

ANNUAL REPORT 1973

726801

CAROLINA & NORTHWESTERN RAILWAY CO.

1 OF 2

ORIGINAL

726801

RAIL E

annual report



FINAL REPORT

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.)

Lessors of CAROLINA AND NORTHWESTERN RAILWAY COMPANY



FOR THE YEAR ENDED DECEMBER 31, 1973

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. 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 information 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. * * *

(7) (b). 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: * * *

(7) (c). 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. * * *

(8) 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, * * *.

Each 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 2.

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. Items of an unusual character should be indicated by appropriate symbol and footnote.

Money items (except averages) throughout this annual report form should be shown in units of dollars adjusted to accord with footings.

6. Each respondent should make its annual report to this Commission in triplicate, retaining one copy in its files for reference in case correspondence with regard to such report becomes necessary. For this reason three copies of the form are supplied.

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, is one that maintains a separate legal existence and keeps financial but not operating accounts. (In making reports, lessor companies use Annual Report Form E.)

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

Class I companies are those having annual operating revenues of \$5,000,000 or more. (For this class, Annual Report Form A is provided.)

Class II companies are those having annual operating revenues below \$5,000,000. (For this class, Annual Report Form C is provided.)

In applying this classification to any switching or terminal company which is operated as a joint facility of owning or tenant railways, 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.

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 each 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 the 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.

FOR THE INDEX SEE THE INSIDE OF BACK COVER

See also "Instructions regarding the use of this report form" on page 1

ANNUAL REPORT

OF

LESSORS OF

CAROLINA AND NORTHWESTERN RAILWAY COMPANY

TO THE

INTERSTATE COMMERCE COMMISSION

FOR THE

YEAR ENDED DECEMBER 31, 1973

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

(Name) F. A. LUCKETT (Title) Assistant Comptroller
(Telephone number) 202 628-4460
(Area code) (Telephone number)
(Office address) 920 - 15th Street, N. W., Washington, D. C. 20005
(Street and number, City, State, and ZIP code)

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.

Page 8: Schedule 200A. Comparative General Balance Sheet - Assets

Page 10: Schedule 200L. Comparative General Balance Sheet - Liabilities and Shareholders' Equity

Titles of accounts 705 and 752, respectively, have been revised to conform with the Uniform System of Accounts for Railroad Companies.

Provision has been made for reporting comparative data of respective assets included in accounts 731 and 732.

Page 19-27: Schedule 217. Investments in Affiliated Companies

Schedule 218. Other Investments

Schedule 221. Securities, Advances, and Other Intangibles Owned Or Controlled Through Nonreporting Carrier and Noncarrier Subsidiaries

Instructions have been revised to provide for reporting the book value of investments.

Page 62: Schedule 562: Compensation of Officers, Directors, Etc.

Minimum dollar amount has been increased to \$40,000.

INSTRUCTIONS REGARDING THE USE OF THIS REPORT FORM

This annual report is arranged in columnar form so that it may include returns for a single lessor company, or for several lessor companies whose properties are leased to the same operating railway, provided that the books of account are under the general supervision of the same accounting officer.

Separate returns are required to be shown for each lessor, the name of the reporting company to be entered in the box heading or in the column on the left of the several schedules, as may be applicable.

If the report is made for a single company, the exact corporate name should appear on the cover, title page, page 2, and in the oath and supplemental oath.

A report made for a number of lessor companies may show an appropriate designation, such as "Lessors of the

..... Railroad Company" on the cover and title page, but the oath and supplemental oath must be completed for each corporation, except as provided therein.

Reports filed under the designation "Lessors of the

..... Railroad Company" should contain hereunder the names of the lessor companies that are included in this report, and the names of those that file separately.

Names of lessor companies included in this report

Blue Ridge Railway Company

Danville and Western Railway Company

High Point, Randleman, Asheboro and
Southern Railroad Company

Yadkin Railroad Company

Names of lessor companies that file separate reports

In completing the various schedules in this report form, list the information concerning the lessor companies in the order in which their names appear on the balance sheet. Such additional pages as may be necessary will be furnished by the Commission on request.

101. IDENTITY OF LESSOR COMPANIES INCLUDED IN THIS REPORT

Give hereunder the exact corporate name and other particulars called for concerning each lessor company included in this report. The corporate name should be given in full, exactly as it appears in the articles of incorporation, using the words "The" and "Company" only when they are parts of the corporate name. Be careful to distinguish between *railroad* and *railway*. If receivers, trustees, or a committee of bondholders are in possession of the property of

any of the lessor companies, state their names and the court of jurisdiction in column (a) and give the date when such receivership, trusteeship, or other possession began, in addition to the date of incorporation, in column (b).

If a consolidation or merger was effected during the year, particulars should be given in Schedule 591, "Changes during the year."

Line No.	Exact name of lessor company (a)	INCORPORATION		CORPORATE CONTROL OVER RESPONDENT		Total number of stockholders (f)	Total voting power of all security holders at close of year (g)
		Date of incorporation (b)	Name of State or Territory in which company was incorporated (c)	Name of controlling corporation (d)	Extent of control (percent) (e)		
1	Blue Ridge Railway Company	9/28/1901	South Carolina	Southern Railway Company	100.00	6	1 000
2							
3	Danville and Western Railway Company	1/12/1891	Virginia	Southern Railway Company	100.00	1	3 686
4							
5	High Point, Randleman, Asheboro and Southern Railroad Company	2/21/1883 2/26/1887	North Carolina	Southern Railway Company	85.73	130	4 962
6							
7	Yadkin Railroad Company	4/5/1871	North Carolina	Southern Railway Company	74.40	6	12 500
8							
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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.

109. STOCKHOLDERS AND VOTING POWERS

1. Give the names of the five security holders who had the highest voting powers in each lessor company included in this report. This information should be given as of the close of the year, or, if not available, at the date of the latest compilation of a list of stockholders. If any holder held the stock in trust, give particulars of the trust in a footnote. In the case of voting trust agreements give, as supplemental information on page 12 the names and addresses of the 30 largest holders of the voting trust certificates and the amount of their individual holdings.

Line No.	Name of lessor company (a)	Name of stockholder (b)	Voting power (c)	Name of stockholder (d)	Voting power (e)	Name of stockholder (f)	Voting power (g)	Name of stockholder (h)	Voting power (i)	Name of stockholder (j)	Voting power (k)
1	Blue Ridge Railway Company	Southern Railway Co.	995	W. Graham Claytor, Jr.	1	Milton M. Davenport	1	Mahlon D. Edwards	1	Karl A. Stoecker	1
2											
3											
4	Danville and Western Railway Company	Southern Railway Co.	3,686								
5											
6											
7											
8	High Point, Randleman Asheboro and Southern Railroad Company	*	4,250	Town of High Point	200	Randleman Mfg. Co.	99	Naomi Falls Mfg. Co.	93	J. E. Williams, Treasurer Worth Mfg. Co.	25
9											
10											
11	Yadkin Railroad Company	*	9,289	Commissioners for Stanley County	2,000	Commissioners of Rowan County for Salisbury	1,000	Commissioners of Rowan County for Gold Hill Township	140	Commissioners of Rowan County for Morgan Township	60
12											
13											
14											
15											
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19											
20											
21											
22		* Held by Manufacturers Hanover Trust Company as Trustee, Under First Consolidated Mortgage Deed of Southern Railway Company dated October 2, 1894.									
23											
24											
25											
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29											
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2. Give particulars called for regarding each lessor company included in this report, entering the initials of the lessor companies in the column headings.

INITIALS OF RESPONDENT COMPANIES

State total number of votes cast at latest general meeting for election of directors of respondent
Give the date of such meeting
Give the place of such meeting

Blue Ridge Ry. Co.	D. & W. Ry. Co.	HPRA&S RR CO.	Yadkin RR Co.
995	3,686	4,254	9,300
Apr. 4, 1973	Apr. 4, 1973	May 24, 1973	May 24, 1973
Greenv. S.C.	Wash. D.C.	Wash., D.C.	Wash., D.C.

112. DIRECTORS

Give particulars of the various directors of respondents at the close of the year.

Line No.	Item	Blue Ridge Railway Company	Danville and Western Railway Company	High Point, Randleman Asheboro and Southern Railroad Company
1	Name of director	W. Graham Claytor, Jr.	W. Graham Claytor, Jr.	W. Graham Claytor, Jr.
2	Office address	Washington, D. C.	Washington, D. C.	Washington, D. C.
3	Date of beginning of term	April 4, 1973	April 4, 1973	May 24, 1973
4	Date of expiration of term	*	*	*
5	Name of director	Milton M. Davenport	Milton M. Davenport	Joseph A. Baily
6	Office address	Washington, D. C.	Washington, D. C.	Washington, D. C.
7	Date of beginning of term	April 4, 1973	April 4, 1973	May 24, 1973
8	Date of expiration of term	*	*	*
9	Name of director	Mahlon D. Edwards	Mahlon D. Edwards	Milton M. Davenport
10	Office address	Washington, D. C.	Washington, D. C.	Washington, D. C.
11	Date of beginning of term	April 4, 1973	April 4, 1973	May 24, 1973
12	Date of expiration of term	*	*	*
13	Name of director	Karl A. Stoecker	Karl A. Stoecker	Mahlon D. Edwards
14	Office address	Washington, D. C.	Washington, D. C.	Washington, D. C.
15	Date of beginning of term	April 4, 1973	April 4, 1973	May 24, 1973
16	Date of expiration of term	*	*	*
17	Name of director	Robert W. Van Ness	Robert W. Van Ness	John R. Kibler
18	Office address	Washington, D. C.	Washington, D. C.	Washington, D. C.
19	Date of beginning of term	April 4, 1973	April 4, 1973	May 24, 1973
20	Date of expiration of term	*	*	*
21	Name of director			Karl A. Stoecker
22	Office address			Washington, D. C.
23	Date of beginning of term			May 24, 1973
24	Date of expiration of term			*
25	Name of director			Robert W. Van Ness
26	Office address			Washington, D. C.
27	Date of beginning of term			May 24, 1973
28	Date of expiration of term			*
29	Name of director			
30	Office address			
31	Date of beginning of term			
32	Date of expiration of term			
33	Name of director			
34	Office address			
35	Date of beginning of term			
36	Date of expiration of term			
37	Name of director			
38	Office address			
39	Date of beginning of term			
40	Date of expiration of term			
41	Name of director			
42	Office address			
43	Date of beginning of term			
44	Date of expiration of term			
45	Name of director			
46	Office address			
47	Date of beginning of term			
48	Date of expiration of term			
49	Name of director			
50	Office address			
51	Date of beginning of term			
52	Date of expiration of term			
53	Name of director			
54	Office address			
55	Date of beginning of term			
56	Date of expiration of term			
57	Name of director			
58	Office address			
59	Date of beginning of term			
60	Date of expiration of term			

112. DIRECTORS--Concluded

Enter the names of the lessor companies in the column headings.

