

RC-130900 CHICAGO & NORTHWESTERN 1982 1/6

RC130900

R-1

APPROVED BY OMB
3120-0029
EXPIRES 3-31-83

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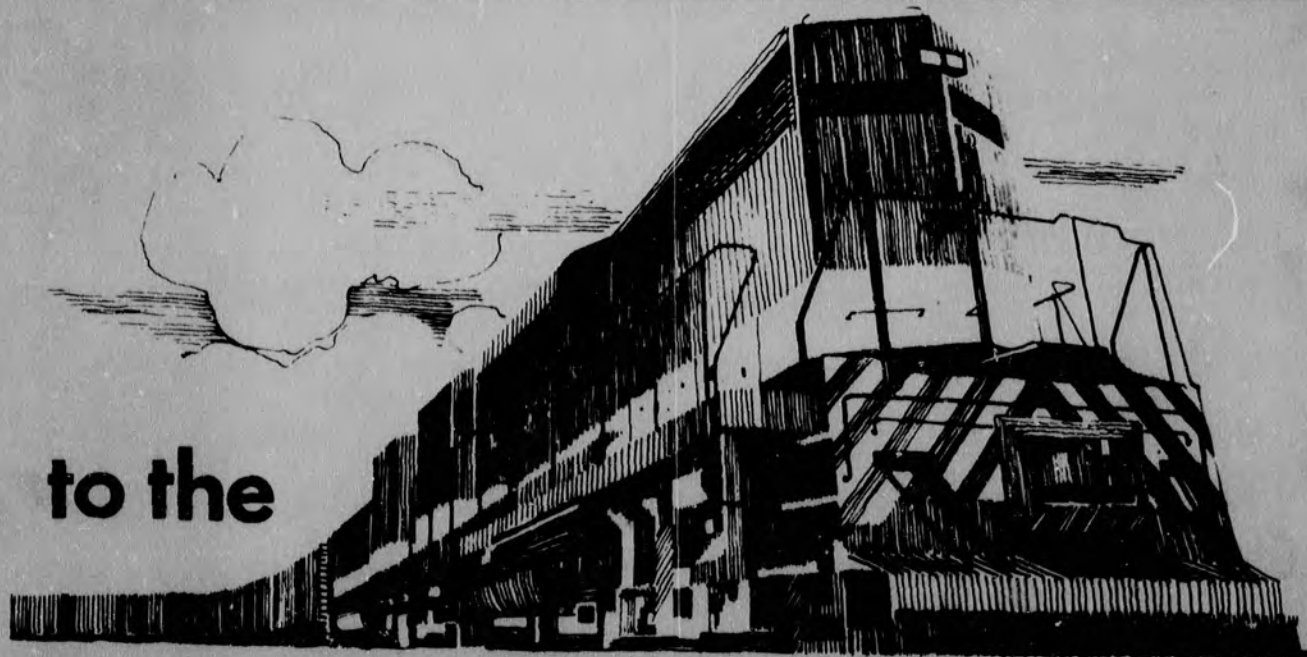
annual report

RC000000 CL1LH 82 ACAR
CHICAGO & NORTHWESTERN TRANSPORTATION
1 NO. WESTERN CENTER
165 NO. CANAL, 8TH FL.
CHICAGO
IL 60606

Correct name and address if different than shown.

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

to the



Interstate Commerce Commission

FOR THE YEAR ENDED DECEMBER 31, 1982

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, P.O. Box 2040, Rockville Pike Station, Rockville, MD. 20852, by March 31, of the year following that for which the report is made. One copy should be retained in respondent's files. Attention is specially directed to the following provisions of Part I of the Interstate Commerce Act:

(49) U.S.C. 11145. Reports by carriers, lessors, and associations

(a) The Interstate Commerce Commission may require—

(1) carriers, brokers, lessors, and associations, or classes of them as the Commission may prescribe, to file annual, periodic, and special reports with the Commission containing answers to questions asked by it; and

(2) a person furnishing cars or protective services against heat or cold to a rail or express carrier providing transportation subject to this subtitle, to file reports with the Commission containing answers to questions about those cars or services.

(b)(1) An annual report shall contain an account, in as much detail as the Commission may require, of the affairs of the carrier, broker, lessor, or association for the 12-month period ending on the 31st day of December of each year. However, when an annual report is made by a motor carrier, a broker, or a lessor or an association maintained by or interested in one of them, the person making the report may elect to make it for the 13-month period accounting year ending at the close of one of the last 7 days of each calendar year if the books of the person making the report are kept by that person on the basis of that accounting year.

(2) An annual report shall be filed with the Commission by the end of the 3d month after the end of the year for which the report is made unless the Commission extends the filing date or changes the period covered by the report. The annual report and, if the Commission requires, any other report made under this section, shall be made under oath.

(c) The Commission shall streamline and simplify, to the maximum extent practicable, the reporting requirements applicable under this subchapter to motor common carriers of property with respect to transportation provided under certificates to which the provisions of section 10922(b)(4)(E) of this title apply and to motor contract carriers of property with respect to transportation provided under permits to which the provisions of section 10923(b)(5) of this title apply.

Pub. L. 95-473, Oct. 17, 1978, 92 Stat. 1427; Pub. L. 96-296, § 5(b), July 1, 1980, 94 Stat. 796.

49 U.S.C. 11901 (g) A person required to make a report to the Commission, answer a question, or make, prepare, or preserve a record under this subtitle concerning transportation subject to the jurisdiction of the Commission under subchapter II of chapter 105 of this title, or an officer, agent, or employee of that person that (1) does not make the report, (2) does not specifically, completely, and truthfully answer the question, (3) does not make, prepare, or preserve the record in the form and manner prescribed by the Commission, or (4) does not comply with section 10921 of this title, is liable to the United States Government for a civil penalty of not more than \$500 for each violation and for not more than \$250 for each additional day the violation continues. After the date of enactment of this sentence, no penalties shall be imposed under this subsection for a violation relating to the transportation of household goods. Any such penalties that were imposed prior to such date of enactment shall be collected only in accordance with the provisions of subsection (h) of this section.

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

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

6. Money items, except averages, throughout the annual report form should be shown in thousands of dollars, adjusted to accord with footings. Totals for amounts reported in subsidiary accounts included in supporting schedules must be in agreement with related primary accounts. For purposes of rounding, amounts of \$500 but less than \$1,000 should be raised to the nearest thousand dollars, and amounts of less than \$500 should be lowered.

7. Railroad corporations, mainly distinguished as operating companies and lessor companies, are for the purpose of report to the Interstate Commerce Commission divided into classes. An operating company is one whose officers direct the business of transportation and whose books contain operating as well as financial accounts; and, a lessor company, the property of which being leased to and operated by another company, is one that maintains a separate legal existence and keeps financial but not operating accounts.

Operating companies 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 \$50,000,000, or more. For this class, Annual Report Form R-1 is provided.

Class II companies are those having annual operating revenues less than \$50,000,000 but in excess of \$10,000,000.

Class III companies are those having annual operating revenues of \$10,000,000 or less.

All switching and terminal companies will be designated class III railroads.

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

Commission means the Interstate Commerce Commission. Respondent means the person or corporation in whose behalf the report is made. Year means the year ended December 31 for which the report is made. The Close of the Year means the close of business on December 31 of the year for which the report is made; or, in case the report is made for a shorter period than one year, it means the close of the period covered by the report. The Beginning of the Year means the beginning of business on January 1 of the year for which the report is made; or, in case the report is made for a shorter period than one year, it means the beginning of the period covered by the report. The Preceding Year means the year ended December 31 of the year next preceding the year for which the report is made. The Uniform System of Accounts for Railroad Companies means the system of accounts in Part 1201 of Title 49, Code of Federal Regulations, as amended.

