

510470

CAMBRIA & INDIANA R.R.CO.1978

1

510470
8

R-3

Class III Railroads
Approved by GAO
B-180230 (R0583)
Expires 12-31-81

annual report

INTERSTATE
COMMERCE COMMISSION
RECEIVED

MAY 25 1979

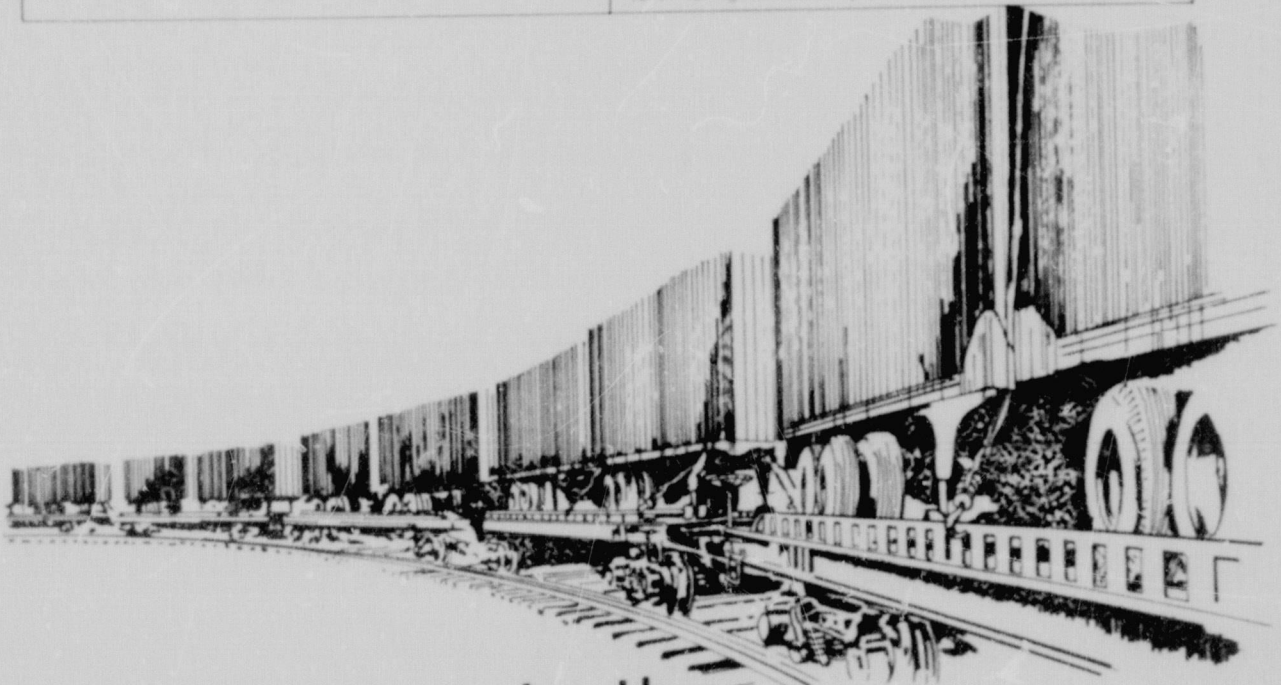
ADMINISTRATIVE SERVICES
MAIL UNIT

BETHLEHEM

RC001045 CAMBRIAINDI 3 0 3 510470
C1 CAMBRIA & INDIANA R.R. CO.
1275 DALY AVE.
BETHELEHM PA 18015

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, 1978

TABLE OF CONTENTS

	Schedule No.	Page
Schedules Omitted by Respondents.....	A	1
Identity of Respondent.....	101	2
Stockholders.....	107	3
Comparative Statement of Financial Position.....	200	4
Results of Operations.....	210	7
Road and Equipment Property.....	330	11
Important Changes During the Year.....	705	12
Inventory Equipment.....	710	14
Tracks.....	720	16

A. SCHEDULES OMITTED BY RESPONDENT

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

Page

Schedule No.