				Line No.
Yadkin Railroad Company				
W. Graham Claytor, Jr.				1
Washington, D. C.				2
May 24, 1973				3
*				4
Robert D. Allen				5
Washington, D. C.				6
May 24, 1973				7
*				8
M. D. Bradley				9
Washington, D. C.				10
May 24, 1973				11
*				12
Milton M. Davenport				13
Washington, D. C.				14
May 24, 1973				15
*				16
Mahlon D. Edwards				17
Washington, D. C.				18
May 24, 1973				19
*				20
B. B. Fulk, Jr.				21
Washington, D. C.				22
May 24, 1973				23
*				24
John R. Kibler				25
Washington, D. C.				26
May 24, 1973				27
*				28
Karl A. Stoecker				29
Washington, D. C.				30
May 24, 1973				31
*				32
Robert W. Van Ness				33
Washington, D. C.				34
May 24, 1973				35
*				36
			* Directors are elected at annual	37
			meeting for ensuing year or until	38
			their successors shall have been	39
			elected and qualified.	40
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113. PRINCIPAL GENERAL OFFICERS OF CORPORATION, RECEIVER, OR TRUSTEE

Give particulars of the various general officers of respondents at the close of the year. Enter the names of the lessor companies in the column headings.

Line No.	Item	Blue Ridge Railway Company	
		Danville and Western Railway Company	High Point, Randleman, Asheboro and Southern Railroad Company
		Yadkin Railroad Company	
1	Name of general officer.....	W. Graham Claytor, Jr.	
2	Title of general officer.....	President	
3	Office address.....	Washington, D. C.	
4	Name of general officer.....	L. Stanley Crane	
5	Title of general officer.....	Vice President	
6	Office address.....	Washington, D. C.	
7	Name of general officer.....	Robert S. Hamilton	
8	Title of general officer.....	Vice President	
9	Office address.....	Washington, D. C.	
10	Name of general officer.....	James H. McGlothlin	
11	Title of general officer.....	Vice President	
12	Office address.....	Washington, D. C.	
13	Name of general officer.....	George S. Paul	
14	Title of general officer.....	Vice President	
15	Office address.....	Washington, D. C.	
16	Name of general officer.....	Edward T. Breathitt, Jr.	
17	Title of general officer.....	Vice President	
18	Office address.....	Washington, D. C.	
19	Name of general officer.....	Earl L. Dearhart, Jr.	
20	Title of general officer.....	Vice President	
21	Office address.....	Washington, D. C.	
22	Name of general officer.....	Harold H. Hall	
23	Title of general officer.....	Vice President	
24	Office address.....	Washington, D. C.	
25	Name of general officer.....	John L. Jones	
26	Title of general officer.....	Vice President	
27	Office address.....	Atlanta, Ga.	
28	Name of general officer.....	Edward G. Kreyling, Jr.	
29	Title of general officer.....	Vice President	
30	Office address.....	Washington, D. C.	
31	Name of general officer.....	Arnold B. McKinnon	
32	Title of general officer.....	Vice President	
33	Office address.....	Washington, D. C.	
34	Name of general officer.....	William D. McLean	
35	Title of general officer.....	Vice President	
36	Office address.....	Washington, D. C.	
37	Name of general officer.....	Walter W. Simpson	
38	Title of general officer.....	Vice President	
39	Office address.....	Washington, D. C.	
40	Name of general officer.....	Karl A. Stoecker	
41	Title of general officer.....	Vice President	
42	Office address.....	Washington, D. C.	
43	Name of general officer.....	Donald R. McArdle	
44	Title of general officer.....	Comptroller	
45	Office address.....	Washington, D. C.	
46	Name of general officer.....	Milton M. Davenport	
47	Title of general officer.....	Secretary	
48	Office address.....	Washington, D. C.	
49	Name of general officer.....	G. M. Williams	
50	Title of general officer.....	Treasurer	
51	Office address.....	Washington, D. C.	
52	Name of general officer.....		
53	Title of general officer.....		
54	Office address.....		
55	Name of general officer.....		
56	Title of general officer.....		
57	Office address.....		
58	Name of general officer.....		
59	Title of general officer.....		
60	Office address.....		

113. PRINCIPAL GENERAL OFFICERS OF CORPORATION, RECEIVER, OR TRUSTEE--Concluded

If there are receivers, trustees, or committees, who are recognized as in the controlling management of the road, give also their names and titles, and the location of their offices.

Blue Ridge Railway Company				Line No.
Danville and Western Railway Company				1
High Point, Randleman Asheboro and Southern Railroad Company				2
Yadkin Railroad Company				3
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200A. GENERAL BALANCE SHEET—ASSET SIDE

Show hereunder the asset side of the balance sheet at close of year of each lessor company included in this report, entering the names of the lessor companies in the column headings. For instructions covering this schedule, see the text pertaining to General Balance Sheet Accounts

Line No.	Account (a)	Blue Ridge (b)		D&W (c)		HPRA&S (d)		Yadkin (e)	
CURRENT ASSETS									
1	(701) Cash.....	\$ 10	504	\$ 15	626	\$ 11	705	\$ 78	
2	(702) Temporary cash investments.....	748	366	824	492	121	161	1	198 620
3	(703) Special deposits.....								
4	(704) Loans and notes receivable.....								
5	(705) Traffic, car-service and other balances—Debit.....								
6	(706) Net balance receivable from agents and conductors.....								
7	(707) Miscellaneous accounts receivable.....	5	191	27	073		708	57	489
8	(708) Interest and dividends receivable.....	131	167	457	806	108	313	153	785
9	(709) Accrued accounts receivable.....								
10	(710) Working fund advances.....								
11	(711) Prepayments.....								
12	(712) Material and supplies.....								
13	(713) Other current assets.....								
14	Total current assets.....	895	228	1 324	997	244	887	1 409	972
SPECIAL FUNDS									
15	(715) Sinking funds.....			30	116	15	050		
16	(716) Capital and other reserve funds.....								
17	(717) Insurance and other funds.....			30	116	15	050		
18	Total special funds.....								
INVESTMENTS									
19	(721) Investments in affiliated companies (pp. 20 to 23).....	254	099	1 621	208	268	512	2 190	383
20	(722) Other investments (pp. 24 and 25).....								
21	(723) Reserve for adjustment of investment in securities—Credit.....								
22	Total investments (accounts 721, 722 and 723).....	254	099	1 621	208	268	512	2 190	383
PROPERTIES									
(731) Road and equipment property (pp. 14 and 15):									
23	Road.....	1 521	319	1 714	696	465	643	503	385
24	Equipment.....	188	724	184	118			114	827
25	General expenditures.....	121	991	70	253	14	889	23	502
26	Other elements of investment.....	(1 231	965)	163	508	272	451	594	642
27	Construction work in progress.....								
28	Total road and equipment property.....	600	069	2 132	575	752	983	1 236	356
(732) Improvements on leased property (pp. 14 and 15):									
29	Road.....	44	928					3	057
30	Equipment.....		6						
31	General expenditures.....	44	934					3	057
32	Total improvements on leased property.....	645	003	✓ 2 132	575	✓ 752	983	✓ 1 239	413
33	Total transportation property (accounts 731 and 732).....	(397	895)	(569	693)	(69	735)	(173	030)
34	(735) Accrued depreciation—Road and Equipment.....								
35	(736) Amortization of defense projects—Road and Equipment.....								
36	Recorded depreciation and amortization (accounts 735 and 736).....	(397	895)	(569	693)	(69	735)	(173	030)
37	Total transportation property less recorded depreciation and amortization (line 33 less line 36).....	247	108	1 562	882	683	248	1 066	383
38	(737) Miscellaneous physical property.....								
39	(738) Accrued depreciation—Miscellaneous physical property.....								
40	Miscellaneous physical property less recorded depreciation.....	247	108	1 562	882	683	248	1 066	383
41	Total properties less recorded depreciation and amortization (line 37 plus line 40).....								
OTHER ASSETS AND DEFERRED CHARGES									
42	(741) Other assets.....								
43	(742) Unamortized discount on long-term debt.....								
44	(743) Other deferred charges.....								
45	Total other assets and deferred charges.....	1 396	435	4 539	203	1 211	697	4 666	738
46	TOTAL ASSETS.....								
ITEMS EXCLUDED ABOVE									
The above returns exclude respondent's holdings of its own issues of securities as follows:									
47	(715) Sinking funds.....	None		None		None		None	
48	(716) Capital and other reserve funds.....								
49	(703) Special deposits.....								
50	(717) Insurance and other funds.....								

200A. GENERAL BALANCE SHEET—ASSET SIDE—Continued

in the Uniform System of Accounts for Railroad Companies. The entries in this schedule should be consistent with those in the supporting schedules on the pages indicated. All contra entries hereunder should be indicated in parenthesis.

(f)			(g)			(h)			(i)			(j)			(k)			Line No.
\$			\$			\$			\$			\$			\$			1
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200L. GENERAL BALANCE SHEET—LIABILITY SIDE

Show hereunder the liability side of the balance sheet at close of year of each lessor company included in this report, entering the names of the lessor companies in the column headings. 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 schedule should be consistent with those in the supporting schedules on the pages indicated. All contra entries hereunder should be indicated in parenthesis.

Line No.	Account (a)	Blue Ridge Ry. (b) Co.	Danv. & West. Ry. (c) Co.	H.P.R.A. & S. RR (d) Co.	Yadkin RR (e) Co.
CURRENT LIABILITIES					
52	(751) Loans and notes payable.....	\$.....	\$.....	\$.....	\$.....
53	(752) Traffic, car-service and other balances—Credit.....				
54	(753) Audited accounts and wages payable.....				
55	(754) Miscellaneous accounts payable.....				13 415
56	(755) Interest matured unpaid.....				
57	(756) Dividends matured unpaid.....				
58	(757) Unmatured interest accrued.....				306 798
59	(758) Unmatured dividends declared.....				
60	(759) Accrued accounts payable.....				
61	(760) Federal income taxes accrued.....	87 302	204 703	47 036	84 765
62	(761) Other taxes accrued.....		730	1 970	10 380
63	(763) Other current liabilities.....				
64	Total current liabilities (exclusive of long-term debt due within one year).....	87 302	205 433	49 006	415 358
LONG-TERM DEBT DUE WITHIN ONE YEAR					
65	(764) Equipment obligations and other debt (pp. 34, 35, 36, and 37).....				
LONG-TERM DEBT DUE AFTER ONE YEAR					
66	(765) Funded debt unmatured.....		991 000	383 000	604 342
67	(766) Equipment obligations.....	pp. 34, 35, 36, and 37			
68	(767) Receivars' and Trustees' securities.....				
69	(768) Debt in default.....				
70	(769) Amounts payable to affiliated companies (pp. 38 and 39).....		2 105 541	2 190 500	4 596 502
71	Total long-term debt due after one year.....		3 096 541	2 573 500	5 200 844
RESERVES					
72	(771) Pension and welfare reserves.....				
73	(772) Insurance reserves.....				
74	(774) Casualty and other reserves.....	7 504	16 612	2 176	
75	Total reserves.....	7 504	16 612	2 176	
OTHER LIABILITIES AND DEFERRED CREDITS					
76	(781) Interest in default (p. 36).....				
77	(782) Other liabilities.....				
78	(783) Unamortized premium on long-term debt.....				
79	(784) Other deferred credits.....	262 984	84 665	5 138	21 840
80	(785) Accrued depreciation—Leased property.....	26 108			
81	Total other liabilities and deferred credits.....	289 092	84 665	5 138	21 840
SHAREHOLDERS' EQUITY					
<i>Capital stock (Par or stated value)</i>					
82	(791) Capital stock issued:				
	Common stock (pp. 28 and 29).....	100 000	368 600	248 100	625 000
83	Preferred stock (pp. 28 and 29).....				
84	Total capital stock issued.....	100 000	368 600	248 100	625 000
85	(792) Stock liability for conversion (pp. 30 and 31).....				
86	(793) Discount on capital stock.....				
87	Total capital stock.....	100 000	368 600	248 100	625 000
Capital Surplus					
88	(794) Premiums and assessments on capital stock.....				
89	(795) Paid-in surplus.....			300	
90	(796) Other capital surplus.....	6 152			
91	Total capital surplus.....	6 152		300	
Retained Income					
92	(797) Retained income—Appropriated.....				
93	(798) Retained income—Unappropriated (pp. 50 and 51).....	906 385	767 352	(1 666 523)	(1 596 304)
94	Total retained income.....	906 385	767 352	(1 666 523)	(1 596 304)
95	Total shareholders' equity.....	1 012 537	1 135 952	(1 418 123)	(971 304)
96	TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY.....	1 396 435	4 539 203	1 211 697	4 666 738