ANNUAL REPORT

OF

CHICAGO AND NORTH WESTERN TRANSPORTATION COMPANY

AND SUBSIDIARIES

TO THE

INTERSTATE COMMERCE COMMISSION

FOR THE

YEAR ENDED DECEMBER 31, 1982

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

(Name) J. M. BUTLER(Title) SENIOR VICE PRESIDENT-
FINANCE AND ACCOUNTING(Telephone number) 312
(Area code)559-6500
(Telephone number)(Office address) 165 N. Canal Street, Chicago, Illinois 60606
(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.

Revisions to this report resulted from the following Commission's decisions, copies of which were served on all railroads:

Docket	Title	Decision Date
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The following schedule was added to Railroad Annual Report Form R-1:

Schedule 512	Transactions Between Respondent and Companies or Persons Affiliated with Respondent for Services Received or Provided. Reinserted, it was inadvertently omitted from the 1981 report. Revised to reflect Accounting Series Circular No. 192 "Related Party Disclosures" dated May 18, 1982 which required F.A.S. No. 57 dated March 1982.
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Changes were made to the following schedules:

Schedule 200	Added three lines to segregate account Nos. in other assets and renumbered.
Schedule 210	Deleted lines 69-74 and added a line 53 Total Provision For Income Tax and renumbered.
Schedule 310A	Added heading Non-carrier (lists specifics for each company)
Schedule 335	Changed line Nos. 27, 36 and 37.
Schedule 361	Part Total Rental Expenses. Deleted columns c-h.
Schedule 412	Added column (e) Amortization Adjustment During Year, and Instruction No. 4.
Schedule 415	Changed column (e) from Depreciation to Amortization Adjustment Net During Year and minor changes to the Instructions.
Schedule 450	Changed heading to "Analysis of Taxes" from "Analysis of Federal Income Taxes" and the format of schedule. Segregate three line items.
Schedule 710	Deleted Diesel B Units and renumbered lines.
Schedule 721	Changed line No. 9 and added Instruction.
Schedule 723	Changed line No. 10 and added Instruction.
Schedule 755	Deleted 14 line items and renumbered the schedule. Minor changes were made in the Instructions.
Schedule 450	Item 3 added to analyze the affect of certain provisions of the Economic Recovery Tax Act of 1981 on Tax accruals.

ESTIMATE OF REPORTING BURDEN

In order to monitor carrier reporting burden and to satisfy OMB requirements pursuant to Public law 96-511, it is requested that you furnish the following information:

(1) Best estimate of the number of staff hours required to complete this report. In making this estimate please include the number of hours attributable to preparing the report and any special compilations contained in this report that would not generally be maintained or used by management for purposes other than reporting to this Commission.

Total hours (Estimated) 1,496

(2) Best estimate of the number of staff hours required to comply with the Uniform System of Accounts (USOA). In making this estimate only include the incremental staff hours required for the USOA. (Those hours in addition to the data needs of management and requirements of other Federal and State agencies.)

Total hours (Estimated) Undeterminable

(3) Best estimate of staff hours and storage costs to comply with the Commission's Record Retention Regulations. In making this estimate only include the incremental costs required for the Commission's rules. (Those costs in addition to retention requirements of management and other Federal and State agencies.)

Total hours (Estimated) Undeterminable

Storage costs (Estimated) Undeterminable

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A. SCHEDULES OMITTED BY RESPONDENT

1. The respondent, at its option, may omit pages from this report provided there is nothing to report or the schedules are not applicable.

2. Show below the pages excluded and indicate the schedule number and title in the space provided provided below.

3. If no schedules were omitted indicate "NONE."

Page	Schedule No.	Title
		None

B. IDENTITY OF RESPONDENT

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

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

Board, indicate such fact on line 1 below and list the consolidated group on page 4.

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

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

1. Exact name of common carrier making this report Chicago and North Western Transportation Company
2. Date of incorporation March 24, 1970
3. Under laws of what Government, State, or Territory organized? If more than one, name all. If in bankruptcy, give court of jurisdiction and dates of beginning of receivership or trusteeship and of appointment of receivers or trustees Organized under general laws of State of Delaware as North Western Employees Transportation Corporation. By Certificate of Amendment filed with Secretary of State of Delaware on May 2, 1972, name was changed to Chicago and North Western Transportation Company. No changes effected during the year 1982.
4. If the respondent was reorganized during the year, involved in a consolidation or merger, or conducted its business under a different name, give full particulars. It was not.

STOCKHOLDERS REPORTS

5. 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.

C. VOTING POWERS AND ELECTIONS

1. State the par value of each share of stock: Common, \$0.28 per share; first preferred, \$ — per share; second preferred, \$ — per share; debenture stock, \$ — per share.
2. State whether or not each share of stock has the right to one vote; if not, give full particulars in a footnote No *
3. Are voting rights proportional to holdings? No * If not, state in a footnote the relation between holdings and corresponding voting rights.
4. Are voting rights attached to any securities other than stock? No * If so, name in a footnote each security, other than stock to which voting rights are attached (as of the close of the year), and state in detail the relation between holdings and corresponding voting rights, stating whether voting rights are actual or contingent, and if contingent showing the contingency.
5. Has any class or issue of securities any special privileges in the election of directors, trustees, or managers, or in the determination of corporate action by any method? Yes * If so, describe fully in a footnote each such class or issue and give a succinct statement showing clearly the character and extent of each privileges.
6. Give the date of the latest closing of the stock book prior to the actual filing of this report, and state the purpose of such closing Not Closed.
7. State the total voting power of all security holders of the respondent at the date of such closing, if within one year of the date of such filing; if not, state as of the close of the year. 13,533,407 votes, as of December 31, 1982 (Date)
8. State the total number of stockholders of record, as of the date shown in answer to inquiry No. 7. 6,007 stockholders.
9. Give the names of the thirty security holders of the respondent who, at the date of the latest closing of the stock book or compilation of list of stockholders of the respondent (if within 1 year prior to the actual filing of this report), had the highest voting powers in the respondent, showing for each his address, the number of votes which he would have had a right to cast on that date had a meeting then been in order, and the classification of the number of votes to which he was entitled, with respect to securities held by him, such securities being classified as common stock, second preferred stock, first preferred stock, and other securities, stating in a footnote the names of such other securities (if any). If any such holder held in trust, give (in a footnote) the particulars of the trust. In the case of voting trust agreements give, as supplemental information the names and addresses of the thirty largest holders of the voting trust certificates and the amount of their individual holdings. *If the stock book was not closed or the list of stockholders compiled within such year, show such thirty security holders as of the close of the year.*
- See notes on Page 4

Line No.	Name of security holder	Address of security holder	Number of votes to which security holder was entitled	NUMBER OF VOTES, CLASSIFIED WITH RESPECT TO SECURITIES ON WHICH BASED		
				Stocks		
				Common	PREFERRED	
	(a)	(b)	(c)	(d)	Second (e)	First (f)
1	LIST OF THIRTY LARGEST STOCKHOLDERS IS BEING COMPILED AND WILL BE FURNISHED AS SOON AS IT IS AVAILABLE.					
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C. VOTING POWERS AND ELECTIONS - Continued

10. State the total number of votes cast at the latest general meeting for the election of directors of the respondent. 11,510,721
votes cast.

11. Give the date of such meeting. May 18, 1982

12. Give the place of such meeting. Chicago, Illinois

NOTES AND REMARKS

Redeemable Preference Shares, \$10,000 per share.

* The Preference Shares are non-voting, except that when dividend or redemption payments are in arrears for any reason, the FRA may appoint two directors to the Company's Board.

