

Stockholders' Equity:

Common stock	678
Paid in surplus	64
Retained earnings	<u>20 524</u>

TOTAL STOCKHOLDERS' EQUITY 21 266

TOTAL LIABILITIES AND STOCKHOLDERS EQUITY \$32 361

PIUM CREEK LUMBER COMPANY

Profit and Loss Statement
(Dollars in Thousands)

Year 1974

	<u>1974</u>
Sales - Net	\$34 328
Cost of sales	29 090
General and administrative expenses	<u>1 126</u>
Profit from operations	4 112
Other expenses	684
Other income	<u>942</u>
Profit before taxes	4 370
Provision for corporation license tax	<u>318</u>
Profit before Federal income taxes	4 052
Provision for Federal income tax - Current	699
Provision for Federal income tax - Deferred	<u>249</u>
Net Income	<u><u>\$ 3 104</u></u>

565. OTHER TRANSACTIONS BETWEEN RESPONDENT AND COMPANIES OR PERSONS AFFILIATED WITH RESPONDENT

1. Furnish the information called for below concerning transactions between the respondent and the affiliated companies listed in Schedule 104, or persons affiliated with the respondent including officers, directors, stockholders, owners, partners or their wives and other close relatives, or their agents. Examples of transactions are, but not limited to, purchase, sale or transfer of equipment, land, structures, securities or other assets aggregating \$30,000 in value for the year.

2. In column (a) enter the name of the affiliated company, person, or agent with which respondent transacted purchase, sale or transfer.

3. In column (b) indicate form of affiliation or control between the respondent and company or person identified in column (a) in accord with instruction No. 3 to Schedule 564.

4. In column (c) briefly describe the kind of asset purchased, sold or transferred.

5. In column (d) report the total of all purchases, sales or transfers of property with a value of \$30,000 or more. If individual items are less than that amount, report the total of all purchases or sales with the company or individual named in column (a) when the aggregate of such items is \$30,000 for the year. Indicate purchase items with the symbol "P" and sales items with the symbol "S".

6. In column (e) summarize the book cost, less accrued depreciation if applicable, for each item reported in column (d).

7. In column (f) report the net profit or loss for each item, (column (d) less column (e)).

8. Answer all questions at bottom of schedule. (Dollars in thousands)

Line No.	Name of Company or Individual (a)	Form of Affiliation (b)	Description of Item (c)	Sales or Purchase Price (d)	Net Book Value (e)	Gain or (Loss) (f)
1	Arden Lumber Co.	Indirect	Sale stumpage and logs	(S) 811	221	590
2	Belt Ry. Co. of Chicago, The	Direct	Advance	101	101	-
3	BN Transport Inc.	Direct	Advance repayment	(1) 200	200	-
4	BNL Development Corp.	Direct	Advance	557	557	-
5	BNL Development Corp.	Direct	Advance repayment	557	557	-
6	BNL Development Corp.	Direct	Purchase of stock	(P) 1 900	1 900	-
7	Burlington Equipment Co.	Direct	Sale of freight cars	(S) 2 144	2 144	-
8	Burlington Equipment Co.	Direct	Purchase rebuilt freight cars	(P) 5 561	5 561	-
9	Burlington Equipment Co.	Direct	Advance	5 209	5 209	-
10	Burlington Equipment Co.	Direct	Advance repayment	(1) 5 209	5 209	-
11	Burl. Nor. Air Freight Inc.	Indirect	Unsecured note	300	300	-
12	Burl. Nor. Air Freight Inc.	Indirect	Notes repayment	(1) 360	360	-
13	Burl. Nor. (Manitoba) Ltd.	Direct	Advance to B.N. Inc.	435	435	-
14	Camas prairie Railroad Co.	Direct	Advance	37	37	-
15	Chicago Union Station Co.	Direct	Advance	1 160	1 160	-
16	Chicago Union Station Co.	Direct	Advance repayment	(1) 704	704	-
17	Colorado & Southern Ry. Co.	Direct	Advance	1 394	1 394	-
18	Fort Worth & Denver Ry. Co.	Indirect	Unsecured note	4 700	4 700	-
19	Glacier Park Co.	Direct	Advance	5 029	5 029	-
20	Glacier Park Co.	Direct	Advance repayment	(1) 1 998	1 998	-
21	Glacier Park Co.	Direct	Note repayment	(1) 587	587	-
22	Glacier park Co.	Direct	Land sales	(S) 1 397	(2) 334	-
23	Oregon Cal. & Eastern Ry. Co.	Direct	Advance repayment	(1) 867	867	-
24	Oregon Electric Ry. Co.	Direct	Advance	1 000	1 000	-