200L. GENERAL BALANCE SHEET—LIABILITY SIDE—Continued

On page 18, give an abstract of the provisions of the lease bearing on respondent's liability to reimburse the lessee for improvements made on the leased railroad property. If the leasehold contract contains no such provisions, state that fact.

(f)			(g)			(h)			(i)			(j)			(k)			Line No.
\$			\$			\$			\$			\$			\$			52
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200L. GENERAL BALANCE SHEET--LIABILITY SIDE--Continued

Line No.	Account (a)	Blue Ridge Ry. (b) Co.	Danv. & West Ry. (c) Co.	H.P.R.A.&S. RR (d) Co.	Yadkin RR (e) Co.
	The above returns exclude respondent's holdings of its own issues as follows:				
98	(765) Funded debt unmatured.....				
99	(767) Receivers' and trustees' securities.....				
100	(768) Debt in default.....				
101	(791) Capital stock.....				
	SUPPLEMENTARY ITEMS				
	Amount of interest matured unpaid in default for as long as 90 days:				
102	Amount of interest.....				
103	Amount of principal involved..... C&NW				
104	Investment carried in account No. 732, "Improvements on leased property," on the books of the lessee with respect to respondent's property.....	345 387	287 789	343 596	168 074

Note: Provision has not been made for Federal income taxes which may be payable in future years as a result of deduction during the period December 31, 1949, to close of the year of this report for accelerated amortization in excess of recorded depreciation. The amounts by which Federal income taxes have been reduced during the indicated period aggregated-----\$ -0-

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-----\$ -0-

Estimated accumulated net reduction in Federal income taxes because of amortization of certain rights-of-way investment since December 31, 1969, under the provisions of Section 185 of the Internal Revenue Code-----\$ -0-

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

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, beginning of year-----\$ -0-

Add investment tax credits applied to reduction of current year's tax liability but deferred for accounting purposes-----\$ -0-

Deduct deferred portion of prior year's investment tax credit used to reduce current year's tax accrual-----\$ -0-

Other adjustments (indicate nature such as recapture on early disposition)-----\$ -0-

Total deferred investment tax credit in account 784 at close of year-----\$ -0-

This Rail E Report to the Interstate Commerce Commission reports data for LESSORS OF CAROLINA AND NORTHWESTERN RAILWAY COMPANY (LESSORS). LESSORS are a part of SOUTHERN CONSOLIDATED SYSTEM comprised of 35 regulated carriers and 19 other companies. Financial reporting to Southern's shareholders and the general public is made on a consolidated basis and this balance sheet is included in the Rail E Report in order to put LESSORS into proper perspective to the SOUTHERN CONSOLIDATED SYSTEM.

SOUTHERN RAILWAY COMPANY AND CONSOLIDATED SUBSIDIARIES

BALANCE SHEET DECEMBER 31, 1973 AND 1972 (Thousands of Dollars)

	1973	1972
ASSETS		
Current assets:		
Cash and marketable securities	\$ 124,237	\$ 123,843
Accounts receivable	85,652	74,942
Materials, supplies and other	30,517	22,675
	<u>240,456</u>	<u>221,460</u>
Investments in and advances to affiliates	8,691	11,021
Other assets	32,617	27,939
Properties	1,558,757	1,470,319
	<u>\$1,840,521</u>	<u>\$1,730,739</u>
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current liabilities:		
Accounts payable and accrued expenses	\$ 141,641	\$ 130,459
Federal income taxes	17,257	9,531
Current maturities of long-term debt	55,761	48,562
	<u>215,669</u>	<u>188,602</u>
Long-term debt	608,020	584,156
Reserve for federal income taxes	21,142	30,692
Reserves and other liabilities	19,857	19,158
	<u>864,748</u>	<u>822,603</u>
Shareholders' equity:		
Preferred stock	58,694	58,694
Common stock	144,052	143,545
Capital surplus	14,713	13,352
Income retained in the business	758,309	692,540
Total shareholders' equity	<u>975,773</u>	<u>908,131</u>
	<u>\$1,840,521</u>	<u>\$1,730,739</u>

200L. GENERAL BALANCE SHEET—LIABILITY SIDE—Concluded

(f)			(g)			(h)			(i)			(j)			(k)			Line No.
\$			\$			\$			\$			\$			\$			98
																		99
																		100
																		101
																		102
																		103
																		104

See Page 13-A for a Balance Sheet of Southern Railway Company and
Consolidated Subsidiaries.

211. ROAD AND EQUIPMENT PROPERTY

1. Give particulars of changes during the year in accounts 731, "Road and equipment property," and 732, "Improvements on leased property," classified in accordance with the Uniform System of Accounts for Railroad Companies. Enter the names of the lessor companies in the column headings.

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. This column should also include both the debits and credits involved in each transfer, adjustment, or clearance

between road and equipment accounts and all adjustments applicable to expenditures for new lines and extensions and additions and betterments. Adjustments in excess of \$100,000 should be explained. Net charges is the difference between gross charges and credits for property retired. All changes made during the year should be analyzed by primary accounts.

3. 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.

Line No.	Account (a)	Blue Ridge		Danville & Western		HPRA&S	
		Gross charges during year (b)	Net charges during year (c)	Gross charges during year (d)	Net charges during year (e)	Gross charges during year (f)	Net charges during year (g)
1	(1) Engineering.....		223		(236)		(165)
2	(2) Land for transportation purposes.....						(155)
3	(24) Other right-of-way expenditures.....						
4	(3) Grading.....				(595)		
5	(5) Tunnels and subways.....						
6	(6) Bridges, trestles, and culverts.....				151		(3 349)
7	(7) Elevated structures.....						
8	(8) Ties.....		906		794		(218)
9	(9) Rails.....		875		452		(46)
10	(10) Other track material.....		2 038		(1 087)		(124)
11	(11) Ballast.....		69		255		(32)
12	(12) Track laying and surfacing.....		1 429		719		(124)
13	(13) Fences, snowsheds, and signs.....						
14	(16) Station and office buildings.....		4 603				
15	(17) Roadway buildings.....						
16	(18) Water stations.....						
17	(19) Fuel stations.....						
18	(20) Shops and enginehouses.....						
19	(21) Grain elevators.....						
20	(22) Storage warehouses.....						
21	(23) Wharves and docks.....						
22	(24) Coal and ore wharves.....						
23	(26) TOFC/COFC terminals.....						
24	(26) Communication systems.....						
25	(27) Signals and interlockers.....						
26	(28) Power plants.....						
27	(31) Power-transmission systems.....						
28	(35) Miscellaneous structures.....						
29	(37) Roadway machines.....						
30	(38) Roadway small tools.....						
31	(39) Public improvements—Construction.....						(239)
32	(43) Other expenditures—Road.....						
33	(44) Shop machinery.....						
34	(45) Power-plant machinery.....						
35	Other (Specify & explain).....						
36	Total expenditures for road.....		10 143		(4 289)		(4 452)
37	(52) Locomotives.....						
38	(53) Freight-train cars.....						
39	(54) Passenger-train cars.....						
40	(55) Highway revenue equipment.....						
41	(56) Floating equipment.....						
42	(57) Work equipment.....						
43	(58) Miscellaneous equipment.....						
44	Total expenditures for equipment.....						
45	(71) Organization expenses.....						
46	(76) Interest during construction.....		354		(25)		(197)
47	(77) Other expenditures—General.....		87		(6)		(65)
48	Total general expenditures.....		441		(31)		(262)
49	Total.....		10 584		(4 320)		(4 714)
50	(90) Construction work in progress.....						
51	Grand total ¹		10 584		(4 320)		(4 714)

¹ Do not include in road and equipment accounts, including Account No. 80, "Other elements of investment," adjustments which were made pursuant to the Commission's order, dated April 17, 1963.

211. ROAD AND EQUIPMENT PROPERTY—Continued

4. If during the year property was acquired from some other company, state in a footnote the name of the company, 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.

5. Notes referring to entries in this schedule should be shown on page 18.

6. 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 18. 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.

Yadkin														Line No.
Gross charges during year (i)	Net charges during year (j)	Gross charges during year (l)	Net charges during year (k)	Gross charges during year (l)	Net charges during year (m)	Gross charges during year (n)	Net charges during year (o)	Gross charges during year (n)	Net charges during year (o)	Gross charges during year (n)	Net charges during year (o)	Gross charges during year (n)	Net charges during year (o)	
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212. PROPRIETARY COMPANIES

Give particulars called for regarding each inactive proprietary corporation of the lessor companies included in this report (i.e., one *all* of whose outstanding stocks or obligations are held by or for the respondent without any accounting to the said proprietary corporation). It may

also include such line when the actual title to all of the outstanding stocks or obligations rests in a corporation controlled by or controlling the respondent; but in the case of any such inclusion, the facts of the relation to the respondent of the corporation holding the securities should be fully

Line No.	Item (a)	(b)			(c)			(d)			(e)		
1	Mileage owned: Road.....												
2	Second and additional main tracks.....												
3	Passing tracks, cross-overs, and turn-outs.....												
4	Way switching tracks.....												
5	Yard switching tracks.....												
6	Road and equipment property: Road.....	\$			\$			\$			\$		
7	Equipment.....												
8	General expenditures.....												
9	Other property accounts.....					NONE							
10	Total (account 731).....												
11	Improvements on leased property: Road.....												
12	Equipment.....												
13	General expenditures.....												
14	Total (account 732).....												
15	Depreciation and amortization (accounts 735, 736, and 785).....												
16	Funded debt unmatured (account 765).....												
17	Long-term debt in default (account 768).....												
18	Amounts payable to affiliated companies (account 799).....												
19	Capital stock (account 791).....												