Pursuant to Board of Directors resolutions and financing agreements authorizing the issuance of said Preference Shares to finance major track and roadbed improvements on North Western's main line in Illinois and Iowa, and into Nebraska, as of December 31, 1982, 14,385 Preference Shares had been issued to the Federal Government consisting of:

Series A	2,200 shares
Series B	97 shares
Series C	142 shares
Series D	11,301 shares
Series E	645 shares

See Record

C. VOTING POWERS AND ELECTIONS

1. State the par value of each share of stock: Common, \$0.28 per share; first preferred, \$ # per share; second preferred, \$ — per share; debenture stock, \$ — per share.
2. State whether or not each share of stock has the right to one vote; if not, give full particulars in a footnote No *
3. Are voting rights proportional to holdings? No * If not, state in a footnote the relation between holdings and corresponding voting rights.
4. Are voting rights attached to any securities other than stock? No * If so, name in a footnote each security, other than stock to which voting rights are attached (as of the close of the year), and state in detail the relation between holdings and corresponding voting rights, stating whether voting rights are actual or contingent, and if contingent showing the contingency.
5. Has any class or issue of securities any special privileges in the election of directors, trustees, or managers, or in the determination of corporate action by any method? Yes * If so, describe fully in a footnote each such class or issue and give a succinct statement showing clearly the character and extent of such privileges.
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See notes on Page 4

Line No.	Name of security holder (a)	Address of security holder (b)	Number of votes to which security holder was entitled (c)	NUMBER OF VOTES, CLASSIFIED WITH RESPECT TO SECURITIES ON WHICH BASED		
				Stocks		
				Common (d)	Second (e)	First
1	Bankers Trust Co.	New York, NY	498,800	498,800		
2	Brown & Co. Securities Corp.	Lake Success, NY	418,875	418,875		
3	State Street Bank & Trust Co.	Boston, MA	408,610	408,610		
4	Morgan Guaranty Trust Co. of N.Y.	New York, NY	372,300	372,300		
5	Chase Manhattan Bank, N.A.	New York, NY	310,850	310,850		
6	Becker (A.C.) Inc.	New York, NY	271,240	271,240		
7	Manufacturers Hanover Trust Co.	New York, NY	249,850	249,850		
8	LaSalle National Bank (1)	Chicago, IL	239,066	239,066		
9	J.R. Wolfe	Chicago, IL	222,623	222,623		
10	Tucker & Co.	New York, NY	201,130	201,130		
11	Bear Sterns & Co.	New York, NY	193,840	193,840		
12	Bradford Trust Co.	New York, NY	184,500	184,500		
13	H.C. Dennis	Chicago, IL	183,700	183,700		
14	Northern Trust Co.	Chicago, IL	182,325	182,325		
15	Canaro & Co.	Chicago, IL	176,328	176,328		
16	Depository Trust Co.	New York, NY	175,217	175,217		
17	First National Bank of Minneapolis	Minneapolis, MN	167,200	167,200		
18	Morgan Guaranty Trust Co.	New York, NY	161,200	161,200		
19	R.W. Russell	Chicago, IL	147,000	147,000		
20	F.B. Russell	Chicago, IL	144,000	144,000		
21	Bank of Montreal	New York, NY	138,500	138,500		
22	U.S. Trust Co. of New York	New York, NY	129,500	129,500		
23	Merrill Lynch Pierce Fenner & Smith, Inc.	New York, NY	127,912	127,912		
24	A.K. Butler	Chicago, IL	123,400	123,400		
25	Citibank, N.A.	New York, NY	122,900	122,900		
26	Boston Safe Deposit & Trust Co.	Lake Success, NY	122,000	122,000		
27	J.M. Butler	Chicago, IL	119,500	119,500		
28						
29						
30						

CONTINUED ON PAGE 4

REVISED

Road Initials: CNW

Year 1982

C. VOTING POWERS AND ELECTIONS - Continued

10. State the total number of votes cast at the latest general meeting for the election of directors of the respondent. 11,510,721
votes cast.

11. Give the date of such meeting. May 18, 1982

12. Give the place of such meeting. Chicago, Illinois

NOTES AND REMARKS

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Pursuant to Board of Directors resolutions and financing agreements authorizing the issuance of said Preference Shares to finance major track and roadbed improvements on North Western's main line in Illinois and Iowa, and into Nebraska, as of December 31, 1982, 14,385 Preference Shares had been issued to the Federal Government consisting of:

Series A	2,200 shares
Series B	97 shares
Series C	142 shares
Series D	11,301 shares
Series E	645 shares

CONTINUED FROM PAGE 3, NOTE 9

LINE NO.	(a)	(b)	(c)	(d)	(e)	(f)
29	Manufacturers National Bank					
30	of Detroit	Detroit, MI	116,100	116,100		
31	G.R. Carr	Chicago, IL	114,000	114,000		
32	E.K. Wheeler	Washington, DC	111,600	111,600		
	(1) Held as Trustee for Chicago and North Western Transportation Company Stock Purchase Plan for employee accounts.					

100. COMPARATIVE STATEMENT OF FINANCIAL POSITION - ASSETS

Line No.	Account	Title (a)	Balance at Close of Year (b)	Balance at Beginning of Year (c)
Current Asset			\$	\$
1	701	Cash	12,018	13,890
2	702	Temporary Cash Investments	45,335	54,043
3	703	Special Deposits	127	231
Accounts Receivable				
4	704	— Loan and Notes	711	824
5	705	— Interline and Other Balances	9,268	9,348
6	706	— Customers	24,177	23,299
7	707	— Other	20,774	22,035
8	709, 708	— Accrued Accounts Receivables	29,846	42,666
9	708.5	— Receivables from Affiliated Companies	-	-
10	709.5	— Less: Allowance for Uncollectible Accounts	485	700
11	710, 711, 714	Working funds prepayments deferred income tax debits	2,065	2,949
12	712	Materials and Supplies	43,470	51,408
13	713	Other Current Assets	1,463	1,235
14		Total Current Assets	189,169	221,228
Other Assets				
15	715, 716, 717	Special funds	3,507	7,496
16	721, 721.5	Investments and Advances Affiliated Companies (sch 310)	4,169	4,104
17	722, 723	Other Investments and Advances	96	181
18	724	Allowances for Net Unrealized Loss on Noncurrent Marketable Equity Securities—Cr	-	-
19	737, 738	Property used in other than Carrier Operation (less depreciation)	8,088	7,778
20	739, 741	\$ 2,645 Other Assets	7,706	9,903
21	743	Other Deferred Debits	15,963	14,525
22	744	Accum. deferred Income Tax debits	-	-
23		Total Other Assets	39,529	43,987
Road and Equipment				
24	731, 732	Road (Sch. 330 & 330A)	216,447	184,363
25		Equipment	431,288	426,233
26		Unallocated Items	11,977	22,979
27		Accumulated Depreciation and amortization (Schs. 335, 351, 342, 340)	(199,510)	(184,778)
28		Net road and Equipment	460,202	448,797
29		Total Assets	688,900	714,012