Title

NONE

101. IDENTITY OF RESPONDENT

1. Give the exact name* by which the respondent was known in law at the close of the year

Cambria and Indiana Railroad Company

2. State whether or not the respondent made an annual report to the Interstate Commerce Commission for the preceding year, or for any part thereof. If so, in what name was such report made? Cambria and Indiana Railroad Company

3. If any change was made in the name of the respondent during the year, state all such changes and the dates on which they were made
None

4. Give the location (including street and number) of the main business office of the respondent at the close of the year

1275 Daly Avenue, Bethlehem, Pennsylvania 18015

5. Give the titles, names, and office addresses of all general officers of the respondent at the close of the year. If there are receivers who are recognized as in the controlling management of the road, give also their names and titles, and the location of their offices.

Line No.	Title of general officer (a)	Name and office address of person holding office at close of year (b)
1	President	T. H. Semmel Bethlehem, Pa.
2	Vice president Operating	H. J. Umberger Bethlehem, Pa.
3	Secretary & V.P. Administration & Law	R. O. Hancox Bethlehem, Pa.
4	Treasurer	R. A. Ravier Bethlehem, Pa.
5	Chief auditor	A. J. Fritchman Bethlehem, Pa.
6	Attorney or general counsel	R. N. Young Colver, Pa.
7	General manager	
8	General superintendent	
9	General freight agent	
10	General passenger agent	
11	General land agent	
12	Chief engineer	D. L. Rauch Bethlehem, Pa.
13	V.P. Personnel & Labor Relations	D. S. Reimer Bethlehem, Pa.

6. Give the names and office addresses of the several directors of the respondent at the close of the year, and the dates of expiration of their respective terms.

Line No.	Name of director (a)	Office address (b)	Term expires (c)
14	A. J. Fritchman	Bethlehem, Pa.	February 27, 1979
15	R. O. Hancox	Bethlehem, Pa.	February 27, 1979
16	D. S. Reimer	Bethlehem, Pa.	February 27, 1979
17	T. H. Semmel	Bethlehem, Pa.	February 27, 1979
18	H. J. Umberger	Bethlehem, Pa.	February 27, 1979
19			
20			
21			
22			
23			

7. Give the date of incorporation of the respondent June 15, 1904. State the character of motive power used Diesel Electric

9. Class of switching and terminal company

None

10. Under the laws of what Government, State, or Territory was the respondent organized? If more than one, name all. Give reference to each 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 date of beginning of receivership or trusteeship and of appointment of receivers or trustees

See bottom of Page 3

11. State whether or not any corporation or association or group of corporations had, at the close of the year, the right to name the major part of the board of directors, managers, or trustees of the respondent; and if so, give the names of all such corporations and state whether such right was derived through (a) title to capital stock or other securities issued or assumed by the respondent, (b) claims for advances of funds made for the construction of the road and equipment of the respondent, or (c) express agreement or some other source. Yes, Bethlehem Steel Corporation, a Delaware Corporation, through the exercise of voting power derived from the ownership of all the issued and outstanding shares (except 8 qualifying shares) of the Capital Stock of the respondent.

12. Give hereunder a history of the respondent and its constituent and subconstituent corporations. Describe also the course of consolidation or merging corporation give like particulars for all constituent and subconstituent corporations. The respondent was incorporated under the name of Black Lick and Yellow Creek Railroad Company. Its name was changed to Cambria and Indiana Railroad Company on April 20, 1911. It has not been a party to any consolidation, merger or reorganization. In 1908 the respondent purchased approximately 10 miles of road in exchange for stock.

107. STOCKHOLDERS

Give the names of the 30 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 in order, 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 in schedule No. 70S, the names and addresses of the 30 largest holders of the voting trust certificates and the amount of their individual holdings. If the stock book was not closed or the list of stockholders compiled within such year, show such 30 security holders as of the close of the year.