*Includes Account Nos. 80, "Other elements of investment," and 90, "Construction work in progress."

212. PROPRIETARY COMPANIES—Concluded

set forth in a footnote. The separation of accounts 731 and 732 into "Road," "Equipment," and "General expenditures" should be estimated, if not actually shown on respondent's books. Assign to "General expenditures" only such

amounts as are not included in "Road" or "Equipment." Enter brief designations of the several proprietary companies at the heads of their respective columns and state in footnotes the names of the lessor companies that control them.

(f)			(g)			(h)			(i)			(j)			(k)			Line No.
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NOTES AND REMARKS REGARDING RETURNS IN SCHEDULE NO. 211 ON PAGES 14 AND 15**ABSTRACT OF THE PROVISIONS OF THE LEASE BEARING ON RESPONDENT'S LIABILITY TO REIMBURSE THE LESSEE FOR
IMPROVEMENTS MADE ON THE LEASED RAILROAD PROPERTY**

(See instructions on page 11)

GENERAL INSTRUCTIONS CONCERNING RETURNS IN SCHEDULES 217 AND 218

1. Schedules 217 and 218 should give particulars of stocks, bonds, other secured obligations, unsecured notes, and investment advances of affiliated companies and other investments held by the lessor companies included in this report at the close of the year specifically as investments, including the obligations 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 respondents. 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. For each lessor company, 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:

<i>Symbol</i>	<i>Kind of Industry</i>
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.

217. INVESTMENTS IN AFFILIATED COMPANIES

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."

Enter the name of a reporting lessor company in the body of the schedule and give, thereunder, particulars of its investments in affiliated companies before listing those of a second lessor. These names should be listed in the order in which they appear on the balance sheet.

Entries in this schedule should be made in accordance with the definitions and general instruc-

tions given on page 19, classifying the investments by means of letters, figures, and symbols in columns (a), (b), and (c).

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.

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

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

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)	(h)
1				Blue Ridge Railway Company	% \$		
2	721	E-1	VII	Carolina & Northwestern Ry. Co.			80,539
3		E-3	VI	Georgia Ind. Realty Co.			2,000
4		B-1	VII	Sou.Ry.Co. 1st Mtge. Coll.			8,955
5		B-1	VII	Sou.Ry.Co. 1st & Gen. Mtge.			162,605
6				Total 721			254,099
7							
8							
9							
10							
11				Darville and Western Railway Company			
12	721	A-1	VII	Sou.Ry.Co. - Common Stock			480,527
13		E-1	VII	Carolina & Northwestern Ry. Co.			83,993
14		D-3	VI	Ga. Industrial Realty Co.			880,633
15		B-1	VII	Sou.Ry.Co. 1st & Gen. Mtge.			
16				Bond Series "A"			176,055
17				Total 721			1,621,208
18							
19							
20							
21							
22							
23				High Point, Randleman, Asheboro and Southern R.R. Co.			
24	721	A-1	VII	Sou.Ry.Co. - Preferred Stock			166,070
25		A-1	VII	Sou.Ry.Co. - Common Stock			74,952
26		B-1	VII	Sou.Ry.Co. - 1st Mtge. Coll.			10,945
27		E-1	VII	Carolina & Northwestern Ry. Co.			16,545
28				Total 721			268,512
29							
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217. INVESTMENTS IN AFFILIATED COMPANIES—Continued

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.

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.

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

Particulars of investments made, disposed of, or written down during the year should be given in columns (j), (k), and (l). 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 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.

This schedule should not include securities issued or assumed by respondent.

INVESTMENTS AT CLOSE OF YEAR		Book value of investments made during year	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	Selling price	Rate	Amount credited to income	
In sinking, insurance, and other funds (h)	Total book value (i)	(j)	(k)	(l)	(m)	(n)	
\$	\$	\$	\$	\$	%	\$	
	80,539						1
	2,000						2
	8,955				4-1/2	405	3
	162,605				4-5/8	9,111	4
	254,099					9,516	5
							6
							7
	480,527				\$1.77 per share	37,942	8
	83,993						9
	880,633				5	18,774	10
	176,055				4-5/8	10,499	11
	1,621,208					67,215	12
							13
	166,070				5%	9,800	14
	74,952				\$1.77 per share	7,409	15
	10,945				4-1/2	495	16
	16,545						17
	268,512					17,704	18
							19
							20
							21
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217. INVESTMENTS IN AFFILIATED COMPANIES—Continued

Line No.	Ac- count 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)	
			Yadkin Railroad Company	%	\$	\$	
52	721	A-1	VII	Sou.Ry.Co. - Preferred Stock			203,451
53		A-1	VII	Sou.Ry.Co. - Common Stock			223,732
54	721	B-1	VII	Sou.Ry.Co. - 1st Mortgage Collateral Trust Bonds			46,575
55				Sou.Ry.Co. - 1st & General Mortgage Bonds			418,419
56	721	D-3	VI	Ga. Industrial Realty Co.			383,415
57				National Investment Co. - Note			463,781
58				National Investment Co. - Note			413,836
59	E-1	VII		Carolina & Northwestern Ry. Co.			37,174
60				Total 721			2,190,383
61							
62							
63							
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				TOTAL			

217. 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)						
\$	\$	\$	\$	\$			
	203,451				5	10,036	52
	223,732				\$1.77	16,436	53
					per share		54
	46,575				4-1/2	2,475	55
	418,419				4-5/8	22,847	56
	383,415						57
	463,781				5	23,189	58
	413,836				5-1/2	22,761	59
	37,174						60
	2,190,383					97,744	61
							62
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218. OTHER INVESTMENTS

1. Give particulars of investments in stocks, bonds, other secured obligations, unsecured notes, and investment advances of all corporations other 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 account Nos. 715, 716, and 717 held by trustees in lieu of cash deposits required under the governing instrument are to be excluded from this schedule.

2. Enter the name of a reporting lessor company in the body of the schedule and give, thereunder, particulars of its other investments before listing those of a second lessor. These names should be listed in the order in which they appear on the balance sheet.

3. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 19, classifying the investments by means of letters, figures, and symbols in columns (a), (b), and (c). Investments in U. S. Treasury bills and notes may be reported as one item.

4. 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.

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

Line No.	Ac- count 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 (e)	Unpledged (f)
1					\$	\$
2						
3						
4						
5						
6						
7						
8				NONE		
9						
10						
11						
12						
13						
14						
15						
16						
17						
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51						
52				TOTAL		

218. OTHER INVESTMENTS—Concluded

6. 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.

7. If any advances 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 (i) to (k), inclusive. 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 a 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.

INVESTMENTS AT CLOSE OF YEAR		Book value of investments made during year (l)	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 (i) %	Amount credited to income (m) \$	
In sinking, insurance, and other funds (g)	Total book value (h)						
\$	\$	\$	\$	\$			1
							2
							3
							4
							5
							6
							7
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221. SECURITIES, ADVANCES, AND OTHER INTANGIBLES OWNED OR CONTROLLED THROUGH NONREPORTING CARRIER OR NONCARRIER SUBSIDIARIES

Give particulars of investments represented by securities and advances (including securities issued or assumed by the respondent), and of other intangible property, indirectly owned or controlled by the lessor companies included in this report through any subsidiary which does not report to the Commission under the provisions of Part I 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. (a)	Name of lessor company (b)	Name of nonreporting carrier or noncarrier subsidiary that owns the securities, advances, or other intangible property (c)	Name of issuing company and security or other intangible thing in which investment is made (d)
1				
2				
3				
4				
5				
6				
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8				
9				
10				
11				
12			NONE	
13				
14				
15				
16				
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221. SECURITIES, ADVANCES, AND OTHER INTANGIBLES OWNED OR CONTROLLED THROUGH NONREPORTING CARRIER OR NONCARRIER SUBSIDIARIES—Concluded

This schedule should include all securities, open account advances, and other intangible property owned or controlled through nonreporting carrier and noncarrier subsidiaries, as well as those of other organizations or individuals whose actions respondent is able to determine. Investments in U. S. Treasury obligations may be combined in a single item.

Total book value of investments at close of the year (e)			Book value of investments made during the year (f)			INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR				Remarks (i)	Line No.	
						Book value (g)		Selling price (h)				
\$			\$			\$			\$			1
												2
												3
												4
												5
												6
												7
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251. CAPITAL STOCK

Give particulars of the various issues of capital stock which were in existence at the close of the year.

Show separate returns for each lessor company included in this report, classifying these stocks as follows:

Common.

Preferred.

Debenture.

Receipts outstanding.

State, in a footnote, the class of stock covered by the receipts.

In case any "Preferred" or "Debenture" stock is outstanding, the rate of dividend requirements should be shown in column (b), and it should

be stated whether the dividends are cumulative or noncumulative. If the designation of any class of stock shown in column (b) is not sufficiently descriptive to indicate clearly its dividend rights and equity in the assets of the respondent, a complete statement of the facts should be given.

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

WITH PAR VALUE

Line No.	Name of lessor company (a)	Class of stock (b)	Par value per share (c)	Date issue was authorized (d)	Par value of amount authorized (e)	Total par value outstanding at close of year (f)	Total par value nominally issued and nominally outstanding at close of year		
							In treasury (g)	Pledged as collateral (h)	In sinking or other funds (i)
1	Blue Ridge Railway Company		\$	4/28/	\$	\$	\$	\$	\$
2	Common		100	1901	100 000	100000			
3									
4									
5	Darville and Western Railway Company								
6	Common		100	1/14/	368 600	368600			
7				1891					
8									
9									
10	High Point, Randleman, Asheboro and Southern Railroad Company								
11	Common		50	2/26/	248 100	248100			
12				1887					
13									
14									
15	Yadkin Railroad Company								
16	Common		50	11/ 7/	625 000	625000			
17				1980					
18									
19									
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251. CAPITAL STOCK--Concluded

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. It should be noted that section 20a of the Interstate Commerce Act makes it unlawful for a carrier to issue or assume any securities, unless and until, and then only to the extent that, the Commission by order authorizes such issue or assumption.

Entries in columns (f) and (n) should include stock nominally issued,

nominally outstanding, and actually outstanding. For the purposes of this report, capital stock and other securities are considered to be *nominally issued* when certificates are signed and sealed and placed with the proper officer for sale and delivery or are pledged or otherwise placed in some special fund of the respondent. They are considered to be *actually issued* when sold to a bona fide purchaser 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*.