Continued on Page 125-A

565. OTHER TRANSACTIONS BETWEEN RESPONDENT AND COMPANIES OR PERSONS AFFILIATED WITH RESPONDENT - concluded

1. Furnish the information called for below concerning transactions between the respondent and the affiliated companies listed in Schedule 104, or persons affiliated with the respondent including officers, directors, stockholders, owners, partners or their wives and other close relatives, or their agents. Examples of transactions are, but not limited to, purchase, sale or transfer of equipment, land, structures, securities or other assets aggregating \$30,000 in value for the year.
2. In column (a) enter the name of the affiliated company, person, or agent with which respondent transacted purchase, sale or transfer.
3. In column (b) indicate form of affiliation or control between the respondent and company or person identified in column (a) in accord with instruction No. 3 to Schedule 564.
4. In column (c) briefly describe the kind of asset purchased, sold or transferred.

5. In column (d) report the total of all purchases, sales or transfers of property with a value of \$30,000 or more. If individual items are less than that amount, report the total of all purchases or sales with the company or individual named in column (a) when the aggregate of such items is \$30,000 for the year. Indicate purchase items with the symbol "P" and sales items with the symbol "S".
6. In column (e) summarize the book cost, less accrued depreciation if applicable for each item reported in column (d).
7. In column (f) report the net profit or loss for each item (column (d) less column (e)).
8. Answer all questions at bottom of schedule. (Dollars in thousands)

Line No.	Name of Company or Individual (a)	Form of Affiliation (b)	Description of Item (c)	Sales or Purchase Price (d)	Net Book Value (e)	Gain or (Loss) (f)
1	Plum Creek Lumber Co.	Direct	Sale stumpage and logs	(S) 4 924	1 341	3 583
2	Plum Creek Lumber Co.	Direct	Purchase lumber	(P) 1 616	1 469	147
3	Ruth Realty Co.	Direct	Advance	484	484	-
4	St. Louis & Kansas City					
5	Land Company	Direct	Advance repayment	(L) 950	950	-
6	Terminal R.R. Assn. of					
7	St. Louis	Direct	Advance	175	175	-
8						
9						
10						
11						
12						
13						

With respect to the transactions listed above, were any gains or losses incurred by other affiliated companies in the six (6) accounting years preceding this report year in the transfer of the item to the company or individual named in column (a)? Specify. Yes ☐ No ☒ If yes, give particulars of prior transaction such as sales price, and gain or loss.

Where any services provided or assets transferred between respondent and affiliated companies or individuals during the year for which no charges were assessed? Specify. Yes ☒ No ☐ If yes, explain. (1) Transfer of assets between affiliated companies within the Burlington Northern Inc. corporate entity does not warrant assessment of charges. (2) No gain is recognized on intercompany land sales between BN and subsidiaries. Gain, if any, is deferred and recognized when subsidiary resells the property.

**566 A. TRANSACTIONS BETWEEN NONCARRIER SUBSIDIARIES OF RESPONDENT AND OTHER AFFILIATED COMPANIES OR PERSONS
FOR SERVICES RECEIVED OR PROVIDED**

1. Furnish the information called for below concerning transactions between noncarrier subsidiaries of the respondent and other affiliated companies for services received or provided in accord with instruction No. 1 to Schedule 564.

2. In column (a) enter the name of the noncarrier subsidiary of respondent.

3. In column (b) enter the name of other affiliated company with which the noncarrier subsidiary received or provided services aggregating \$30,000 or more for the year.

4. In column (c) indicate form of affiliation or control between noncarrier subsidiary and other affiliated company identified in column (b) in accord with instruction No. 3 to Schedule 564.