Line No.	Name of security holder	Address of security holder	NUMBER OF VOTES, CLASSIFIED WITH RESPECT TO SECURITIES ON WHICH BASED				
			Number of votes to which security holder was entitled	Stocks			Other secu- rities with voting pow
				Preferred		First	
				Common	Second		
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
1	R. N. Ball	Bethlehem, Pa.	1	1	0	0	0
2	Bethlehem Steel Corp.	Bethlehem, Pa.	14,992	14,992	0	0	0
3	A. J. Fritchman	Bethlehem, Pa.	1	1	0	0	0
4	R. O. Hancox	Bethlehem, Pa.	1	1	0	0	0
5	D. L. Henn	Bethlehem, Pa.	1	1	0	0	0
6	J. C. Morris	Bethlehem, Pa.	1	1	0	0	0
7	D. S. Reimer	Bethlehem, Pa.	1	1	0	0	0
8	T. H. Semmel	Bethlehem, Pa.	1	1	0	0	0
9	H. J. Umberger	Bethlehem, Pa.	1	1	0	0	0
10							
11							
12							
13							
14							
15							
16							
17							
18							
19							
20							
21							
22							
23							
24							
25							
26							
27							
28							
29							
30							

Item 10-Page 2 - Pennsylvania Section 8 of "An Act to Authorize the Formation of Railroad Corporations" approved April 4, 1868 (PL 62). This Corporation was incorporated June 15, 1904 as the Black Lick and Yellow Creek Railroad Company and by appropriate proceedings was changed to the Cambria and Indiana Railroad Company April 20, 1911. Item 12 - Page 2 - Between 1911 and 1918 an additional 22.6 miles of road were constructed. The acquisition and construction were financed partly through the issuance of capital stock and partly through the issuance of secured and unsecured indebtedness all of which has since been retired.

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.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - ASSETS

Line No.	Item (a)	Respondent Only	
		Balance at Close of Year (b)	Balance at Beginning of Year (c)
	CURRENT ASSETS	\$	\$
1	Cash	108,789	93,043
2	Temporary Cash Investments	2,638,397	200,000
3	Special Deposits	398,194	268,599
4	Accounts Receivable		
5	Less: Allowance for Uncollectible Accounts		
6	Accumulated Deferred Income Tax Charges	526,123	2,388,339
7	Other Current Assets	3,671,503	2,949,981
8	Total Current Assets		
	OTHER ASSETS		
9	Special Funds	41,385	9,019
10	Other Investments and Advances - (Less Allowances and adjustments \$)	7,282	41,385
11	Other Assets (Less Depreciation and Amortization \$)		7,282
12	Other Deferred Debits	48,667	57,686
13	Total Other Assets		
	ROAD AND EQUIPMENT		
14	Road and Equipment Property and Improvements on Leased Property	17,184,498	16,689,738
15	Less: Accumulated Depreciation and Amortization	(6,947,152)	6,735,922
16	Net Road and Equipment	10,237,346	9,953,816
17	Total Assets	13,957,516	12,961,483
	CURRENT LIABILITIES		
18	Loans and Notes Payable	436,098	331,965
19	Accounts Payable		
20	Interest and Dividends Payable	182,000	135,000
21	Federal Income Taxes Accrued	40,468	(53,187)
22	Other Taxes Accrued		
23	Other Current Liabilities		
24	Equipment Obligations and Other long-term Debt Due Within One Year	658,566	413,778
25	Total Current Liabilities		
	NON CURRENT LIABILITIES		
26	Funded Debt Unmatured		
27	Equipment Obligations		
28	Capitalized Lease Obligations	481,000	342,000
29	Accumulated Deferred Income Tax Credits		
30	Other Long-term Liabilities and Deferred Credits	481,000	342,000
31	Total Non current Liabilities		
	SHAREHOLDERS EQUITY		
	Capital Stock	1,500,000	1,500,000
32	Common Stock		
33	Preferred Stock		
34	Discount on Capital Stock		
35	Additional Capital		

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - LIABILITIES AND SHAREHOLDERS' EQUITY—Continued

Line No.	Item (a)	Respondent Only	
		Balance at Close of Year (b)	Balance at Beginning of Year (c)
	SHAREHOLDERS' EQUITY—Continued	\$	\$
	Retained Earnings		
36	Appropriated	11,317,950	10,705,705
37	Unappropriated		
38	Net unrealized Loss on Noncurrent Marketable Equity Securities		
39	Less: Treasury Stock	12,817,950	12,205,705
40	Net Shareholders' Equity	13,957,516	12,961,483
41	Total Liabilities and Shareholders' Equity		

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - 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 entries have been made for net income or retained income restricted under provisions of mortgages and other arrangements.