Total par value actually out- standing			WITHOUT PAR VALUE											Line No.
			Class of stock	Date issue was authorized	Number of shares authorized	Number of shares outstanding at close of year	Number of shares nominally issued and nominally outstanding at close of year			Cash value of consid- eration received for stocks actually out- standing				
							In treasury	Pledged as collateral	In sinking or other funds					
(j)	(k)	(l)	(m)	(n)	(o)	(p)	(q)	(r)						
\$														
100	000													1
														2
														3
														4
368	600													5
														6
														7
														8
														9
														10
248	100													11
														12
														13
														14
														15
625	000													16
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253. 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. Enter the name of a reporting lessor company in the body of the schedule and give, thereunder, particulars of its capital stock changes during the year before listing those of a second lessor. These

names should be listed in the order in which they appear on the balance sheet. In column (c) state whether issued for construction of new properties, for additions and betterments, for purchase of railway or other property, for conversion, for acquisition of securities, for reorganization, or for other corporate purposes. Also give the number and

Line No.	Class of stock	STOCKS ISSUED DURING YEAR						
		Date of issue	Purpose of the issue and authority	Par value*			Net proceeds received for issue (cash or its equivalent)	
	(a)	(b)	(c)	(d)			(e)	
				\$			\$	
1								
2								
3								
4								
5								
6								
7								
8			NONE					
9								
10								
11								
12								
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40								
TOTAL								

* For nonpar stock, show the number of shares.

254. STOCK LIABILITY FOR CONVERSION OF SECURITIES OF OTHER COMPANIES

If at the close of the year the lessor companies included in this report were subject to any liability to issue their own capital stock in exchange for outstanding securities of constituent or other companies, give full particulars thereof hereunder, including names of parties to contracts and

NONE

253. CAPITAL STOCK CHANGES DURING THE YEAR—Concluded

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 par

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 entry in column (d).

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

STOCKS ISSUED DURING YEAR—Continued									STOCKS REACQUIRED DURING YEAR						Line No.						
Cash value of other property acquired or services received as consideration for issue			Net total discounts (in black) or premiums (in red). Excludes entries in column (h)			Expense of issuing capital stock			AMOUNT REACQUIRED												
									Par value*			Purchase price				Remarks					
(f)			(g)			(h)			(i)			(j)									
\$			\$			\$			\$			\$									
																1					
																2					
																3					
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* For nonpar stock, show the number of shares.

254. STOCK LIABILITY FOR CONVERSION OF SECURITIES OF OTHER COMPANIES—Concluded

abstracts of terms of contracts whereunder such liability exists.

NOTES AND REMARKS

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 261 ON PAGES 34, 35, 36, AND 37

Give particulars of the various issues of securities in accounts Nos. 765, "Funded debt unmatured," 768, "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.

In column (a) enter the name of a reporting lessor company and give, thereunder, the name of each of its bonds or other obligations before listing those of a second lessor. The names of the lessors should be listed in the order in which they appear on the balance sheet. Classify the funded debt and securities of each lessor by accounts and according to the following designations in the numerical order given:

- (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 (Corporation):
 - (a) Equipment securities.
 - (b) Conditional or deferred payment contracts.
- (5) Miscellaneous obligations.
- (6) Receivers' and trustees' securities:
 - (a) Equipment obligations.
 - (b) Other than equipment obligations.
- (7) Short-term notes in default.

Give totals for each group and subgroup of bonds or other obligations. 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 obligation 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 (n) enter the amount of bonds both nominally and actually issued up to the date of the report and not the amount authorized.

Matured obligations amounting to less than \$50,000 which have not been presented for payment may be combined into a single entry designated "Minor items of matured obligations, each less than \$50,000," and the total of such items shown in a footnote.

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 251.

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.

On page 37, give particulars of changes during the year in funded debt and other obligations, following the same order in which they appear in the prior pages of this schedule.

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, 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 reacquirement of securities that were actually outstanding should be reported in columns (a), (dd), 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."

NOTES AND REMARKS

261. FUNDED DEBT AND OTHER OBLIGATIONS

Line No.	Name of lessor company and 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) SUB- JECT TO LIEN OF THE OBLIGATION? (ANSWER "Yes" or "No")	
				Rate per- cent per annum (current year)	Dates due	Conver- sion	Call prior to matu- rity, other than for sinking fund	Sinking fund	First lien	Junior to first lien
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)
1	Blue Ridge Railway Company									
2										
3	None									
4										
5										
6										
7	Danville and Western Railway Company									
8	765 (1-a) First Mortgage Bonds	2/4/ 1891	12/31/ 2,000	5	J&J-1	No	No	No	Yes	No
9										
10										
11										
12										
13										
14	High Point, Randleman, Asheboro and Southern Railway									
15	765 (1-a) First Mortgage Bonds	4/1/ 1899	12/31/ 2000	5	J&J-1	No	No	No	Yes	No
16										
17										
18										
19										
20										
21	Yadkin Railroad Company									
22	765 (1-a) First Mortgage Bonds	11/7/ 1890	12/31/ 2000	5	J&J-1	No	No	No	Yes	No
23										
24										
25										
26										
27										
28										
29										
30										
31										
32										
33										
34										
35										
36										
37										
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39										
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41										
42										
43										
44										
45										
46										
47										
48										
49										
50										
51										
52										
53										
54										
55										
56										
GRAND TOTAL										XXXXXX

261. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

APPROXIMATE NUMBER OF MILES OF LINE DIRECTLY SUBJECT TO—		AMOUNT NOMINALLY ISSUED AND—			AMOUNT REACQUIRED AND—			TOTAL AMOUNT ACTUALLY OUTSTANDING						Line No.
First lien	Junior to first lien	Total amount nominally and actually issued	Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M")	Canceled	Total amount actually issued	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)				
(k)	(l)	(m)	(n)	(o)	(p)	(q)	(r)	(s)	(t)	(u)				
		\$	\$	\$	\$	\$	\$	\$	\$	\$				

261. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Line No.	Name of lessor company and name and character of obligation (List on same lines and in same order as on page 34)	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				
		(v)			(w)				
	(a)	\$			\$			(x)	(y)
1	Blue Ridge Railway Company								
2									
3	None								
4									
5									
6									
7	Danville and Western Railway Company								
8	765 (1-a) First Mortgage Bonds		49	550				49	550
9									
10									
11									
12									
13	High Point, Randleman, Asheboro and Southern Railroad Company								
14									
15	765 (1-a) First Mortgage Bonds		19	150				19	150
16									
17									
18	Yadkin Railroad Company								
19									
20	765 (1-a) First Mortgage Bonds		30	217				30	217
21									
22									
23									
24									
25									
26									
27									
28									
29									
30									
31									
32									
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49									
50									
51									
52									
53									
54									
55									
56	GRAND TOTAL								

261. FUNDED DEBT AND OTHER OBLIGATIONS—Concluded

SECURITIES ISSUED 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
																4
																5
																6
																7
																8
None																9
																10
																11
																12
																13
																14
None																15
																16
																17
																18
																19
																20
None																21
																22
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																50
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																52
																53
																54
																55
GRAND TOTAL																56

266. INTEREST ON INCOME BONDS

1. Give particulars concerning interest payable, accrued, paid, and accumulated and unpaid on the securities having contingent interest provisions classified as (1) Mortgage Bonds, (2) Collateral Trust Bonds, and (3) Unsecured Bonds (Debentures), in schedule 261, "Funded Debt and Other Obligations."

2. In columns (a), (b), and (c) state the name, amount, and nominal

rate of interest shown in columns (a), (b), and (c), respectively, in schedule 261, for each security of the kind indicated. List the names of such securities in the same order as in schedule 261.

3. In column (d) show the amount of interest payable for the year at the nominal rate, if earned, on all of the bonds outstanding at the close of the year plus those retired during the year.

Line No.	Name of issue (from schedule 261)	Amount actually outstanding (from schedule 261)	Nominal rate of interest (from schedule 261)	AMOUNT OF INTEREST	
				Maximum amount payable, if earned	Amount actually payable under contingent interest provisions, charged to income for the year
	(a)	(b)	(c)	(d)	(e)
1		\$		\$	\$
2					
3					
4					
5					
6					
7	None				
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					

268. AMOUNTS PAYABLE TO AFFILIATED COMPANIES

Give full particulars of amounts included in balance sheet account No. 769, "Amounts payable to affiliated companies," by each lessor company included in this report. Notes and open accounts should be stated separately.

Line No.	Name of debtor company	Name of creditor company
(a)	(b)	
1	Blue Ridge Railway Company	None
2	Danville and Western Railway Company	
3	Notes	
4	Interest on Certificates of Indebtedness	Southern Railway Company
5	Interest on First Mortgage Bonds	"
6		
7	High Point, Randleman, Asheboro and Southern RR Co.	
8	Advances	Carolina and Northwestern Ry. Co.
9	Certificates of Indebtedness	Southern Railway Company
10	Interest on First Mortgage Bonds	"
11	Advances	"
12	Interest on Certificate of Indebtedness	"
13	Interest on unpaid interest on Certificates of Indebtedness	"
14	Total payable to Southern Railway Co.	
15	Total payable to Affiliated Companies	
16		
17	Yadkin Railroad Company	
18	Advances	Southern Railway Company
19	Certificates	"
20	Interest on Certificates of Indebtedness	"
21	Interest on unpaid interest on Certificate of Indebtedness	"
22	Interest on First Mortgage Bonds	"
23		
24		
25		
26		

266. INTEREST ON INCOME BONDS—Concluded

4. In column (e) show the amount of interest charged to the income account for the year.
 5. In column (f) show the difference between columns (d) and (e).
 6. In columns (h), (i), and (j) show the amounts of interest actually paid during the year, segregated in columns (h) and (i) between payments

applicable to the current year's accruals, and those applicable to past accruals.

7. In column (l) show the sum of unearned interest accumulated under the provisions of the security plus earned interest unpaid at the close of the year.

AMOUNT OF INTEREST—Continued

DIFFERENCE BETWEEN MAXIMUM PAYABLE IF EARNED AND AMOUNT ACTUALLY PAYABLE						TOTAL PAID WITHIN YEAR										Period for, or percentage of, for which cumulative, if any (k)	Total accumulated un- earned interest plus earned interest unpaid at the close of the year (l)	Line No.	
Current year (f)			All years to date (g)			On account of current year (h)			On account of prior years (i)			Total (j)							
\$			\$			\$			\$			\$				\$			
																			1
																			2
																			3
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																			19
																			20

268. AMOUNTS PAYABLE TO AFFILIATED COMPANIES—Concluded

Entries in columns (g), (h), and (i) 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.

BALANCE AT CLOSE OF YEAR						Rate of interest (f)	INTEREST ACCRUED DURING YEAR				Interest paid during year (i)	Line No.
Notes (e)		Open accounts (d)		Total (e)			Charged to income (g)		Charged to construction or other investment account (h)			
\$		\$		\$								
						* To extent earned - Not over 5%					1	
											2	
											3	
	950 000				950 000	*		47 500		47 500	4	
			354 281		354 281						5	
			801 260		801 260						6	
	950 000	1	155 541	2	105 541			47 500		47 500	7	
											8	
			8 880		8 880						9	
	9 141				9 141	5		457		457	10	
			763 785		763 785						11	
			15 230		15 230						12	
			932 202		932 202						13	
											14	
			461 262		461 262	5		23 063		23 063	15	
	9 141	2	172 479	2	181 620			23 520		23 520	16	
	9 141	2	181 359	2	190 500			23 520		23 520	17	
											18	
											19	
			69 750		69 750						20	
	62 658				62 658	5		3 133		3 133	21	
		2	380 461	2	380 461						22	
											23	
		1	164 532	1	164 532	5		58 227		58 227	24	
			919 101		919 101						25	
	62 658	4	533 844	4	596 502			61 360		61 360	26	

252. DEPRECIATION BASE—EQUIPMENT OWNED

Show the ledger value of all equipment owned by each lessor company included in this report. The totals of columns (c) and (j) should correspond with the carrier's investment in equipment as carried in the accounts, as of the beginning and close of the year, respectively.