5. In column (d) fully describe the character of service involved such as management fees, lease of building, purchase of material, etc. If more

than one type of service is provided, list each type of service separately. When services are both provided and received between the noncarrier subsidiary and other affiliate they should be listed separately and the amounts shown separately in column (h).

6. In column (e) fully describe the basis for computing charges under each contract, agreement, etc.

7. In columns (f) and (g) indicate the date and term of each contract or agreement. If oral contract, indicate with symbol "O".

8. In column (h) report the total amount received, paid, or accrued during the year which is applicable to the year, for each type of service listed in column (d). Indicate purchase items with the symbol "P" and sales items with the symbol "S". Do not report net figures when services are both provided and received between the noncarrier subsidiary and other affiliate. (Dollars in thousands)

Line No.	Name of Respondent's Noncarrier Subsidiary Company (a)	Name of Other Affiliated Company (b)	Form of Affiliation (c)	Character of service (d)	Basis of Charge (e)	Contract		Total Charges for Year	
						Date (f)	Term (g)	(P)(S)	(h)
1	Plum Creek Lumber Co.	Royal Logging Co.	Common	Logging &					\$
2				Hauling	Cost	0	0	(P)	3 358
3									
4									
5									
6									
7									
8									
9									
10									
11									
12									
13									
14									
15									
16									
17									
18									
19									
20									
21									
22									
23									
24									
25									
26									

566 B. OTHER TRANSACTIONS BETWEEN NONCARRIER SUBSIDIARIES OF RESPONDENT AND OTHER AFFILIATED COMPANIES OR PERSONS

1. Furnish the information called for below concerning other transactions between noncarrier subsidiaries of the respondent and other affiliated companies in accord with instruction No. 1 to Schedule 565.

2. In column (a) enter the name of the noncarrier subsidiary of respondent.

3. In column (b) enter the name of other affiliated company with which the noncarrier subsidiary transacted a purchase, sale or transfer of equipment, land, structures, securities or other assets aggregating \$30,000 in value for the year.

4. In column (c) indicate form of affiliation or control between noncarrier subsidiary and other affiliated company identified in column (b) in accord with instruction No. 3 to Schedule 564.

5. In column (d) briefly describe the kind of asset purchased, sold or transferred.

6. In column (e) report the total of all purchases, sales or transfers of property with a value of \$30,000 or more. If individual items are less than that amount, report the total of all purchases or sales when the aggregate of such items is \$30,000 for the year. Indicate purchase items with the symbol "P" and sales items with the symbol "S".

7. In column (f) summarize the book cost, less accrued depreciation if applicable, for each item reported in column (e).

8. In column (g) report the net profit or loss for each item (column (e) less column (f)).

9. Answer all questions at bottom of schedule.
(Dollars in thousands)

Line No.	Name of Respondent's Noncarrier Subsidiary Company (a)	Name of Other Affiliated Company (b)	Form of Affiliation (c)	Description of Item (d)	Sales or Purchase Price (e)	Net Book Value (f)	Gain or (Loss) (g)
1	Glacier Park Co.	Plum Crk. Lbr. Co.	Common	Log sales	(S) 1 676	\$ 150	\$ 1 526
2	Glacier Park Co.	Dreyer Brothers, Inc.	Direct	Advance	300	300	-
3	St. Louis & Kansas City	Underground		Notes repay-			
4	Land Company	Storage Inc.	Indirect	ment	(1) 250	250	-
5	St. Louis & Kansas City	Denver Market &					
6	Land Company	Produce Terminal	Direct	Liquidation	277	50	227
7	St. Louis & Kansas City	Denver Market &		Advance Repay-			
8	Land Company	Produce Terminal	Direct	ment	(1) 176	176	-
9							
10							
11							
12							
13							
14							
15							
16							
17							

With respect to the transactions listed above, were any gains or losses incurred by other affiliated companies in the six (6) accounting years preceding this report year on the transfer of the item to the company or individual named in column (b)? Specify. Yes ☐ No ☒. If yes, give particulars of prior transaction such as sales price, and gain or loss.