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

2. Estimated amount of future earnings which can be realized before paying Federal income taxes because of unused and available net operating loss carryover on January 1 of the year following that for which the report is made \$ None

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

(b) State amount, if any, representing the excess of the actuarially computed value of vested benefits over the total of the pension fund \$ 1,487,000.

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

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

(ii) If funding is by trust agreement list trustee(s)

Date of trust agreement or latest amendment

If respondent is affiliated, if any way with the trustee(s), explain affiliation

employees of Bethlehem Steel Corporation"

"Davis T. Dunbar, Walter W. Buckley, Jr., C. Anderson Chafey, Jr."

December 31, 1928, amended December 31, 1975

"All of the Trustees are active

(d) List affiliated companies which are included in the pension plan funding agreement and describe basis for allocating charges under the agreement See 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 ☐ No ☒

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

(ii) Are voting rights attached to any securities held by the pension plan? Specify Yes ☒ No ☐ If yes, who determines how stock is voted? "Trustees of the Pension Trust"

4. State whether a segregated political fund has been established as provided by the Federal Election Campaign Act of 1971 (18 U.S.C. 610) YES ☐ NO ☒

3(a) "Calculations were made in accordance with what is generally referred to as an entry age normal cost frozen initial liability method. Procedure in accounting for pensions is consistent with prior year's treatment".

3(d) "See attached list. Charges are allocated on the basis of balance of unfunded prior service cost, benefits provided and employee age and service mix".

PENSION PLAN OF BETHLEHEM STEEL CORPORATION AND SUBSIDIARY COMPANIES

PENSION COST FOR 1978 COMPARED WITH MAXIMUM
ALLOWABLE FOR FEDERAL INCOME TAX PURPOSES

	Pension Contribution For 1978 \$	UNFUNDED FROZEN LIABILITY			10-Year Amortization of Initial Unfunded \$	Current Service Contribution \$	Maximum Allowance Contribution \$
		Remaining Unfunded At January 1, 1978 \$	Funded Since 1960 \$	Initial Unfunded As Adjusted \$			
PENSION PLAN OF BETHLEHEM STEEL CORPORATION AND SUBSIDIARY COMPANIES	<u>284,729,443*</u>	<u>1,119,852,674</u>	<u>119,675,234</u>	<u>1,239,527,908</u>	<u>176,480,885</u>	<u>190,003,540</u>	<u>366,856,154*</u>
ALLOCATION AMONG EMPLOYING COMPANIES:							
Bethlehem Steel Corporation	263,918,849*	1,052,569,266	93,784,807	1,146,354,073	163,215,027	176,186,937	339,773,693*
Bethlehem Steel Export Corporation	249,051	872,051	537,194	1,409,245	200,645	147,840	348,485
Bethlehem Steel Export Company of Canada, Limited	2,200	19,445	23,038	42,483	6,048	(292)	5,756
Lane Fabricators, Inc.	2,069	-	-	-	-	2,069	2,069
Lane Metal Products Company, Inc.	190,267	477,202	13,446	490,648	69,857	151,725	221,582
Manufacturers Water Company, The	55,879	251,078	106,532	357,610	50,916	29,504	80,420
Mining Subsidiary Companies:							
Beth-Elkhorn Corporation	1,195,058	3,814,168	1,251,019	5,065,187	721,169	816,691	1,537,860
Marmoraton Mining Company, Ltd.	4,224	21,898	5,408	27,306	3,888	2,084	5,972
Bethlehem Mines Corporation	12,312,213	37,979,850	14,398,544	52,378,394	7,457,505	8,363,619	15,821,124
Drummond Dolomite Incorporated	195,202	1,095,612	135,481	1,231,093	175,280	98,496	273,776
Iron Mine Company of Venezuela	52,255	-	-	-	-	52,255	52,255
Railroad Subsidiary Companies:							
Cambria and Indiana Railroad Company	187,644	756,811	342,204	1,099,015	156,475	105,458	261,933
Conemaugh & Black Lick Railroad Company	1,080,107	4,126,319	1,910,682	6,037,001	859,533	632,820	1,492,353
Patapsco & Back Rivers Railroad Company	1,481,712	5,151,777	2,317,557	7,470,934	1,063,693	926,538	1,990,231
Philadelphia, Bethlehem and New England Railroad Company	1,487,831	5,484,916	2,085,675	7,570,591	1,077,882	919,243	1,997,125
South Buffalo Railway Company	1,473,501	4,680,008	2,195,288	6,875,296	978,887	963,925	1,942,812
Steelton & Highspire Railroad Company	221,698	671,187	330,878	1,002,065	142,671	147,150	289,821
Water Transportation Subsidiary Companies:							
Interocean Shipping Company	336,542	1,234,288	171,763	1,406,051	200,190	228,565	428,755
Steamship Service Corporation	157,733	414,429	41,905	456,334	64,972	122,815	187,787
Venore Transportation Company	125,408	270,769	23,813	254,582	36,247	106,098	142,345
	<u>\$284,729,443*</u>	<u>\$1,119,852,674</u>	<u>\$119,675,234</u>	<u>\$1,239,527,908</u>	<u>\$176,480,885</u>	<u>\$190,003,540</u>	<u>\$366,856,154*</u>