If the depreciation base is other than the ledger value a full explanation should be given, together with a statement by primary accounts reconciling the difference between the figures used as the depreciation base and those carried in the ledger as investment in equipment.

Line No.	Name of lessor company (a)	Account (b)	Balance at beginning of year (c)	DEBITS DURING THE YEAR			CREDITS DURING THE YEAR			Balance at close of year (j)
				Additions and betterments (d)	Other debits (e)	Total debits (f)	Property retired (g)	Other credits (h)	Total credits (i)	
1	Blue Ridge Railway Company	(52) Locomotives -----	\$ 188 724	\$	\$	\$	\$	\$	\$	\$ 188 724
2		(53) Freight-train cars -----								
3		(54) Passenger-train cars -----								
4		(55) Highway revenue equipment -----								
5		(56) Floating equipment -----								
6		(57) Work equipment -----								
7		(58) Miscellaneous equipment -----								
8		Total -----	188 724							188 724
11	Danville and Western Railway Company	(52) Locomotives -----	183 393							183 393
12		(53) Freight-train cars -----	725							725
13		(54) Passenger-train cars -----								
14		(55) Highway revenue equipment -----								
15		(56) Floating equipment -----								
16		(57) Work equipment -----								
17		(58) Miscellaneous equipment -----								
18		Total -----	184 118							183 118
21	High Point, Randleman Asheboro and Southern Railroad Company	(52) Locomotives -----								
22		(53) Freight-train cars -----								
23		(54) Passenger-train cars -----								
24		(55) Highway revenue equipment -----				NONE				
25		(56) Floating equipment -----								
26		(57) Work equipment -----								
27		(58) Miscellaneous equipment -----								
28		Total -----								
31	Yadkin Railroad Company	(52) Locomotives -----	114 827							114 827
32		(53) Freight-train cars -----								
33		(54) Passenger-train cars -----								
34		(55) Highway revenue equipment -----								
35		(56) Floating equipment -----								
36		(57) Work equipment -----								
37		(58) Miscellaneous equipment -----								
38		Total -----	114 827							114 827
41		(52) Locomotives -----								
42		(53) Freight-train cars -----								
43		(54) Passenger-train cars -----								
44		(55) Highway revenue equipment -----								
45		(56) Floating equipment -----								
46		(57) Work equipment -----								
47		(58) Miscellaneous equipment -----								
48		Total -----								

285. ACCRUED DEPRECIATION—ROAD AND EQUIPMENT

Give the particulars called for hereunder of the credits and debits made to account 735, "Accrued depreciation—Road and Equipment," during the year which relate to equipment by each lessor company included in this report. A debit balance in column (c) or (j) for any primary account should be preceded by the abbreviation "Dr."

Line No.	Name of lessor company (a)	Account (b)	Balance at beginning of year (c)			CREDITS TO RESERVE DURING THE YEAR			DEBITS TO RESERVE DURING THE YEAR			Balance at close of year (j)	
						Charges to others (d)	Other credits (e)	Total credits (f)	Charges for retirements (g)	Other debits (h)	Total debits (i)		
1	Blue Ridge Railway Company	(52) Locomotives	\$ 194	368	\$ 8	496		\$ 8	496			\$ 202	864
2		(53) Freight-train cars											
3		(54) Passenger-train cars											
4		(55) Highway revenue equipment											
5		(56) Floating equipment											
6		(57) Work equipment											
7		(58) Miscellaneous equipment											
8		Total	194	368	8	496		8	496			202	864
11	Danville and Western Railway Company	(52) Locomotives	188	259	8	256		8	256			196	515
12		(53) Freight-train cars		648		48			48				696
13		(54) Passenger-train cars											
14		(55) Highway revenue equipment											
15		(56) Floating equipment											
16		(57) Work equipment											
17		(58) Miscellaneous equipment											
18		Total	188	907	8	304		8	304			197	211
21	High Point, Randleman Asheboro and Southern Railroad Company	(52) Locomotives											
22		(53) Freight-train cars											
23		(54) Passenger-train cars											
24		(55) Highway revenue equipment						NONE					
25		(56) Floating equipment											
26		(57) Work equipment											
27		(58) Miscellaneous equipment											
28		Total											
31	Yadkin Railroad Company	(52) Locomotives	116	173	5	172		5	172			121	345
32		(53) Freight-train cars											
33		(54) Passenger-train cars											
34		(55) Highway revenue equipment											
35		(56) Floating equipment											
36		(57) Work equipment											
37		(58) Miscellaneous equipment											
38		Total	116	173	5	172		5	172			121	345
41		(52) Locomotives											
42		(53) Freight-train cars											
43		(54) Passenger-train cars											
44		(55) Highway revenue equipment											
45		(56) Floating equipment											
46		(57) Work equipment											
47		(58) Miscellaneous equipment											
48		Total											

[illegible]

286. DEPRECIATION RESERVE—ROAD AND MISCELLANEOUS PHYSICAL PROPERTY—Concluded

Enter the names of the lessor companies in the column headings. All debits or credits to the reserve respecting amortization, if a general amortization program has been authorized, should be included.

(f)			(g)			(h)			(i)			(j)			(k)			Line No.
\$			\$			\$			\$			\$			\$			
																		1
																		2
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 X X	3
																		4
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																		17
																		18
																		19
																		20
																		21
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 X X	22
																		23
																		24
																		25
																		26
																		27
																		28
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 X X	29
																		30
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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 X X	48
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																		55

287. DEPRECIATION RATES—ROAD AND MISCELLANEOUS PHYSICAL PROPERTY

Give a statement of the percentages used by each lessor company for computing the amounts accrued for depreciation during the year on various classes of road and miscellaneous physical property, together with the estimated life of the property upon which such percentages are based.

Line No.	Name of lessor company (a)	Class of property on which depreciation was accrued (b)	Estimated life (in years) (c)	Annual rate of depreciation (d) %	Name of lessor company (e)	Class of property on which depreciation was accrued (f)	Estimated life (in years) (g)	Annual rate of depreciation (h) %
1								
2	Blue Ridge Railway Company				High Point, Randleman, Asheboro and Southern R.R.			
3								
4	1	Engineering		.06	1	Engineering		.35
5	3	Grading		.01	6	Bridges, Trestles & Culvert	36	2.75
6	6	Bridges, Trestles & Culvert	77	1.30	16	Station and Office Bldg.	45	2.20
7	13	Fences, Snowsheds & Signs		.20	17	Roadway Bldg.	41	2.45
8	19	Fuel Stations	33	3.00	20	Shops and Enginehouse	43	2.30
9	22	Storage Warehouses	50	2.00	39	Public Improvements		.73
10	27	Signals and Interlocker	53	1.90				
11	35	Miscellaneous Structures	25	4.00				
12	39	Public Improvements - Const.		.75				
13								
14								
15								
16								
17								
18								
19								
20								
21	Danville and Western Railway Co.				Yadkin Railroad Company			
22								
23	1	Engineering		.90	1	Engineering		.50
24	3	Grading		.02	3	Grading		.03
25	6	Bridges, Trestles & Culverts	34	2.95	6	Bridges, Trestles & Culvert	41	2.45
26	13	Fences, Snowsheds & Signs	80	1.25	16	Station & Office Bldg.	42	2.40
27	16	Station and Office Bldg.	57	1.75	17	Roadway Bldg.	45	2.20
28	17	Roadway Bldg.	42	2.40	18	Water Stations	34	2.95
29	18	Water Stations	29	3.45	39	Public Improvements		.21
30	26	Communication Systems	29	3.50				
31	27	Signals & Interlockers	30	3.30				
32	35	Miscellaneous Structures	26	3.85				
33	39	Public Improvements - Const.		.70				
34								
35								
36								
37								
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300. INCOME ACCOUNT FOR THE YEAR

1. Show hereunder the Income Account of each lessor company included in this report, entering the names of the lessor companies in the column headings. For instructions covering this schedule, see the text pertaining to Income Accounts in the Uniform System of Accounts for Railroad Companies.

Line No.	Item (a)	Schedule No.	Blue Ridge Ry. Co.			Danv. & West Ry. Co.			H.P.R.A. & S. RR. Co.			Yadkin RR Co.		
			(b)			(c)			(d)			(e)		
1	ORDINARY ITEMS		\$			\$			\$			\$		
2	RAILWAY OPERATING INCOME		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	(501) Railway operating revenues													
4	(531) Railway operating expenses													
5	Net revenue from railway operations													
6	(532) Railway tax accruals (p. 54)	350		96	338		240	711		47	830		129	269
7	Railway operating income			(96)	(338)		(240)	(711)		(47)	(830)		(129)	(269)
8	RENT INCOME		x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x
9	(503) Hire of freight cars and highway revenue freight equipment—credit balance													
10	(504) Rent from locomotives													
11	(505) Rent from passenger-train cars													
12	(506) Rent from floating equipment													
13	(507) Rent from work equipment													
14	(508) Joint facility rent income													
15	Total rent income													
16	RENTS PAYABLE		x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x
17	(536) Hire of freight cars and highway revenue freight equipment—debit balance													
18	(537) Rent for locomotives													
19	(538) Rent for passenger-train cars													
20	(539) Rent for floating equipment													
21	(540) Rent for work equipment													
22	(541) Joint facility rents													
23	Total rents payable													
24	Net rents (lines 15, 23)			(96)	(338)		(240)	(711)		(47)	(830)		(129)	(269)
25	Net railway operating income (lines 7, 24)													
26	OTHER INCOME		x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x
27	(502) Revenues from miscellaneous operations (p. 53)													
28	(509) Income from lease of road and equipment (p. 56)	371		135	243		504	332		130	450		187	181
29	(510) Miscellaneous rent income													
30	(511) Income from nonoperating property													
31	(512) Separately operated properties—profit													
32	(513) Dividend income						37	942		17	209		26	472
33	(514) Interest income			65	460		93	113		9	563		164	155
34	(516) Income from sinking and other reserve funds						1	816			815			
35	(517) Release of premiums on funded debt													
36	(518) Contributions from other companies							50			845			
37	(519) Miscellaneous income			200	703		637	253		158	882		377	808
38	Total other income			104	365		396	542		111	052		248	539
39	Total income (lines 25, 38)													
40	MISCELLANEOUS DEDUCTIONS FROM INCOME		x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x
41	(534) Expenses of miscellaneous operations (p. 53)													
42	(535) Taxes on miscellaneous operating property (p. 53)													
43	(543) Miscellaneous rents													
44	(544) Miscellaneous tax accruals													
45	(545) Separately operated properties—loss													
46	(549) Maintenance of investment organization													
47	(550) Income transferred to other companies													
48	(551) Miscellaneous income charges							9			14			
49	Total miscellaneous deductions							9			14			
50	Income available for fixed charges (lines 39, 49)			104	365		396	533		111	032		248	539

300. INCOME ACCOUNT FOR THE YEAR—Continued

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

3. Any unusual accruals involving substantial amounts included on lines 9 to 63, inclusive, should be fully explained in a footnote.