NOTES AND REMARKS

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

Line No.	Account	Title (a)	Balance at Close of Year (b)	Balance at Beginning of Year (c)
		Current Liabilities	\$	\$
30	751	Loans and Notes Payable	-	-
31	752	Accounts Payable, Interline and Other Balances	2,525	4,915
32	753	Audited Accounts and Wages	22,022	30,329
33	754	Other Accounts Payable	3,795	3,838
34	755, 756	Interest and Dividends Payable	7,604	7,525
35	757	Payables to Affiliated Companies	-	-
36	759	Accrued accounts Payable	128,748	137,885
37	760, 761, 761.5, 762	Taxes Accrued	12,521	13,983
38	763	Other Current Liabilities	537	487
39	764	Equipment obligations and other long-term debt due within one year	44,703	39,597
40		Total Current Liabilities	222,455	238,559
		Non Current Liabilities		
41	765, 767	Funded debt unmatured	108,075	105,838
42	766	Equipment obligations	161,817	153,841
43	766.5	Capitalized Lease Obligations	50,929	54,072
44	768	Debt in default	-	-
45	769	Accounts payable, Affiliated Companies	-	-
46	770.1, 770.2	Unamortized debt premium	(24)	(32)
47	781	Interest in default	-	-
48	783	Deferred revenues-Transfers from Government Authorities	631	638
49	786	Accumulated deferred income tax credits	130	67
50	771, 772, 774, 775, 782, 784	Other long-term liabilities and deferred credits	50,555	45,752
51		Total Noncurrent Liabilities	372,113	360,176
		Shareholders' Equity		
52	791, 792	Capital Stock (Sch. 230)	147,641	144,546
53		Common Stock	3,791	3,736
54		Preferred Stock - Redeemable	143,850	140,810
55	793	Discount on Capital Stock	-	-
56	794, 795	Additional Capital (230)	5,104	1,654
		Retained Earnings:		
57	797	Appropriate (221)	-	-
58	798	Unappropriated (220)	(58,310)	(30,904)
59	798.1	Net Unrealized loss on noncurrent marketable equity securities	-	-
60	798.5	Less Treasury Stock	(103)	(19)
61		Net Stockholders Equity	94,332	115,277
62		Total Liabilities and Shareholders Equity	688,900	714,012

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES

The notes listed below are provided to disclose supplementary information on matters which have an important effect on the financial condition of the carrier. The carrier shall give the particulars called for herein and where there is nothing to report, insert the word "none"; and in addition thereto shall enter in separate notes with suitable particulars other matters involving material amounts of the character commonly disclosed in financial statements under generally accepted accounting and reporting principles, except as shown in other schedules. This includes statements explaining (1)

service interruption insurance policies and indicating the amount of indemnity to which respondent will be entitled for work stoppage losses and the maximum amount of additional premium respondent may be obligated to pay in the event such losses are sustained by other railroads; (2) particulars concerning obligations for stock purchase options granted to officers and employees; and (3) what entries have been made for net income or retained income restricted under provisions of mortgages and other arrangements (Dollars in thousands).

1. Amount (estimated, if necessary) of net income or retained income which has to be provided for capital expenditures, and for sinking and other funds pursuant to provisions of reorganization plans, mortgages, deeds of trust, or other contracts \$ 2,638

2. Estimated amount of future earnings which can be realized before paying Federal income taxes because of unused and available net operating loss carryover on January 1 of the year following that for which the report is made \$74,000

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

(b) State amount, if any, representing the excess of the actuarially computed value of vested benefits over the total of the pension fund. \$ 4,651

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

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

(ii) If funding is by trust agreement, list trustee(s) Harris Bank & Trust Company

Date of trust agreement or latest amendment December 31, 1982

If respondent is affiliated in any way with the trustee(s), explain affiliation: N/A

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

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

Yes _____ No X

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

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

4. State whether a segregated political fund has been established as provided by the Federal Election Campaign Act of 1971 (18 U.S.C. 610). Yes X No _____

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

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

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

Continued on following page

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

Marketable Equity Securities - to be completed by companies with \$10.0 million or more in gross operating revenues.

(a) Changes in Valuation Accounts

	Cost	Market	Dr. (Cr) to Income	Dr. (Cr) to Stockholders Equity
(Current Yr.) Current Portfolio _____			None	XXXXX
as of / / Noncurrent Portfolio _____			XXXXX	\$ None
(Previous Yr.) Current Portfolio _____			XXXXX	XXXXX
as of / / Noncurrent Portfolio _____			XXXXX	XXXXX

(b) At 12/31/82, gross unrealized gains and losses pertaining to marketable equity securities were as follows:

	Gains	Losses
Current	\$ -	\$ -
Noncurrent	-	-

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

Significant net realized and net unrealized gains and losses arising after date of the financial statements but prior to their filing, applicable to marketable equity securities owned at balance sheet date shall be disclosed below:

NOTE: / / - date - Balance sheet date of reported year unless specified as previous year.

NOTES AND REMARKS

3.(a) PENSIONS. The Company has a non-contributory, funded pension plan for certain of its employees, which supplements retirement benefits under the Company's Profit Sharing and Retirement Savings Plan and the Railroad Retirement Act if they do not reach specified minimum levels. The total pension expense for 1982 and 1981 was \$722 and \$246, respectively, which includes amortization of past service costs and actuarial gains and losses over 30 years and 15 years, respectively. The Company makes annual contributions to the plan equal to the amount accrued for pension expense.

A comparison of accumulated plan benefits and plan net assets for the Company's defined benefit plan is as follows:

	January 1,	
	1982	1981
Actuarial present value of accumulated pension plan Benefits:		
Vested	\$6,608	\$6,480
Nonvested	37	66
Total	<u>\$6,645</u>	<u>\$6,546</u>
Net assets available for benefits	<u>\$1,957</u>	<u>\$1,653</u>

The assumed rate of return used in determining the actuarial present value of accumulated plan benefits was 8% for both 1982 and 1981.

COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES -
(Continued)

7. The financial statements contained in this report are in accordance with the Uniform System of Accounts as prescribed by the Interstate Commerce Commission.

The consolidated financial statements reflect the operations of the Company and all of its majority owned subsidiaries as authorized in the Commission's letter dated August 19, 1976, File: ACA/BAH.

8. Effective August 7, 1981, authorized shares of Class A Common Stock were increased from 9,000,000 to 27,000,000 and the par value changed from \$.83-1/3 per share to \$.28 per share to effect a 3 for 1 stock split.

The voting trust which had existed since 1972 terminated by its own terms on May 2, 1982. Class T common shares held by the voting trustees were redeemed on that date for their nominal aggregate par value. Commencing May 2, 1982, each Class A common shareholder is entitled to one vote per share in all matters requiring stockholder vote.

9. To provide cash resources, the Company maintains revolving bank credit agreements and a Contingency Fund.

In January, 1982 the Company obtained commitments for \$25,000 under two revolving credit arrangements with a group of banks consisting of a \$12,500 unsecured credit agreement and a \$12,500 secured credit agreement. Any loans outstanding at the end of their revolving credit periods on November 15, 1984 will be automatically converted to secured term loans payable in installments thereafter over five to seven years. No loans were outstanding under either of these agreements at December 31, 1982.

At December 31, 1982, cash and marketable securities include \$15,000 which is maintained as a Contingency Fund in specially identified accounts in accordance with a resolution of the Board of Directors, but which is available for general corporate purposes subject to approval of the Board of Directors or its Executive Committee.

10. See Schedule 510, Debtholdings, relative to long term debt outstanding balances.

Debt principal payments (including sinking fund and capitalized lease obligations) due in 1984 through 1988 are \$44,888, \$49,949, \$46,429, \$43,132, and \$39,236, respectively.

The principal encumbrances on the properties of the Company, in each instance subject to the prior lien of equipment obligations are:

a) General mortgages which secure the first mortgage bonds of the Chicago and North Western Railway Company (C&NW), the Minneapolis and St. Louis Railway Company and the Chicago Great Western Railway Company (CGW). Each indenture securing these respective bond issues is a first lien on substantially all of the real and tangible personal property of the former railway company whose name the issue bears, as at the date of acquisition thereof by the Company or its predecessor, and subsequent additions thereto. In addition, the C&NW mortgage constitutes a junior lien on CGW road property and a lien on the stock of North Western Leasing Company, a wholly-owned subsidiary of the Company, which owns certain rolling stock used by the Company.

b) Subject to the above described liens, Northwest Chemco, Inc. also holds a mortgage on the Company's property securing Northwest Chemco, Inc.'s interests in the assumption of obligations by the Company in connection with its purchase of the railroad assets on June 1, 1972.

COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES -
(Continued)

c) Subject to the above described liens, the United States Government also holds a mortgage on the Company's property securing loans in Schedule 510 which are guaranteed as to principal and interest by the Federal Railroad Administration. The proceeds of the loans were used principally to rehabilitate Company freight cars.

One or more of these mortgages contain varying provisions relating to prescribed amounts of capital expenditures, debt retirement and limitations on cash dividends.

The 1981 extraordinary gain was generated through reacquisitions of \$23,669 par value of general mortgage bonds with funds obtained through intermediate term financing.

11. The Company is a party to service interruption agreements under which additional premiums up to a maximum of \$17,720 may arise in the event of work stoppages on other railroads. Conversely, the Company is entitled to receive payments under certain conditions if work stoppage occurs on its property.

The State of Iowa has imposed a tax on diesel fuel used to propel railway vehicles in that state. The Company's potential liability for the unpaid tax and interest thereon from the effective date, October 1, 1981, to December 31, 1982, approximates \$2 million. An appeal by plaintiff railroads is pending in the Iowa Supreme Court against the denial by an Iowa District Court of a permanent injunction against collection of the tax. The Company believes, based on the facts in this case and decisions in other jurisdictions, that the chances that the plaintiff railroads will ultimately prevail are likely and has not recorded an accrual for the unpaid tax and interest.

12. The Company has various informal compensating balance arrangements with banks with which it has long-term equipment financing agreements. Under these arrangements the Company was required to maintain an average of approximately \$6,000 of cash as compensating balances as of December 31, 1982. Part of these requirements are met with mid-month cash peaks, because cash balances during the month are higher than month-end balances. There are no legal restrictions as to the withdrawal of these cash balances. The Contingency Fund cash is available to meet compensating balance requirements.

13. At December 31, 1982 the Company had contracted for approximately \$4,000 of equipment.

14. Cash dividends cannot be paid until certain conditions in the Company's mortgage and government financing agreements are met. Some of the conditions were not being met as of December 31, 1982. The Company cannot determine when these conditions will be met.

15. Under the Company's stock option plan, as approved under Finance Docket #29414, options may be granted to certain employees to purchase Class A Common Stock at not less than the market price on the date of grant. The status of the plan at December 31, 1982 is as follows:

	<u>Shares</u>	<u>Average Price</u>
Outstanding options, January 1, 1982	998,697	\$ 7.15
Options granted	160,550	15.625
Options exercised	(197,369)	5.92
Options cancelled	(14,250)	5.92
Outstanding options, December 31, 1982		
(of which 276,903 were exercisable)	947,628	\$ 8.86
	=====	=====

At December 31, 1982 there were 30,154 shares of Class A Common Stock reserved for options not yet granted.

COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES -
(Continued)

Pursuant to the same plan, 31,000 stock appreciation rights (SAR's) were granted during 1982 at a base price of \$15.625 per share, the market price at the date of grant, subject to the limitation that benefits cannot exceed 200% of the base price. Employees exercised 220,881 SAR's at an average price of \$5.92 during 1982. At December 31, 1982, there were 509,485 SAR's outstanding of which 10,871 were exercisable. Compensation expense relating to the SAR's was \$1,947 during 1982 and \$4,075 during 1981. The SAR's are unrelated to stock options.

All of the foregoing share totals and prices reflect the 3 for 1 split of the Company's Common Stock effective August 7, 1981. The stock split was approved under Finance Docket #29670.

16. Preference shares outstanding at December 31, 1982 are as follows:

Series	Shares Issued	Par Value	Dividend & Redemption Payments		
			Aggregate Rate*	Duration in Years	Years Payable
A&D	13,501	\$135,010,000	7.50%	20	1988-2012
B	97	970,000	21.55	20	1988-2012
C	142	1,420,000	16.51	15	1983-2002
E	645	6,450,000	25.35	20	1989-2012
	<u>14,385</u>	<u>\$143,850,000</u>			
	=====	=====			

*Aggregate rate is the combined annual dividend and redemption payments expressed as a percentage of par value to be paid if available (see below) in the years indicated above.

The shares were issued to the Federal Railroad Administration (FRA) to finance the cost of rebuilding and upgrading approximately 449 miles of the Company's main lines and certain facilities in the Proviso, Illinois classification yard.

Aggregate dividend and redemption requirements for shares outstanding at December 31, 1982 are:

Years Ended December 31,	Total Annual Payments	Years Ended December 31,	Total Annual Payments
1983	\$ 89	1998	\$12,115
1984	190	1999	12,014
1985-1987	230	2000-2002	11,975
1988	947	2003-2007	11,970
1989	3,120	2008	11,257
1990	5,982	2009	9,084
1991	8,970	2010	6,222
1992	11,791	2011	3,234
1993-1997	12,204	2012-Final Maturity	412

Annually scheduled dividends will be accrued for all shares commencing on the 10th anniversary of their issuance.

Dividend and redemption payments are mandatory except to the extent FRA determines, based on information provided by the Company, that it has no legally available surplus (for dividends) or capital (for redemptions) or that it is insolvent or cannot pay its debts as they mature, or that payment would impair the safe operation of the Company's railroad properties, or the maintenance of the usual standards of efficiency or economy of operations of its properties. If any of these exceptions apply, such dividend and

COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES -
(Continued)

redemption payments shall cumulate. If dividend or redemption payments are not made when none of these exceptions apply, or if the Company is in default of certain provisions of its agreement with the FRA, FRA may convert the shares to debt junior to all debt incurred prior to such conversion and payable in 15 annual installments (including any already paid), and the FRA may increase the yield thereof to 5.44% (weighted average) per year from the date of declaration of such increase.

The preference shares are non-voting, except that when dividend or redemption payments are in arrears for any reason, the FRA may appoint two directors to the Company's Board. The outstanding preference shares are redeemable at the Company's option at a price equal to the par value plus \$3,497 for each year outstanding, less the aggregate of prior dividend payments.

Share issuances during the years ended December 31, 1982 and 1981 were as follows:

<u>Series</u>	<u>Shares Issued</u>	
	<u>1982</u>	<u>1981</u>
A&D	307	2,640
B	-	-
C	3	-
E	72	332

17. On July 15, 1982, the Company and the Union Pacific Corporation (UPC) and related subsidiaries signed agreements with a group of banks to finance the acquisition of a one-half interest in the joint coal line referred to below and construction of the Wyoming Powder River Basin Coal Transportation Project. The banks have agreed to lend 75% of the estimated \$460,000 cost of the project, or an estimated \$345,000, and have committed to an additional \$69,000 in the event of construction cost overruns or other contingencies. The remaining costs are to be invested, \$25,000 by the Company and the balance by a UPC subsidiary. The Company's portion of the commitment fee paid on the unused portion of the commitment was \$435 in 1982. The financing agreements were approved by the ICC in a decision served August 10, 1982; this decision was supplemented by a clarifying decision served October 8, 1982.

In a decision served October 22, 1982, the ICC ruled that the Company's payment to the Burlington Northern for a one-half interest in the joint coal line serving the Wyoming Powder River Basin should be \$76,200 and prescribed terms of an operating agreement between the parties. The order required the Company to demonstrate by November 5, 1982 that it was willing and able to tender the purchase price, and the Company did so as a result of the financing described above. An appeal of the ICC decision and other litigation relating to the coal project are pending. It is the Company's opinion that the ICC's decision will be upheld.

The Company and a subsidiary have deferred approximately \$12,600 of pre-operating costs related to this project.