*Includes a payment of \$371,729 to Pension Benefit Guaranty Corporation.

210. RESULTS OF OPERATIONS

INSTRUCTIONS

1. Disclose the requested information for the respondent pertaining to the results of operations for the year.
2. List dividends from investments accounted for under the cost method on the appropriate line, under subsection "Other Income." List dividends accounted for under the equity method on the appropriate line under the "Income from Affiliated Companies" subsection of this schedule.
3. All contra entries hereunder should be indicated in parenthesis.

210. RESULTS OF OPERATIONS

Line No.	Item (a)	Amount for Current Year (b)
	ORDINARY ITEMS	\$
	OPERATING INCOME	
	Railway Operating Income	
1	Freight	2,619,124
2	Passenger	
3	Other	20,639
4	Total Railway Operating Revenues	2,639,763
5	Railway Operating Expenses	1,656,035
6	*Net Revenue from Railway Operations	983,728
	OTHER INCOME	
7	Dividend income	
8	Interest income	159,478
9	Other income; Other	7,223
	Income from affiliated companies:	
10	Dividends	
11	Equity in undistributed earnings (losses)	
12	Total other income (Lines 7-11)	166,701
13	Total income (Lines 6, 12)	1,150,429
	OTHER DEDUCTIONS	
14	Miscellaneous deductions from income	3,990
15	Fixed charges	
	UNUSUAL OR INFREQUENT ITEMS	
16	Unusual or infrequent items (debit) credit	
17	Income (loss) from continuing operations (before income taxes) (Line 13 less Lines 14-16)	1,146,439
	PROVISIONS FOR INCOME TAXES	
	Income taxes on ordinary income:	
18	Federal income taxes	181,392
19	State income taxes	213,802
20	Other income taxes	
21	Provisions for deferring income taxes	139,000
22	Income before extraordinary items (Line 17 less Lines 18-22)	612,245
	EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES	
23	Extraordinary items (net)	
24	Income taxes on extraordinary items	
25	Provisions for deferred taxes - Extraordinary items	
26	Total extraordinary items (Lines 23-25)	
27	Cumulative effect of changes in accounting principles	
28	(Less applicable income taxes of \$)	
29	Net income	612,245

210. RESULTS OF OPERATIONS—Continued

Line No.	Item (a)	Amount for Current Year (b)
	RECONCILIATION OF NET RAILWAY OPERATING INCOME (NROI)	
30	Net revenues from railway operations	983,728
31	Income taxes on ordinary income	395,194
32	Provisions for deferred income taxes	139,000
33	Income from Lease of Road and Equipment	
34	Rent for leased Roads and Equipment	
35	Net Railway Operating Income	449,534
	Ton-miles, Revenue Freight (in thousands)	11,740



330. ROAD AND EQUIPMENT PROPERTY

1. Give particulars of changes during the year in Road and Equipment property, and Improvements on leased property.
2. Gross charges during the year should include disbursements made for the specific purpose of purchasing, constructing, and equipping new lines, extensions of old lines, and for additions and betterments. Both the debit and credit involved in each transfer, adjustment, or clearance, between road and equipment accounts, should be included in columns (c) and (d), as may be appropriate, depending on the nature of the item. Adjustments in excess of \$100,000 should be explained.
3. Report on line 35 amounts not includable in the primary road accounts. The items reported should be briefly identified and explained in a footnote on page 10.