(f)			(g)			(h)			(i)			(j)			(k)			Line No.
\$			\$			\$			\$			\$			\$			
XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	1
XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	2
																		3
																		4
																		5
																		6
																		7
XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	8
																		9
																		10
																		11
																		12
																		13
																		14
																		15
XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	16
																		17
																		18
																		19
																		20
																		21
																		22
																		23
																		24
																		25
XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	26
																		27
																		28
																		29
																		30
																		31
																		32
																		33
																		34
																		35
																		36
																		37
																		38
																		39
XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	40
																		41
																		42
																		43
																		44
																		45
																		46
																		47
																		48
																		49
																		50

NOTE: Deductions because of accelerated amortization of emergency facilities in excess of recorded depreciation resulted in reduction of Federal income taxes for the year of this report in the amount of \$ -0- .

Flow-through $\frac{X}{1+r}$ Deferral

(2) If flow-through method was elected, indicate net decrease (or increase) in tax accrual because of investment tax credit --- \$ -0-

(3) If deferral method was elected, indicate amount of investment tax credit utilized as a reduction of tax liability for current

Deduct amount of current year's investment tax credit applied to reduction of tax liability but deferred for accounting purposes -----

Balance of current year's investment tax credit used to reduce current year's tax accrual ----- \$ -0-

Add amount of prior years' deferred investment tax credits being amortized and used to reduce current year's tax accrual - -0-

Total decrease in current year's tax accrual resulting from use of investment tax credits \$ -0-

305. RETAINED INCOME—UNAPPROPRIATED

1. Show hereunder the Retained Income Accounts of each lessor company included in this report, entering the names of the lessor companies in the column headings. For instructions covering this schedule, see the text pertaining to Retained Income Accounts in Uniform System of Accounts.

RAILROAD CORPORATIONS--LESSON--F

300. INCOME ACCOUNT FOR THE YEAR—Concluded

(f)			(g)			(h)			(i)			(j)			(k)			Line No.
\$			\$			\$			\$			\$			\$			
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	51
																		52
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	53
																		54
																		55
																		56
																		57
																		58
																		59
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	60
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	61
																		62
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	63
																		64
																		65
																		66
																		67
																		68
																		69

305. RETAINED INCOME—UNAPPROPRIATED—Concluded

2. All contra entries hereunder should be indicated in parenthesis.
 3. Indicate under "Remarks" the amount of assigned Federal income tax consequences accounts 606 and 616.

(f)			(g)			(h)			(i)			(j)			(k)			Line No.
\$			\$			\$			\$			\$			\$			
																		1
																		2
																		3
																		4
																		5
																		6
																		7
																		8
																		9
																		10
																		11
																		12
																		13

See Page 51-A for a Statement of Income of Southern Railway Company and
 Consolidated Subsidiaries

308. DIVIDENDS DECLARED

Give particulars of each dividend declared by each lessor company included in this report. For par value or nonpar stock, show in column (e) 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 (c) or (d). If any such dividend was payable in anything other than cash; or, if any 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 after such payment; or, if any class of stock received a return not reportable in this schedule, explain the matter fully in the remarks column. For nonpar stock, show the number of shares in column (e) and the rate per share in column (c) or (d). The dividends in column (f) should be totaled for each company. The sum of the dividends stated in column (f) should equal the amount shown in schedule No. 305.

Line No.	Name of lessor company	Name of security on which dividend was declared (b)	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 (e)	Dividends (Account 623) (f)	DATE		Remarks (i)
			Regular (c)	Extra (d)			Declared (g)	Payable (h)	
1					\$	\$			
2									
3									
4		NONE							
5									
6									
7									
8									
9									
10									
11									
12									
13									
14									
15									
16									
17									
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26									
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31									
32									
33									
34									
35									
36									
37									
38									
39									
40									
41									

This Rail E Report to the Interstate Commerce Commission reports data for LESSORS OF CAROLINA AND NORTHWESTERN RAILWAY COMPANY (LESSORS). LESSORS are a part of SOUTHERN CONSOLIDATED SYSTEM comprised of 35 regulated carriers and 19 other companies. Financial reporting to Southern's shareholders and the general public is made on a consolidated basis and this statement of income is included in the Rail E Report in order to put LESSORS into proper perspective to the SOUTHERN CONSOLIDATED SYSTEM.

SOUTHERN RAILWAY COMPANY AND CONSOLIDATED SUBSIDIARIES

STATEMENT OF INCOME YEARS 1973 AND 1972

(Thousands of Dollars)

	1973	1972
Railway operating revenues:		
Freight	\$747,954	\$698,635
Demurrage	14,452	8,107
Passenger	3,868	3,311
Other	12,471	13,745
	<u>778,745</u>	<u>723,798</u>
Other income, principally interest	25,310	14,165
Total income	<u>804,055</u>	<u>737,963</u>
Railway operating expenses:		
Maintenance of way and structures ..	131,018	119,681
Maintenance of equipment	134,552	127,673
Transportation	240,665	213,616
Other	51,843	48,165
	<u>558,078</u>	<u>509,135</u>
State and local taxes	25,186	25,751
Payroll taxes	32,843	25,363
Freight car time/mileage (received) ..	(6,845)	(4,226)
Other equipment rent expense	34,182	30,754
Joint facility rent expense	1,390	931
Miscellaneous deductions from income ..	8,167	7,303
Fixed charges, principally interest ..	44,900	42,464
Total expenses	<u>697,901</u>	<u>637,475</u>
Income before federal income taxes	106,154	100,488
Less: Federal income taxes	9,626	15,153
Net consolidated income for the year in accordance with ICC accounting regulations	<u>\$ 96,528</u>	<u>\$ 85,335</u>
Per average share of common stock outstanding	\$6.51	\$5.74
Net consolidated income for the year in accordance with generally accepted accounting principles (GAAP)	\$ 67,202	\$ 59,449
Per average share of common stock outstanding	\$4.47	\$3.94

[illegible]

Give particulars of each class of miscellaneous physical property or plant operated by *each lessor company* included in this report during the year. If any of the operations listed in this schedule were discontinued before the close of the year, explain the matter in a footnote. Group the properties under the heads of the classes of operations to which they are devoted.

In column (a) give the designation used in the respondent's records and the name of the town or city and State in which the property or plant is located, 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 in a footnote.

The totals of columns (b), (c), and (d) should agree with the totals of accounts Nos. 502, "Revenue from miscellaneous operations," 534, "Expenses of miscellaneous operations," and 535, "Taxes on miscellaneous operating property," in respondent's Income Account for the Year. If not, differences should be explained in a footnote.

Line No.	Designation and location of property or plant, character of business, and title under which held (a)	Total revenue during the year (b)	Total expenses during the year (c)	Total taxes applicable to the year (d)
1		\$	\$	\$
2				
3	NONE			
4				
5				
6				
7				
8				
9				
10	TOTAL			

350. RAILWAY TAX ACCRUALS

1. Give particulars called for of the "Other than U. S. Government taxes" and "U. S. Government taxes" accrued and charged to account No. 532, "Railway tax accruals," during the year.

2. Enter in the column headings the names of the lessor companies which accrued the taxes.

3. In section A show for each State the taxes accrued which were levied by the State Governments (or Governments other than the United States).

4. In section B give an analysis by kind of U. S. Government taxes.

5. Substantial adjustments included in the amounts reported should be explained in a footnote.

Line No.	Name of State and kind of tax (a)	Blue Ridge Railway Company	Danville and Western Railway Co.	High Point Randleman and Southern RR Co.	Yadkin Railroad Co. Company	Amount	
		Amount	Amount	Amount	Amount		
	A. Other Than U. S. Government Taxes (Enter names of States)						
1	North Carolina		(710)	897	8 817		
2							
3							
4							
5							
6							
7							
8							
9							
10							
11							
12							
13							
14							
15							
16							
17							
18							
19							
20							
21							
22							
23							
24							
25							
26	Total—Other than U. S. Government taxes		(710)	897	8 817		
	B. U. S. Government Taxes						
27	Income taxes	96 338	241 421	46 933	120 452		
28	Old-age retirement						
29	Unemployment insurance						
30	All other United States taxes						
31	Total—U. S. Government taxes	96 338	241 421	46 933	120 452		
32	GRAND TOTAL—Railway Tax Accruals (account 532)	96 338	240 711	47 830	129 269		

NOTES AND REMARKS

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 particulars in a footnote.

Line No.	DESCRIPTION OF ROAD			Name of present leaseholder (d)	RENT ACCRUED DURING YEAR					
	Name of lessor company (a)	Termini (b)	Length (c)		Total (e)		Depreciation (f)		All other (Account 509) (g)	
1	<u>Blue Ridge Railway Company</u>				\$		\$		\$	
2										
3		Anderson to Valhalla, S.C.	32.90		135	243			135	243
4										
5										
6	<u>Danville and Western Railway Co.</u>									
7										
8		Stokesland, Va. to Fieldale, Va.								
9		Leaksville Jct., Va. to								
10		Leaksville, N.C.	42.13		504	332			504	332
11										
12	<u>High Point, Randleman, Asheboro and Southern Railroad Company</u>									
13										
14		M.P. 1 plus 4772 to								
15		Asheboro, N.C.	27.46		130	450			130	450
16										
17										
18	<u>Yadkin Railroad Company</u>									
19										
20		Yadkin Jct. to Albermarle, N.C.	30.94		187	181			187	181
21										
22										
23										
24										
25										
26										
27										
28										
29										
30										
31										
32										
33										
34										
35										
36										
37										
38										
39										
40										
41										
42										

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 name of lessor, (2) the name of lessee, (3) the date of the grant, (4) the chain of title (in case of assignment or subletting) and dates of transfer connecting the original parties with the present parties, (5) the basis on which the amount of the annual rent is determined, and (6) 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 Commission's authority for the lease, if any. If none, state the reasons therefor.

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

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

NONE

383. RENTS 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 heads provided should be explained in a footnote.

3. Taxes paid or payable by the respondent as a part of the stipulated rent should be included in column (f) and specifically stated under "Remarks."

4. This account includes amounts payable accrued as rent for roads, tracks, or bridges (including equipment or other railroad property covered

Line No.	Name of leaseholder (a)	Name of lessor company (b)	Total rent accrued during year (c)		
			\$		
1					
2					
3					
4	NONE				
5					
6					
7					
8					
9					
10					

383A. ABSTRACT OF LEASEHOLD CONTRACTS

Give brief abstracts of the terms and conditions of the leases under which the above-named properties are held, showing particularly (1) the name of lessee, (2) the name of lessor, (3) the date of the lease, (4) the

chain of title and dates of transfer connecting the original parties with the present parties in case of assignment or subletting, (5) the basis on which the amount of the annual rent is determined, and (6) the date

NOTE.—Only changes during the year are required.