Were any services provided or assets transferred between noncarrier subsidiaries of respondent and other affiliated companies or individuals for which no charges were assessed? If so, explain. Yes

- (1) Transfer of assets between affiliated companies within the Burlington Northern Inc. corporate entity does not warrant assessment of charges.

571. CONSUMPTION OF FUEL BY MOTIVE-POWER UNITS

Show hereunder the amounts of the various kinds of fuel consumed by locomotive units and motors or other self-propelled rail cars in the service of the respondent during the year, and the number of kilowatt-hours for such tractive equipment as was propelled by electricity. The ton of 2,000 pounds should be used.

Kilowatt-hours, for entry in column (c) of section A, and column (h) of section B, are to be figures at high tension taps (point of production or point of purchase), and divided among the several classes of service, the division being made on the respondent's best estimate if actual figures are not available.

A. LOCOMOTIVES

Line No.	Kind of locomotive service (a)	Diesel	Electric	Other (Steam, Gas Turbine, Etc.)	
		Diesel oil (gallons) (b)	Kilowatt-hours (c)	Coal (tons) (d)	Fuel oil (gallons) (e)
1	Freight	303 112 636			
2	Passenger	2 110 868			
3	Yard switching	30 630 081			
4	Total	341 853 585			
5	Cost of Fuel*	\$ 85 602	\$	\$	\$
6	Work Train	560 924			

B. RAIL MOTORCARS

Line No.	Kind of locomotive service (f)	Diesel	Electric	Gasoline
		Diesel oil (gallons) (g)	Kilowatt-hours (h)	Gasoline (gallons) (i)
7	Freight			
8	Passenger			
9	Yard switching			
10	Total	None		
11	Cost of Fuel*	\$ None	\$	\$
12	Work Train	None		

*Show cost of fuel charged to train and yard service (accounts Nos. 382 and 394, for other than electric, and accounts Nos. 383, 384, 395, and 396, for electric). The cost stated for the various kinds of fuel should be the total charges in the accounts specified, including freight charges and handling expenses. The cost stated for electric current should be the total charges in the accounts enumerated. Fuel and power consumed by mixed and special trains that are predominantly freight should be included in freight service, but where the service of mixed or special trains is predominantly passenger, the fuel and power used should be included in passenger service. (Dollars in thousands)

561C. COMPENSATION APPLICABLE TO PRIOR YEARS

Show hereunder, for each group of employees, the amount of compensation applicable to prior years, which was paid or is payable under labor awards of the current year or for other reasons. Additional compensation for the current year under labor awards or for other reasons is includible in I.C.C. Wage Statistics Form A and B, "Report of Employees, Service, and Compensation," for the calendar year. For purposes of this report,

labor awards are intended to cover adjustments resulting from the decisions of Wage Boards and voluntary awards by the respondent incident thereto. Explain the nature of any amounts in excess of \$10,000 included in column (c) in a footnote.

(Dollars in thousands)

Line No.	Group No.	Class of employees (a)	Amount of Compensation		
			Under labor awards (b)	Other back pay (c)	Total (d)
1	I	Executives, officials, and staff assistants	\$	\$	\$
2	II	Professional, clerical, and general	5		5
3	III	Maintenance of way and structures			
4	IV	Maintenance of equipment and stores			
5	V	Transportation (other than train, engine, and yard)			
6	VI (a)	Transportation (yardmasters, switch tenders, and hostlers)			
7	VI (b)	Transportation (train and engine service)	5		5
8		Total			
9	Amount of foregoing compensation that is chargeable to operating expenses: \$ 5				

581. CONTRACTS, AGREEMENTS, ETC.

1. Hereunder give a concise statement of each important contract, agreement, arrangement, etc., with other companies or persons, together with important revisions, modifications, terminations, and other changes thereof, which became effective during the year, and concerned in any way the transportation of persons or things at other than tariff rates, or the purchase of equipment under conditional sales plans without the issuance of securities by respondent, making such statements in the following order:

- (a) Express companies.
- (b) Mail.
- (c) Sleeping, parlor, and dining-car companies.
- (d) Freight or transportation companies or lines.
- (e) Other railway companies.
- (f) Steamboat or steamship companies.
- (g) Telegraph companies.
- (h) Telephone companies.
- (i) Equipment purchased under conditional sales contracts.
- (j) Routing traffic of affiliated companies.
- (k) Other contracts.