18. On February 24, 1983, the Company and the Rock Island Trustee signed an agreement whereby the Company will purchase 718 miles of former Rock Island Railroad, most of which it had been operating under a lease. The agreement, which specifies a purchase price of \$93,000, received preliminary approval by the bankruptcy court on March 18, 1983, and will be submitted to the ICC for approval and returned to the bankruptcy court for final approval. The Company has obtained a commitment from a group of banks to finance most of the acquisition on which it will pay a maximum commitment fee of \$400 per year.

COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES -
(Continued)

The Company expects to obtain additional financing for the balance or could use funds available under existing credit agreements. (See Note 9).

19. Reference is made to Note 16 in the Company's Annual Report to shareholders for disclosures required by Statement of Financial Accounting Standards No. 33.

20. See also Schedules 500 and 501 relative to guarantees and contingent liabilities; Schedule C relative to shareholder voting rights; Schedule 361, 363 and 364 for capital and operating lease data; and Schedule 450 relative to income taxes.

SUPPLEMENT REQUIRED BY EX PARTE 346**(SUB. NO. 1)**

The number of carloads and trailer loads of exempted fresh fruits and vegetables handled in 1982 was 16,855. In 1978, prior to exemption, 11,362 carloads and trailer loads of the same commodities were handled.

(SUB. NO. 2)

The number of carloads and trailer loads of exempted Miscellaneous Commodities handled in 1982 was 7,579. In 1979, prior to exemption, 6,382 carloads and trailer loads of the same commodities were handled.

210. RESULTS OF OPERATIONS

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

2. Report total operating expenses from Schedule 410 of this report. Any disparities in expense amounts shown in this schedule and expense amounts reported in Schedule 410 must be fully explained on page 12 Results of Operations.

3. List dividends from investments accounted for under the cost method on the appropriate line No. 19, for, Account No. 513, "Dividend income." List dividends accounted for by the equity method on the appropriate dividend line No. 25 for Account No. 512 under the "Income from Affiliated Companies" subsection of this schedule.

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

5. Dollars in thousands.

Line No.	Item (a)	Amount for Current Year (b)	Amount for Preceding Year (c)	Freight-Related Revenue & Expenses (d)	Passenger-Related Revenue & Expenses (e)
	ORDINARY ITEMS				
	OPERATING INCOME				
	Railway Operating Income				
1	(101) Freight **	707,523	883,055	707,523	-
2	(102) Passenger **	51,991	50,355	-	51,991
2	(103) Passenger-Related	202	196	-	202
4	(104) Switching	19,495	16,998	19,495	-
5	(105) Water Transfers	-	-	-	-
6	(106) Demurrage	7,229	9,789	7,229	-
7	(110) Incidental	4,185	4,816	3,282	901
8	(121) Joint Facility Credit	303	425	303	-
9	(122) Joint Facility Debit	(2)	(1)	(2)	-
10	(501) Railway operating revenues (Exclusive of transfers from Government Authorities-lines 1-9)	790,924	965,633	737,830	53,094
11	(502) Railway operating revenues-Transfers from Government Authorities for current operations	16,928	17,511	5,037	11,891
12	(503) Railway operating revenues-Amortization of deferred transfers from Government Authorities	8	24	-	8
13	Total railway operating revenues (lines 10-12)	807,860	983,168	742,867	64,993
14	(531) Railway operating expenses	830,219	968,428	766,228	63,991
15	*Net revenue from railway operations	(22,359)	14,740	(23,361)	1,002
	OTHER INCOME				
16	(506) Revenue from property used in other than carrier operations	417	442		
17	(510) Miscellaneous rent income	3,278	2,735		
18	(512) Separately operated properties-Profit	-	-		
19	(513) Dividend Income (cost method)	-	5		
20	(514) Interest income	9,306	12,859		
21	(516) Income from sinking and other funds	487	759		
22	(517) Release of premiums on funded debt	4	4		
23	(518) Contributions from other companies	-	-		
24	(519) Miscellaneous income	29,707	25,145		
	Income from affiliated companies				
25	(513) Dividends (equity method)	-	-		
26	Equity in undistributed earnings (losses)	-	-		
27	Total other income (lines 16-26)	43,199	41,949		
28	Total income (lines 15, 27)	20,840	56,689		
	MISCELLANEOUS DEDUCTIONS FROM INCOME				
29	(534) Expenses of property used in other than carrier operations	-	-		
30	(535) Taxes on property used in other than carrier operations	-	-		
31	(543) Miscellaneous rent expense	431	525		
32	(544) Miscellaneous taxes	145	162		
33	(545) Separately operated properties-Loss	-	-		
34	(549) Maintenance of investment organization	-	-		
35	(550) Income transferred to other companies	-	-		
36	(551) Miscellaneous income charges	4,840	2,075		
37	(553) Uncollectible accounts	-	-		
38	Total miscellaneous deductions (lines 29-37)	5,416	2,762		
39	Income available for fixed charges Lines 28, 38	15,424	53,927		

210. RESULTS OF OPERATIONS-Continued

Line No.	Item (a)	Amount for Current Year (b)	Amount for Preceding Year (c)
	FIXED CHARGES	\$	\$
(46)	Interest on funded debt:		
40	(a) Fixed interest not in default	42,247	43,373
41	(b) Interest in default	-	-
42	(547) Interest on unfunded debt	326	1,597
43	(548) Amortization of discount on funded debt	186	256
44	Total fixed charges (lines 40-43)	42,759	45,226
45	Income after fixed charges (lines 39, 44)	(27,335)	8,701
	OTHER DEDUCTIONS		
(546)	Interest on funded debt:		
46	(c) Contingent interest	21	126
	UNUSAL OR INFREQUENT ITEMS		
(555)	Unusual or infrequent items (debit) credit	-	-
48	Income (loss) from continuing operations (before income taxes)	(27,356)	8,575
	PROVISIONS FOR INCOME TAXES		
(556)	Income taxes on ordinary income:		
49	Federal income taxes	-	-
50	State income taxes	-	-
51	Other income taxes	-	-
52	(557) Provision for deferred taxes	50	1,075
53	Total provisions for income taxes (lines 49-52)	50	1,075
54	Income from continuing operations	(27,406)	7,500
	DISCONTINUED OPERATIONS		
55	(560) Income or loss from operations of discontinued segments (less applicable income taxes of \$)	-	-
56	(562) Gain or loss on disposal of discontinued segments (less applicable income taxes of \$)	-	-
57	Income before extraordinary items	(27,406)	7,500
	EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES		
58	(570) Extraordinary items (Net)	-	13,171
59	(590) Income taxes on extraordinary items	-	-
60	(591) Provision for deferred taxes - Extraordinary items	-	1,350
61	Total extraordinary items (lines 57-59)	(27,406)	14,521
62	(592) Cumulative effect of changes in accounting principles (less applicable income taxes of \$)	-	-
63	Net income (Loss)	(27,406)	19,321
	*Reconciliation of net railway operating income (NROI)		
64	Net revenues from railway operations	(22,359)	14,740
65	(556) Income taxes on ordinary income (-)	-	-
66	(557) Provision for deferred income taxes (-)	50	1,075
67	Income from lease of road and equipment (-)	226	272
68	Rent for leased roads and equipment (+)	6,182	6,191
69	Net railway operating income (loss)	(16,453)	12,584

220. RETAINED EARNINGS—UNAPPROPRIATED

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

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

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

4. Segregate in column (c) all amounts applicable to the equity in undistributed earnings (losses) of affiliated companies based on the equity method of accounting.

5. Line 3 (line 7 if debit balance), column (c), should agree with line 26, column (b), Schedule 210. The total of columns (b) and (c), lines 3 and 7, should agree with line 62, column (b), Schedule 210.