Line No.	ITEM (a)	Balance at beginning of year (b)	Gross charges during year (c)	Credits for property retired during year (d)	Balance at close of year (e)	Accrued depreciation at close of year (f)
1 (1)	Engineering	154,081		58	154,023	13,774
2 (2)	Land for transportation purposes	335,350		4	335,346	
3 (2 1/2)	Other right-of-way expenditures				957,593	(7,213)
4 (3)	Grading	957,593			957,593	
5 (5)	Tunnels and subways				665,963	241,197
6 (6)	Bridges, trestles, and culverts	665,963			665,963	
7 (7)	Elevated structures					
8 (8)	Ties	194,951		278	194,673	
9 (9)	Rails	580,696	1,388	769	581,315	
10 (10)	Other track material	351,238	8,480	915	358,803	
11 (11)	Ballast	252,551		355	252,196	
12 (12)	Track laying and surfacing	240,910		420	240,490	
13 (13)	Fences, snowsheds, and signs	222			222	138
14 (16)	Station and office buildings	134,900			134,900	28,845
15 (17)	Roadway buildings	5,793			5,793	1,412
16 (18)	Water stations					
17 (19)	Fuel stations	32,335			32,335	14,155
18 (20)	Shops and enginehouses	270,441			270,441	125,910
19 (21)	Grain elevators					
20 (22)	Storage warehouses					
21 (23)	Wharves and docks					
22 (24)	Coal and ore wharves					
23 (25)	TOFC/C/FC terminals					
24 (26)	Communication systems	21,762			21,762	6,758
25 (27)	Signals and interlockers					
26 (29)	Power plants					
27 (31)	Power-transmission systems	3,397			3,397	2,257
28 (35)	Miscellaneous structures					
29 (37)	Roadway machines	359,999	11,575		371,574	186,963
30 (38)	Roadway small tools	680			680	
31 (39)	Public improvements - Construction	43,335			43,335	3,670
32 (43)	Other expenditures - Road					
33 (44)	Shop machinery	430,647		4,279	426,368	186,382
34 (45)	Power-plant machinery					
35	Other (specify and explain)					
36	Total Expenditures for Road	5,036,844	21,443	7,078	5,051,209	804,248
37 (52)	Locomotives	2,384,887		105,133	2,279,754	1,229,704
38 (53)	Freight-train cars	8,978,603	1,145,584	580,527	9,543,660	4,798,650
39 (54)	Passenger-train cars					
40 (55)	Highway revenue equipment					
41 (56)	Floating equipment					
42 (57)	Work equipment	109,479			109,479	80,706
43 (58)	Miscellaneous equipment	59,148			59,148	33,844
44	Total Expenditures for Equipment	11,532,117	1,145,584	685,660	11,992,041	6,142,904

330. ROAD AND EQUIPMENT PROPERTY—Continued

Line No.	ITEM (a)	Balance at beginning of year (b)	Gross charges during year (c)	Credits for property retired during year (d)	Balance at close of year (e)	Accrued depreciation at close of year (f)
45 (71)	Organization expenses					
46 (76)	Interest during construction	75,465		76	75,389	
47 (77)	Other expenditures - General	21,900		23	21,877	
48	Total General Expenditures	97,365		99	97,266	
49	Total	16,666,326	1,167,027	692,837	17,140,516	6,947,152
50 (80)	Other elements of investments					
51 (90)	Construction work in progress	23,412	20,570		43,982	
52	Grand Total	16,689,738	1,187,597	692,837	17,184,498	6,947,152

795. IMPORTANT CHANGES DURING THE YEAR

Hereunder state the following matters, numbering the statements in accordance with the inquiries, and if no changes of the character below indicated occurred during the year, state that fact. Changes in mileage should be stated to the nearest hundredth of a mile. 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.