2. Under item 1(e), include particulars of joint facility arrangements entered into during the year by the respondent, including those maintained or operated by other carriers as well as those maintained or operated by respondent. For each joint facility, give a brief statement of the basis or bases on which revenues, expenses, taxes, interest on investment, and other items, if any, related to the facility are apportioned among the carriers using the facility or otherwise deriving benefit therefrom.

3. Under item 1(i), give particulars of conditional sales agreements, lease or rental contracts, and other similar instruments, entered into by respondent for the purchase of equipment, which provide for payment in installments and do not involve the issuance of securities by respondent. State the names of the parties to the contract or agreements, the number

of units of each class of equipment covered, and the terms and conditions of payment.

4. Under item 1(j) give particulars of arrangements, written or oral with affiliated companies for routing of traffic. Through route arrangements for handling of traffic interchanged with carrier affiliates should not be reported.

5. Under item 1(k), Other contracts, describe briefly the particulars of all contracts or agreements, including estimated amounts receivable, under which a government agency, or instrumentality thereof, seeks to assist respondent with grants or aid for providing passenger commuter or other passenger-train services.

6. Information concerning contracts of minor importance may be omitted. A contract of minor importance is defined as one involving receipts or payments of less than \$25,000 per year, and which, by its terms, is otherwise unimportant.

7. In lieu of giving abstracts, copies of contracts may be filed. Every copy of a contract furnished in connection with the foregoing requirements should be listed hereunder.

8. The basis for computing receipts and payments should be fully stated in the case of each such contract, agreement, or arrangement.

9. Compliance with the requirements of this schedule does not relieve the respondent of the duty placed upon common carriers by section 6(5), Part I, of the Interstate Commerce Act, which reads as follows:

"Every common carrier subject to this part shall also file with said Commission copies of all contracts, agreements, or arrangements with other common carriers in relation to any traffic affected by the provisions of this part to which it may be a party. Provided, however, that the Commission, by regulations, may provide for exceptions from the requirements of this paragraph in the case of any class or classes of contracts, agreements, or arrangements, the filing of which, in its opinion, is not necessary in the public interest."

1. (a), (c), (d), (f), (g), (h), (j), (k), - None

(b) United States of America - Termination of agreement dated November 1, 1971 covering B.N.'s transporting mail on Special Contract 95-4 over route SC-150761.

Lanier Brugh - Termination of agreement dated November 1, 1971 for transporting mail over the highway.

(e) Soo Line - Termination of contract dated May 1, 1933 covering Soo Line use of line Ashland to Superior, Wisconsin.

C.R.I. & P. Ry. Co. - Termination of contract dated Jan 1, 1969 covering CRIP's use of line Nettleton to St. Joseph, Missouri.

Milwaukee Road - Contract dated February 22, 1974 covering B.N.'s use of 3.8 miles of Milwaukee's trackage at Yankton, South Dakota at a rate of \$2.50 per train mile.

Milwaukee Road - Contract dated August 26, 1974 covers Milwaukee's use of B.N.'s line, Spokane to Newport, Washington at \$2.50 per train mile.

Spokane International Railway - Contract dated May 31, 1974 covers B.N.'s use of track and switching B.N. cars by Spokane International near Millwood, Washington for \$26.22 per car.

Union Pacific - Contract dated June 27, 1974 covers B.N.'s use of U.P. trackage at Lincoln, Nebraska, at an annual rental of \$800.00.

581. Contracts, Agreements, etc. - concluded

Union Pacific - Contract dated October 31, 1974 covers B.N.'s use of U.P.'s line, Hastings to Kearney, Nebraska at \$2.00 per train mile.

- (1) Firstmark Morrison - Termination of agreement dated August 26, 1963 covering lease of 700 box cars. (A. A. Morrison)

Chicago & Illinois Midland Ry. Co. - This supplements agreement dated September 15, 1970, adding 108 cars to the existing 215 car lease.