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

Line No.	Item	Retained earnings—Unappropriated (b)	Equity in undistributed earnings (losses), of affiliated companies (c)
	(a)	(b)	(c)
1	Balances of beginning of year	\$ (30,904)	\$
2	(601.5) Prior period adjustments to beginning retained earnings		
	CREDITS		
3	(602) Credit balance transferred from income		
4	(603) Appropriations released		
5	(606) Other credits to retained earnings equity in undistributed earnings losses of affiliated companies		
6	Total		
	DEBITS		
7	(612) Debit balance transferred from income	27,406	
8	(616) Other debits to retained earnings equity in undistributed earnings losses of affiliated companies		
9	(620) Appropriations for sinking and other funds		
10	(621) Appropriations for other purposes		
11	(623) Dividends Common stock		
12	Preferred stock ¹		
13	Total	27,406	
14	Net increase (decrease) during year (Line 6 minus line 13)	(27,406)	
15	Balances at close of year (Lines 1, 2 and 14)	(58,310)	
16	Balances from line 15(c)		XXXXX
17	Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of Year	(58,310)	XXXXX
	REMARKS		
	Amount of assigned Federal income tax consequences		
18	Account 606		XXXXX
19	Account 616		XXXXX

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

NOTES AND REMARKS FOR SCHEDULES 210 and 220

See Comparative Statement of Financial
Position Explanatory Notes (Schedule 200).

221. RETAINED EARNINGS-APPROPRIATED

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

Line No.	Class of appropriation (a)	Credits during year (b)	Debits during year (c)	Balance at close of year (d)
		\$	\$	\$
1	Additions to property through retained earnings _____			
2	Funded debt retired through retained earnings _____			
3	Sinking funds _____			
4	Miscellaneous funds _____			
5	Other appropriations (specify): _____			
6				
7				
8				
9				
10				
11				
12				
13				
14				
15				
16	TOTAL	None	None	None

225. TRANSFERS FROM GOVERNMENT AUTHORITIES

This schedule should include particulars of all transfers from Federal, state or municipal authorities received during the year. The amount of transfer received shall be distributed among columns (c), (d), and (e) in accordance with General Instruction 1-15 of the Uniform System of Accounts for Railroad Companies. (Dollars in thousands)

Line No.	Description (a)	Amount (b)	Applied to current operations (c)	Deferred to future periods (d)	Applied to contributed capital (e)
	Source and description of transfers	\$	\$	\$	\$
1	(1) Regional Transportation Authority	11,891	11,891		
2	(2) Iowa Dept. of Transp.	4,897	3,328		1,569
3	(2) South Dakota Dept. of Transp.	2,477	1,709		768
4					
5					
6					
7	Total received during year	19,265	16,928		2,337
8	Cumulative total of Government transfers-beginning of year	60,546	XXXXX	XXXXX	XXXXX
9	Cumulative total of Government transfers-end of year	79,811	XXXXX	XXXXX	XXXXX

(1) Compensation under purchase of service agreement.

(2) Transfers under various Federal and State funded programs for branch line subsidies, and track rehabilitation.

230. CAPITAL STOCK

PART I. CAPITAL STOCK

1. Disclose in column (a) the particulars of the various issues of capital stock of the respondent, distinguishing separate issues of any general class, if different in any respect.
2. Present in column (b) the par or stated value of each issue. If none, so state.
3. Disclose in columns (c), (d), (e) and (f) the required information concerning the number of shares authorized, issued, in treasury and outstanding for the various issues.
4. For the purposes of this report, capital stock and other securities are considered to be nominally issued when certificates are signed and sealed and placed with the proper officer for

sale and delivery or are pledged or otherwise placed in some special fund of the respondent. They are considered to be actually issued when sold to a bona fide purchaser who holds them free from control by the respondent. All securities actually issued and not reacquired by or for the respondent are considered to be actually outstanding. If reacquired by or for the respondent, and not canceled or retired, they are considered to be nominally outstanding.

5. Dollars in thousands.

Line No.	Class of Stock (a)	Par Value (b)	Number of Shares				Book Value at End of Year	
			Authorized (c)	Issued (d)	In Treasury (e)	Outstanding (f)	Outstanding (g)	In Treasury (h)
1	Common Class A	\$0.28	27,000,000	13,539,926	6,519	13,539,926	3,791	103
2								
3								
4	Preferred Series A through E	\$10,000	65,000	14,385		14,385	143,850	
5								
6								
7								
8								
9								
10	TOTAL	XXXXX	27,065,000	13,554,311	6,519	13,554,311	147,641	103

PART II. SUMMARY OF CAPITAL STOCK CHANGES DURING YEAR

1. The purpose of this part is to disclose capital stock changes during the year.
2. Column (a) presents the items to be disclosed.
3. Columns (b), (d) and (f) require disclosures of the number of preferred, common and treasury stock, respectively, applicable to the items presented in column (a).
4. Columns (c), (e) and (g) requires the applicable disclosure of the book values of preferred, common and treasury stock.

5. Disclose in column (h) the additional paid-in capital realized from changes in capital stock during year.
6. Unusual circumstances arising from changes in capital stock changes shall be fully explained in footnotes to this schedule.
7. Report dollars in thousands.

Line No.	Items (a)	Preferred Stock		Common Stock		Treasury Stock		Additional Capital (h)
		Number of Shares (b)	Amount (c)	Number of Shares (d)	Amount (e)	Number of Shares (f)	Amount (g)	
11	Balance at beginning of year	14,003	\$140,030	13,342,560	\$3,736	669	\$ 19	\$1,654
12	Capital Stock Sold ¹	382	3,820	197,369	55			1,113
13	Capital Stock Reacquired			3		5,850	84	
14	Capital Stock Canceled							
15	Government Transfers- Non-depreciable property							2,337
16	Balance at Close of Year	14,385	\$143,850	13,539,926	\$3,791	6,519	\$ 103	\$5,104

¹ By footnote on page 18 state the purpose of the issue and authority.

240. STATEMENT OF CHANGES IN FINANCIAL POSITION

Give the information as requested concerning the source and application of funds during the year. Funds for the purpose of this schedule shall include all assets or financial resources even though a transaction may not directly affect cash or working capital. For example, the purchase of property in exchange for shares of stock or bonds would be an application of funds for investment in property provided by the issue of securities. Sources and uses of funds should be individually disclosed. For example, outlays for fixed assets should not be reported net of retirements. Dollars in thousands.

Line No.	Description (a)	Current year (b)	Prior year (c)
	SOURCES OF WORKING CAPITAL		
	Working capital provided by operations:		
1	Income (loss) from continuing operations	\$(27,406)	\$ 7,500
	Add expenses not requiring outlay of working capital, (subtract) credits not generating working capital:		
2	Retirement of nondepreciable property	4,497	294
3	Loss (gain) on sale or disposal of tangible property	-	-
4	Depreciation and amortization expenses	23,450	22,287
5	Net increase (decrease) in deferred income taxes	50	1,075
6	Net decrease (increase) in parent's share of subsidiary's undistributed income for the year	-	-
7	Net increase (decrease) in noncurrent portion of estimated liabilities	4,803	5,616
	Other (specify):		
8	Proceeds from Government financing for charges to expense:		
9	Guaranteed loans for car repairs	-	7,141
10	Preference shares for track rebuilding	-	21,482
11			
12			
13	Total working capital from continuing operations	\$ 5,394	\$ 65,395
14	Add funds generated by reason of discontinued operations, extraordinary items, and changes in accounting principles. (extraordinary bond gain before deferred taxes)	-	10,746
15	Total working capital from operations	\$ 5,394	\$ 76,141
	Working capital from sources other than operating:		
16	Proceeds from issuance of long-term liabilities (including capitalized leases)	\$ 57,507	\$ 57,531
17	Proceeds from sale/disposition of carrier operating property	4,504	11,282
18	Proceeds from sale/disposition of other tangible property	-	-
19	Proceeds from sale/repayment of investments advances	185	150
20	Net decrease in sinking and other special funds	4,074	688
21	Proceeds from issue of capital stock including preference shares	4,208	6,785
	Other (specify):		
22	All Other (Net)	3,880	
23			
24			
25			
26			
27	Total working capital from sources other than operating	\$ 74,358	\$ 76,436
28	Total sources of working capital	\$ 79,752	\$152,577