1. All portions of road put in operation or abandoned, giving (a) termini, (b) length of road, and (c) dates of beginning operations or of abandonment.*
2. All other important physical changes, including herein *all new tracks built*.*
3. All leaseholds acquired or surrendered, giving (a) dates, (b) length of terms, (c) names of parties, (d) rents, and (e) other conditions.
4. All agreements for trackage rights acquired or surrendered, giving (a) dates, (b) length of terms, (c) names of parties, (d) rents, and (e) other conditions.
5. All consolidations, mergers, and reorganizations effected, giving particulars.
6. All stocks issued, giving (a) purposes for which issued, (b) names of stocks, and (c) amounts issued, and describing (d) the actual consideration realized, giving (e) amounts and (f) values, give similar information concerning all stocks retired (if any).
7. All funded debt issued, giving (a) purposes for which issued, (b) names of securities and (c) amounts issued, and describing (d) the actual consideration realized, giving (e) amounts and (f) values, also give particulars concerning any funded debt paid or otherwise retired, stating (a) date acquired, (b) date retired or canceled, (c) par value of amount retired.
8. All other important financial changes.
9. All changes in and all additions to franchise rights, describing fully (a) the actual consideration given therefor, and stating (b) the parties from whom acquired; if no consideration was given, state that fact.
10. In case the respondent has not yet begun operation, and no construction has been carried on during the year, state fully the reasons therefor.
11. All additional matters of fact (not elsewhere provided for) which the respondent may desire to include in its report.

1
2
3
4
5
6
7
8
9
10
11

NONE

*If returns under items 1 and 2 include any first main track owned by respondent representing new construction or permanent abandonment give the following particulars:

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.

710. INVENTORY OF EQUIPMENT

INSTRUCTIONS

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 of equipment purchased, built in company shops, or otherwise acquired.
3. Units leased to others for a period of one year or more are reportable in column (i); units temporarily out of respondent's service and rented to others for less than one year are to be included in column (e); units rented from others for a period less than one year should not be included in column (f). Units installed during the year and subsequently leased to others for a year or more should be shown as added in column (c), as retired in column (d), and 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, slugs, etc.
7. Column (h) should show aggregate capacity for all units reported in column (g), 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); or tractive effort of steam locomotive units; 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; for passenger-train cars report the number of passenger seats available for revenue service, coupling one passenger to each berth in sleeping cars.

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

Line No.	Item	Units in service of respondent at beginning of year	Number added during year	Number retired during year	Number at close of year			Aggregate capacity of units reported in col. (g) (see ins. 7)	Number leased to others at close of year
					Owned and used	Leased from others	Total in service of respondent (e+f)		
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)
LOCOMOTIVE UNITS									
1	Diesel-Freight A units							(h.p.)	
2	Diesel-Freight B units								
3	Diesel-Passenger A units								
4	Diesel-Passenger B units								
5	Diesel-Multiple purpose A units								
6	Diesel-Multiple purpose B units								
7	Diesel-Switching A units	19		1	18		18	23,400	
8	Diesel-Switching B units								
9	Total (lines 1-8)	19		1	18		18	xxxxxxx	
10	Electric Locomotives								
11	Other self-powered units								
12	Total (lines 9, 10 and 11)	19		1	18		18	xxxxxxx	
13	Auxiliary units	19		1	18		18	xxxxxxx	
14	Total Locomotive Units (lines 12 and 13)								

NON

UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS—Cont.