First Pennsylvania Banking and Trust Company - Conditional Sale with Colorado & Southern Ry. Co. dated February 1, 1974 on lease of 10 locomotives where B.N. is guarantor only.

A.B.I. Leasing Corporation - Agreement dated February 1, 1974 whereby B.N. Inc. leases 30 tri-level auto rack cars. Rental is \$74,824.00 annually.

Exchange National Bank of Chicago - Conditional Sale and Lease Agreement dated April 1, 1974 covering 30 locomotives with a Base Price of \$11,903,720.00. Interest and interim rental paid in 1974 was \$58,623.57.

American Fletcher Leasing Corporation - Lease agreement dated June 15, 1974 covering 460 reconstructed cars with a purchase price of \$5,362,980.00. Daily interim and interest payment made at first closing on December 1, 1974 was \$28,893.90.

Offer to Purchase, dated October 22, 1974, covering Burlington Northern Inc.'s tender offer to security holders of the Green Bay and Western Railroad Company to purchase all of the outstanding common stock and debentures of that Company; and Agreement of Sale dated October 21, 1974, between Burlington Northern and certain security holders of GB&W (holders of 29.2% of the outstanding Shares and 15.7% of the outstanding Class B Debentures), pursuant to which all such security holders have agreed to tender their GB&W securities pursuant to this Offer.

Weyerhaeuser Company - Agreement dated June 14, 1974 whereby Weyerhaeuser will buy the O.C. & E. R.R. from B.N. and S.P. Co. for \$2,380,000.00.

Colorado National Bank of Denver - C&S Railway Equipment Trust of 1974 dated November 1, 1974 covering purchase of 500 cars, 50 cabooses and 22 locomotives and lease to B.N. Inc. Semi-annual lease rental is \$960,038.00.

Thriftway Leasing Company - Agreement dated October 10, 1974 whereby B.N. leases 600 trailers valued at \$4,600,000.00. Lease payments to be semi-annual in an amount equal to \$95.08 per thousand dollars of cost of each vehicle.

T/M Leasing - Trailer lease dated July 12, 1974 whereby B.N. leases 200 trailers. Rental rate is \$422.13 per unit per quarter.

600. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION

This schedule should be completed by carriers participating in the National Railroad Passenger Corporation (NRPC) agreement, as required by order of the Commission, January 30, 1973, No. 35344 (Sub-NO. 3). Classify by accounts the amounts credited for remunerations for intercity

passenger service performed by respondent on behalf of NRPC. All contra entries should be indicated in parenthesis.

(Dollars in thousands.)

Line No.	Name of Account (a)	Amount (b)
	Maintenance of Way and Structures	\$
1	201 Superintendence	1
2	202 Roadway Maintenance	70
3	206 Tunnels and Subways	2
4	208 Bridges, Trestles and Culverts	30
5	210 Elevated Structures	
6	212 Ties	58
7	214 Rails	43
8	216 Other Track Material	53
9	218 Ballast	20
10	220 Track Laying and Surfacing	248
11	221 Fences, Snowsheds and Signs	4
12	227 Station and Office Buildings	75
13	229 Roadway Buildings	
14	231 Water Stations	52
15	233 Fuel Stations	2
16	235 Shops and Enginehouses	14
17	247 Communication Systems	5
18	249 Signals and Interlockers	
19	253 Power Plants	2
20	257 Power-transmission Systems	1
21	265 Miscellaneous Structures	
22	269 Roadway Machines	28
23	271 Small Tools and Supplies	13
24	272 Removing Snow, Ice and Sand	16
25	273 Public Improvements; Maintenance	12
26	274 Injuries to Persons	1
27	276 Stationery and Printing	
28	277 Employees Health and Welfare Benefits	28
29	278 Maintaining Joint Tracks, Yards and Other Facilities - Dr.	(14)
30	279 Maintaining Joint Tracks, Yards and Other Facilities (Cr)	
31	281 Right-of-way Expenses	
32	282 Other Expenses	
33	Total	767
	Maintenance of Equipment	
34	301 Superintendence	1
35	302 Shop Machinery	41
36	304 Power-plant Machinery	5
37	305 Shop and Power-plant Machinery; Depreciation	
38	311 Locomotives; Repairs	1 776
39	317 Passenger-train Cars; Repairs	4 813
40	326 Work Equipment; Repairs	7
41	328 Miscellaneous Equipment; Repairs	6
42	331 Equipment; Depreciation	
43	332 Injuries to Persons	32
44	334 Stationery and Printing	
45	335 Employees Health and Welfare Benefits	209

600. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION - Continued

Line No.	Name of Account (a)	Amount (b)
	Maintenance of Equipment—Continued	\$
46	336 Joint Maintenance of Equipment Expenses - Dr.	
47	337 Joint Maintenance of Equipment Expenses - (Cr.)	
48	339 Other Expenses	
49	Total	6 890
	Traffic	
50	351 Superintendence	60
51	352 Outside Agencies	9
52	353 Advertising	1
53	354 Traffic Associations	(4)
54	358 Stationery and Printing	
55	359 Employees Health and Welfare Benefits	2
56	360 Other Expenses	
57	Total	68
	Transportation	
58	371 Superintendence	136
59	372 Dispatching Trains	34
60	373 Station Employees	678
61	376 Station Supplies and Expenses	91
62	377 Yardmasters and Yard Clerks	122
63	378 Yard Conductors and Brakemen	309
64	379 Yard Switch and Signal Tenders	36
65	380 Yard Enginemen	298
66	382 Yard Switching Fuel	123
67	383 Yard Switching Power Produced	
68	384 Yard Switching Power Purchased	
69	388 Servicing Yard Locomotives	7
70	389 Yard Supplies and Expenses	15
71	390 Operating Joint Yards and Terminals - Dr.	(24)
72	391 Operating Joint Yards and Terminals (Cr.)	
73	392 Train Enginemen	3 411
74	394 Train Fuel	3 601
75	395 Train Power Produced	
76	396 Train Power Purchased	
77	400 Servicing Train Locomotives	926
78	401 Trainmen	3 599
79	402 Train Supplies and Expenses	3 377
80	403 Operating Sleeping Cars	1
81	404 Signal and Interlocker Operation	
82	405 Crossing Protection	
83	406 Drawbridge Operation	
84	407 Communication System Operation	
85	409 Employees Health and Welfare Benefits	661
86	410 Stationery and Printing	50
87	411 Other Expenses	
88	416 Damage to Property	
89	419 Loss And Damage; Baggage	3
90	415 Clearing Wrecks	(5)
91	420 Injuries to Persons	103
92	Total	17 552

600. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION - Concluded

Line No.	Name of Account (a)	Amount (b)
	Miscellaneous	\$
		83
93	441 Dining and Buffet Service	
94	447 Operating Joint Miscellaneous Facilities - Dr.	
95	448 Operating Joint Miscellaneous Facilities (Cr)	
96	449 Employees Health and Welfare Benefits	
97	Total	83
	General	
		56
98	451 Salaries and Expenses of General Officers	191
99	452 Salaries and Expenses of Clerks and Attendants	1
100	453 General Office Supplies and Expenses	(1)
101	454 Law Expenses	10
102	456 Employees Health and Welfare Benefits	66
103	457 Pensions	1
104	458 Stationery and Printing	689
105	460 Other Expenses	
106	461 General Joint Facilities - Dr.	
107	462 General Joint Facilities (Cr)	1 013
108	Total	
	RENTS	
		9
109	504 Rent from Locomotives	3
110	505 Rent from Passenger-train Cars	
111	507 Rent from Work Equipment	
112	508 Joint Facility Rent Income	
113	537 Rent for Locomotives	
114	538 Rent for Passenger-train Cars	1
115	541 Joint Facility Rents	13
116	Total Rents	2 478
117	532 Railway Tax Accruals	28 864
118	Total Remunerations	

NOTES AND REMARKS

SUPPLEMENTAL SUMMARY TO SCHEDULE 600
ANNUAL REPORT FORM R-1

Summary of Incentive and Penalty Payment Adjustments
for the Year Ended December 31, 1974