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

Give a detailed analysis regardless of the amounts of all items included in accounts 570, "Extraordinary items"; 580, "Prior period items"; and 590 "Federal income taxes on extraordinary and prior period items; 606, "Other credits to retained income" and 616, "Other debits to retained income."

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

383. RENTS FOR LEASED ROADS AND EQUIPMENT—Concluded

by the contract), and for specific equipment held under lease for 1 year or more, the property being owned by other companies, and held under lease or other agreement by the terms of which *exclusive use and control for operating purposes* are secured.

5. If the reporting companies held under lease, during all or any part of the year, road on which *no rent* payable accrued, or if any portion of the charge shown hereunder is for construction on a line in which the leasehold interest will soon expire, give full particulars in the "Remarks" column.

CLASSIFICATION OF RENT									Remarks (g)	Line No.
Guaranteed interest on bonds (d)			Guaranteed dividends on stocks (e)			Cash (f)				
\$			\$			\$				
										1
										2
										3
										4
										5
										6
										7
										8
										9
										10

383A. ABSTRACT OF LEASEHOLD CONTRACTS—Concluded

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 Commission's authority for the lease, if any. If none, state the reasons therefor.

In lieu of the abstracts here called for, copies of lease agreements may be filed. Reference to copies filed in prior years should be given in connection with any changes in terms and conditions of the leasehold contracts.

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

Each item recorded in accounts 606 and 616 amounting to \$5,000 or more should be stated; items less than \$5,000 may be combined in a single entry, designated "Minor items, each less than \$5,000."

Line No.	Name of lessor company (a)	Account No. (b)	Item (c)	Debits (d)			Credits (e)		
				\$			\$		
31									
32									
33									
34									
35									
36									
37									
38									
39									
40									
41									
42									
43									
44									
45									
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54									
55									
56									
57									
58									
59									
60									

ANNUAL REPORT 1973

726801

CAROLINA & NORTHWESTERN RAILWAY CO.

2 OF 2

411. TRACKS OWNED AT CLOSE OF YEAR (For lessors to other than switching and terminal companies)

Give particulars of the mileage owned by each lessor company included in this report. If a company of this class controls any mileage by lease, and, in turn, subleases such mileage to another company, give particulars in a footnote. In giving "Miles of road", column (c), state the actual single-track distance between termini.

The 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 switching 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.

In the lower table, classify the mileage of road owned at close of year by States and Territories. The figures should apply to single-track mileage only. Enter names of States or Territories in the column headings. Lengths should be stated to the nearest hundredth of a mile.

Line No.	Name of road	Termini between which road named extends	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, etc.			
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)
1	Blue Ridge Ry. Co.	Anderson, S.C. to Wahalla, S.C.	32 90	3		1 62	2 5 15	5 2 32	2 41 99
2	Danville & Western Ry. Co.	Stokesland, Va. to Fieldale, Va.	42 13	2		1 45	2 1 36	3 04	3 47 98
3		Leaksville Jct. Va. to Leaksville, NC	7 67	8		0 99	1 2 30	2 2 78	3 13 74
4									
5									
6									
7	High Point, Randleman, Asheboro & Southern RR Co.	HPRA&S Junction to Asheboro, N.C.	27 30	7		1 20	1 1 76	2 2 05	2 32 31
8									
9									
10									
11	Yadkin R.R. Co.	Yadkin Jct., N.C. to Albemarle, N.C.	30 94	1		1 74	2 2 97	3 1 90	2 37 55
12									
13									
14									
15									
16									
17									
18									
19									
20									
21									
22									
23									
24									

MILES OF ROAD OWNED AT CLOSE OF YEAR—BY STATES AND TERRITORIES—(Single Track)

Line No.	Name of road	(Enter names of States or Territories in the column heading)												North Carolina		South Carolina		Total	
														Virginia					
25	Blue Ridge Ry. Co.																		
26	Danville and Western Ry. Co. (Line 3 above)												40 45	1 68	2		32 90	3 32 90	
27	Danville and Western Ry. Co. (Line 5 above)												0 19	7 48	8			42 13	
28	High Point, Randleman, Asheboro & Southern R.R. Co.													27 30	7			7 67	
29	Yadkin R.R. Co.													30 94	1			27 30	
30																		30 94	
31																			
32																			
33																			
34																			

(For lessors to switching and terminal companies)

In the lower table, classify the mileage of tracks owned at close of year by States and Territories. Enter names of States or Territories in the column headings. Lengths should be stated to the nearest hundredth of a mile.

MILES OF TRACKS OWNED AT CLOSE OF YEAR--BY STATES AND TERRITORIES

561. EMPLOYEES AND COMPENSATION

1. Give the average number of employees in the service of the lessor companies included in this report and the total compensation paid to them. General officers who served without compensation or were carried on the pay rolls of another company, and pensioners rendering no service, are not to be included.

2. Averages called for in columns (b), (c), and (d) should be the average of 12 middle-of-month counts.

3. This schedule does not include old-age retirement, and unemployment insurance taxes. See schedule 350 for such taxes.

Line No.	Name of lessor company	AVERAGE NUMBER OF EMPLOYEES IN SERVICE			TOTAL COMPENSATION DURING YEAR					
		Executives, general officers, and staff assistants	Other employees	Total employees	Executives, general officers, and staff assistants	Other employees	Total compensation			
	(a)	(b)	(c)	(d)	(e)	(f)	(g)			
1					\$		\$		\$	
2										
3										
4										
5	Included in Report of									
6										
7	Southern Railway Company									
8										
9										
10										
11										
12										
13										
14										
15										

562. COMPENSATION OF OFFICERS, DIRECTORS, ETC.

Give the name, position, salary, and other compensation, such as bonus, commission, gift, reward, or fee, of each officer, director, pensioner, or employee to whom the lessor companies included in this report paid \$40,000 or more during the year as compensation for current or past services over and above necessary expenses incurred in discharge of their duties.

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 of the system with a reference thereto in this report.

Any large "Other compensation" should be explained.

Line No.	Name of lessor company	Name of person	Title	Salary per annum as of close of year			Other compensation during the year			Remarks
	(a)	(b)	(c)	(d)			(e)			(f)
				\$			\$			
20										
21										
22	Included in Report of									
23										
24	Southern Railway Company									
25										
26										
27										
28										
29										

563. PAYMENTS FOR SERVICES RENDERED BY OTHER THAN EMPLOYEES

Give particulars concerning payments, fees, retainers, commissions, gifts, contributions, assessments, bonuses, pensions, subscriptions, allowances for expenses, or any form of payments amounting in the aggregate to \$5,000 or more during the year to any corporation, institution, association, firm, partnership, committee, or any person (other than one of respondents' employees covered in schedule 562 in this annual report) for services or as a donation.

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 should be excluded, but any special or unusual payments for services should be reported.

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 of the system with a reference thereto in this report.

Line No.	Name of lessor company	Name of recipient	Nature of service	Amount of payment			Remarks
	(a)	(b)	(c)	(d)			
				\$			
30							
31							
32	None						
33							
34							
35							
36							
37							
38							
39							

581. CONTRACTS, AGREEMENTS, ETC.

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:

1. Express companies.
2. Mail.
3. Sleeping, parlor, and dining car companies.
4. Freight or transportation companies or lines.
5. Other railway companies.
6. Steamboat or steamship companies.
7. Telegraph companies.
8. Telephone companies.
9. Equipment purchased under conditional sales contracts.
10. Other contracts.

Under item 9, 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 contracts or agreements, the number of units of each class of equipment covered, and the terms and conditions of payment.

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 \$5,000 per year, and which by its terms is otherwise unimportant.

In lieu of giving abstracts, copies of contracts may be filed. Every copy of a contract furnished in connection with the foregoing requirement should be listed hereunder.

The basis for computing receipts and payments should be fully stated in the case of each such contract, agreement, or arrangement.

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."

NONE

591. 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. 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.

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 I 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. Adjustments in the book value of securities owned, and reasons therefor.

5. Other financial changes of more than \$50,000, not elsewhere provided for, giving full particulars.

INCREASES IN MILEAGE

Line No.	Class	Name of lessor company	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			
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)
1	3A	Danville & Western Ry. Co.	B				0 03			0 03
2										
3										
4										
5										
6										
7										
8										
9										
10										
11										
12										
13										
14										
		TOTAL INCREASE					0 03			0 03

DECREASES IN MILEAGE

21	3A	Danville & Western Ry. Co.	M				0 03		0 11	0 14
22	3A	H.P.R.A. & S. R.R. Co.	M				0 03		0 06	0 09
23										
24										
25										
26										
27										
28										
29										
30										
31										
32										
33										
34										
35										
36										
		TOTAL DECREASE					0 06		0 17	0 23

If returns under Inquiry No. 1 on page 64 include any first main track owned by respondent or its proprietary companies representing new construction or permanent abandonment give the following particulars:

Line No.	OWNED BY RESPONDENT			OWNED BY PROPRIETARY COMPANIES		
	Name of lessor company (a)	MILES OF ROAD		Name of proprietary company (d)	MILES OF ROAD	
		Constructed (b)	Abandoned (c)		Constructed (e)	Abandoned (f)
40						
41						
42						
43						
44						
45						
46						
47						
48						
49						
50						

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.

VERIFICATION

The foregoing report must be verified by the oath of the officer having control of the accounting of the respondents. It should be verified, also, by the oath of the president or other chief officer of the respondents, unless the respondents state on the last preceding page of this report that such chief officer has no control over the accounting of the respondents. 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. While the President and Board of Directors have the right to exercise control of the accounting of these companies, they have delegated to the Comptroller the supervision of the books of account and the control of the manner in which such books are kept.

OATH

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

~~XXXXX~~ State of DISTRICT OF COLUMBIA

~~XXXXXX~~ County of CITY OF WASHINGTON

} ss:

F. A. Luckett
(Insert here the name of the affiant)

makes oath and says that he is

Assistant Comptroller
(Insert here the official title of the affiant)

of LESSORS OF CAROLINA AND NORTHWESTERN RAILWAY COMPANY
(Insert here the exact legal titles or names of the respondents)

Blue Ridge Railway Company

Danville and Western Railway Company

High Point, Randleman, Asheboro and Southern Railroad Company

Yadkin Railroad Company

that it is his duty to have supervision over the books of account of the respondents 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 respondents during the period of time from and, including

January 1, 1973, to and including December 31, 1973

F. A. Luckett
(Signature of affiant)

Subscribed and sworn to before me, a

Notary Public

, in and for the State and

county above named, this

28th

day of

March

1974

My commission expires

August 31, 1974

Use an
L. S.
impression seal

L. S. Lawrence
(Signature of officer authorized to administer oaths)

VERIFICATION —Concluded

SUPPLEMENTAL OATH

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

State of } ss:
 County of

..... makes oath and says that he is
 (Insert here the name of the affiant) (Insert here the official title of the affiant)
 of
 (Insert here the exact legal titles or names of the respondents)

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 respondents during the period of time from and including

....., 19...., to and including 19....

.....
 (Signature of affiant)

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

My commission expires

Use an
 L. S.
 impression seal

.....
 (Signature of officer authorized to administer oaths)

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