Line No.	Item (a)	Units in service of respondent at beginning of year (b)	Number added during year (c)	Number retired during year (d)	Number at close of year			Aggregate capacity of units reported in col. (g) (see ins. 7) (h)	Number leased to others at close of year (i)
					Owned and used (e)	Leased from others (f)	Total in service of respondent (e + f) (g)		
	FREIGHT TRAIN CARS							Tons	
15	Plain Box Cars - 40' (B100-129)								
16	Plain Box Cars - 50' (B200-229, B300-329)								
17	Equipped Box Cars (All Code A)								
18	Plain Gondola Cars (G092-392, G401-492)								
19	Equipped Gondola Cars (All Codes C and E)								
20	Covered Hopper Cars (L 151-154; 251-254; 351-354; 451-454; 551-554; 651-654; 751-754)								
21	Open Top Hopper Cars - General Service (All Code H)	912	66	66	912		912	64,395	
22	Open Top Hopper Cars - Special Service (All Codes J and K)								
23	Refrigerator Cars - Non Mechanical (R 100, 101, 102, 103, 105, 106, 107, 108, 109, 113, 114, 115, 116, R 200, 201, 202, 203, 205, 206, 207, 208, 209, 213, 214, 215, 216)								
24	Refrigerator Cars - Mechanical (R 104, 110, 112, 117, 118, R 204, 210, 211, 212, 217, 218)								
25	Flat Cars - TOFC/COFC (F 071-078 F 871-978)								
26	Flat Cars - Multi-level (All Code V)								
27	Flat Cars - General Service (F 101-109; F 201-209)								
28	Flat Cars - Other (F 11-189; 211-289; 301-389; 401-540)								
29	Tank Cars - Under 22,000 Gallons (T-0, T-1, T-2, T-3, T-4, T-5)								
30	Tank Cars - 22,000 Gallons and over (T-6, T-7, T-8, T-9)								
31	All Other Freight Cars (F 191-199; 291-299; 391-399; L 006-048; L 070, L 080 L 090 - All "L" with second numeric 6; L 161-L 764)								
32	Total (lines 15-31)	912	66	66	912		912	64,395	
33	Caboose (All N)	3			3		3	XXXXXX	
34	Total (lines 32-33)	915	66	66	915		915	XXXXXX	

NONE

720. TRACKS

(1) Show, by State, total mileage of tracks owned and operated by respondent 57.20

(2) Show, by State, mileage of tracks owned but not operated by respondent: First main track None
 second and additional main tracks None industrial tracks None
 yard track and sidings None total, all tracks None (t) 37.56

(3) Road is completed from (Line Haul Railways only)* See Below to Total distance, 37.56
 miles

(4) Road located at (Switching and Terminal Companies only)* Not Applicable
4 ft. 8-1/2 in.

(5) Gage of track 4

(6) Weight of rail 100, 115, 130, 131, 132 lb. per yard Treated 2,978 per mile

(7) Kind and number per mile of crossties None

(8) State number of miles electrified: First main track None second and additional main tracks None
 yard switching tracks None passing tracks, cross-overs, and turn-outs None way switching tracks None

(9) Ties applied in replacement during year: Number of crossties 2,385 average cost per tie, \$ 13.73 number of feet
 (B.M.) of switch and bridge ties 7,582 average cost per M feet (B.M.), \$ 212.24

(10) Rail applied in replacement during year: Tons (2,000 pounds) 174.63 Weight per year 100, 115, 131, 132#
 cost per ton, \$ 141.85

*Insert names of places.

(t) Mileage should be stated to the nearest whole mile.

(3) Single Track

Colver to Manver	18.66 miles
Elkdale to Nexis	4.19 miles
Regan to Nanty-Glo	7.70 miles
Nanty Glo to Steel	5.43 miles
Bethlehem to Cambria Slope	1.58 miles
	<u>37.56 miles</u>

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 Pennsylvania
County of Northampton ss. Auditor
A. J. Fritchman makes oath and says that he is Auditor
(Insert here the name of the affiant) (Insert here the official title of the affiant)

of CAMBRIA AND INDIANA RAILROAD COMPANY
(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 January 1, 1978, to and including December 31, 1978

A. J. Fritchman
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public in and for the State and
county above named, this 23rd day of May, 1979
My commission expires Feb. 2, 1981

Donald L. Henn
(Signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH

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

State of Pennsylvania
County of Northampton ss. President
T. H. Semmel make oath and says that he is President
(Insert here the name of the affiant) (Insert here the official title of the affiant)

of CAMBRIA AND INDIANA RAILROAD COMPANY
(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 operation of its property during

the period of time from and including January 1, 1978, to and including December 31, 1978

T. H. Semmel
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public in and for the State and
county above named, this 23rd day of May, 1979
My commission expires Feb. 2, 1979

Donald L. Henn
(Signature of officer authorized to administer oaths)