Performance Standard	Amount of ^{1/} Payment Adjustments	
	Incentives	Penalties
	(a)	(b)
1. Schedule adherence	\$2 741 250	xxxxxx
2. Recovered time/excessive delays-net	-	\$1 343
3. Car cleanliness	xxxxxxx	-
4. Locomotive operability-net	26 618	-
5. Car operability-net	30 997	-
6. Locomotive availability	206 100	xxxxxx
7. Car availability	438 886	xxxxxx
8. Other (Explain)	-	-
9. Totals (sum of 1-8)	<u>\$3 443 851</u>	<u>\$1 343</u>
10. Net amount, if any, credited to account 143, Miscellaneous	<u>\$3 442 508</u>	

^{1/} Show actual amounts applicable to line items 1-8, notwithstanding any resultant negative balance on a cumulative basis during the contract year, which precluded a required payment to AMTRAK.

VERIFICATION

The foregoing report must be verified by the oath of the officer having control of the accounting of the respondent. It should be verified, also, by the oath of the president or other chief officer of the respondent, unless the respondent states on the last preceding page of this report that such chief officer has no control over the accounting of the respondent. The oath required may be taken before any person authorized to administer an oath by the laws of the State in which the same is taken.

OATH

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

State of MINNESOTA }
County of RAMSEY } ss:

W. N. Ernzen makes oath and says that he is Vice President and Controller
(Insert here the name of the affiant) (Insert here the official title of the affiant)

Of Burlington Northern Inc.

(Insert here the exact legal title or name of the respondent)

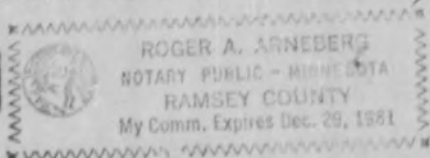
that it is his duty to have supervision over the books of account of the respondent and to control the manner in which such books are kept; that he knows that such books have, during the period covered by the foregoing report, been kept in good faith in accordance with the accounting and other orders of the Interstate Commerce Commission, effective during the said period; that he has carefully examined the said report and to the best of his knowledge and belief the entries contained in the said report have, so far as they relate to matters of account, been accurately taken from the said books of account and are in exact accordance therewith; that he believes that all other 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 during the period of time from and including

Jan. 31, 1974 to and including Dec. 31, 1974

(Signature of affiant)

Subscribed and sworn to before me, a Notary Public, in and for the State and county above named,
this 19th day of March, 1975
My commission expires Dec. 29, 1981

Use an
L.S.
impression seal



Roger A. Arneberg
(Signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH

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

State of MINNESOTA }
County of RAMSEY } ss:

Louis W. Menk makes oath and says that he is Chairman and Chief Executive Officer
(Insert here the name of the affiant) (Insert here the official title of the affiant)

of Burlington Northern Inc.

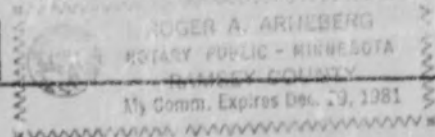
(Insert here the exact legal title or name of the respondent)

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 Jan. 1, 1974, to and including Dec. 31, 1974

(Signature of affiant)

Subscribed and sworn to before me, a Notary Public, in and for the state and county above named,
this 19th day of March, 1975
My commission expires Dec. 29, 1981

Use an
L.S.
impression seal



Roger A. Arneberg
(Signature of officer authorized to administer oaths)

MEMORANDA
(FOR USE OF COMMISSION ONLY)

CORRESPONDENCE

Office Addressed		Date of Letter or Telegram			Subject				Answer Needed	Answer			File Number of Letter or Telegram
										Date of Letter			
Name	Title	Month	Day	Year	Page					Month	Day	Year	

CORRECTIONS

Date of Correction			Page			Authority						Clerk making Correction
						Letter or Telegram of—			Officer sending letter or telegram		Commission File number	
Month	Day	Year				Month	Day	Year	Name	Title		
7	15	75	49	10	4	7	1	75	W. H. Crayford	Vice Com.		Blower

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