240. STATEMENT OF CHANGES IN FINANCIAL POSITION - Concluded

Line No	Description (a)	Current year (b)	Prior year (c)
	APPLICATION OF WORKING CAPITAL	\$	\$
29	Amount paid to acquire/retire long-term liabilities	45,331	65,160
30	Cash dividends declared		
31	Purchase price of carrier operating property (Note)	44,400	79,009
32	Purchase price of other tangible property	536	188
33	Purchase price of long-term investment and advances	250	250
34	Net increase in sinking or other special funds	-	-
35	Purchase price of acquiring treasury stock	84	19
	Other (specify):		
36	Net Increase (Decrease) in Current Portion of Debt	5,106	3,030
37			
38	All Other (Net)	-	4,225
39			
40			
41			
42			
43			
44			
45	Total application of working capital	\$ 95,707	\$ 151,881
46	Net increase (decrease) in working capital	\$ (15,955)	\$ 696

Note: Purchase price of carrier operating property per Schedule 330 and 330A 1981

\$ 92,275

Less accumulated depreciation at date of acquisition of a locomotive subsidiary and its equipment purchased and accounted for according to the purchase method 1981

(13,266)
\$ 79,009

241. CHANGES IN WORKING CAPITAL

Compute the net changes in each element of working capital.
(Dollars in thousands)

Line No	Item (a)	End of year (b)	Beginning of year (c)	Increase (Decrease) (d)
1	Cash and temporary investments	\$ 57,353	\$ 67,933	\$(10,580)
2	Net receivables	84,691	97,472	(12,781)
3	Prepayments	2,065	2,949	(884)
4	Materials and supplies	43,470	51,408	(7,938)
5	Other current assets not included above	1,590	1,466	124
6	Notes payable and matured obligations	-	-	-
7	Accounts payable	177,215	198,475	(21,260)
8	Current equipment obligations and other debt	44,703	39,597	5,106
9	Other current liabilities not included above	537	487	50
10	Net increase (decrease) in working	\$(33,286)	\$(17,331)	\$(15,955)

245. WORKING CAPITAL INFORMATION

1. Report below the information requested with respect to the referenced accounts.
2. Give the amount of issues from stock during the year for lines 1 thru 5 as it pertains to account 712, "Material and supplies."
3. Report on lines 6, 7, 8, and 9 on the amount applicable to common-carrier transportation service included in accounts 707, 753, 754, and 761.5 (Do not include taxes levied in lieu of property taxes.)
4. Dollars in thousands.

Line No.	Item (a)	Amount (b)
1	Construction and additions and betterments	3,505
2	Common-carrier operating purposes	210,375
3	Used by other than respondent's lessor companies	-
4	Total	213,880
5	Portion of balance in the material and supplies account at end of year that represents scrap and obsolete material	-
6	Account 707 Accounts receivable, other	6,190
7	Account 753 Audited accounts and wages payable	22,022
8	Account 754 Accounts payable, other	-
9	Account 761.5 Other taxes accrued	12,521

NOTES AND REMARKS

NOTES AND REMARKS

See Schedules "C" and 200 for description
and authority of stock issues.

GENERAL INSTRUCTIONS CONCERNING RETURNS IN SCHEDULES 310, 310A

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

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

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

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

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

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

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

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

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

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

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

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

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

12. Dollars in thousands.

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES

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

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 19, classifying the investments by means of letters, figures, and symbols in columns (a), (b), and (c).

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

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

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

5. Entries in column (d) should show date of maturity of bonds and other evidences of indebtedness. In case obligations of the same designation mature serially, the date in column (d) may be reported as "Serially 19__ to 19__." Abbreviations in common use in standard financial publications may be used to conserve space.

6. If any of the companies included in this schedule are controlled by respondent, the percent of control shown in

Line No.	Account No.	Class No.	Kind of Industry	Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds)	Extent of control
	(a)	(b)	(c)	(d)	(e)
1	721	A-1	VII	Peoria & Pekin Union	
2				Ry. Co. Stock (a)	12.50
3	721	A-1	VII	The St. Paul Union	
4				Depot Co. (1) Stock (b)	29.90
5	721	A-1	VII	Minnesota Transfer	
6				Ry. Co. (1) Stock (c)	33.33
7	721	A-1	VII	Lake Superior	
8				Terminal & Transfer	
9				Railway Co. Stock (d)	16.67
10	721	A-1	VII	Trailer Train Co. Stock (e)	4.878
11	721	A-1	VII	Iowa Transfer Railway	
12				Co. (1) Stock (f)	25.00
13	721	A-1	VII	Kansas City Terminal	
14				Ry. Co. (2) Stock (g)	8.333
15					
16				Total A-1	
17					
18	721	D-1	VII	Trailer Train Co.	
19				Subordinate Notes:	
20				6½% dated 4/17/67 (e)	4.878
21				7½% dated 1/9/69 (e)	4.878
22					
23				Total D-1	
24					
25	721	E-1	VII	Minnesota Transfer	
26				Railway Co. Advances (c)	33.33
27	721	E-1	VII	Lake Superior	
28				Terminal & Transfer	
29				Railway Co. Advances (d)	16.67
30	721	E-1	VII	Kansas City Terminal	
31				Railway Co. Advances (e)	8.333
32					
33				Total E-1	
34					
35					
36					
37					
38					
39					
40					

Total Account 721

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Continued

column (e). In case any company listed is controlled other than through actual ownership of securities, give particulars in a footnote. In cases of joint control, give names of other parties and particulars of control.

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

8. Investments in companies in which neither the original cost or present equity in total assets are less than \$10,000 may be combined in one figure.

9. Also included should be investments in unincorporated entities such as lessee organizations (exclusive of amounts nominally settled on a current basis).

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

11. For affiliates which do not report to the Interstate Commerce Commission, and are jointly owned, give names and extent of control of other entities by footnote.

12. Dollars in thousands.

Investments and advances				Disposed of, Profit (loss)	Adjustments Account 721.5	Dividends or interest credited to income	Line No.
Opening balance	Additions	Deductions (if other than sale explain)	Closing balance				
(f)	(g)	(h)	(i)	(j)	(k)	(l)	
\$	\$	\$	\$	\$	\$	\$	
							1
							2
							3
							4
							5
274			274				6
							7
							8
30			30				9
200			200				10
							11
55			55				12
							13
							14
							15
559			559				16
							17
							18
							19
589			589			38	20
589			589			44	21
							22
1,178			1,178			82	23
							24
							25
363		180*	183			10	26
							27
							28
14		5*	9			1	29
							30
1,990	250		2,240				31
							32
2,367	250	185	2,432			11	33
							34
							35
							36
							37
							38
							39
							40
4,104	250	185	4,169			93	

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES - Continued

Line No.	Account No. (a)	Class No. (b)	Kind of Industry (c)	Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds) (d)	Extent of control (e)
1					
2				Notes regarding certain items shown on Pages 20 and 21:	
3					
4				(1) Pledged under First Mortgage of former	
5				Chicago and Great Western Railway Company dated January 1,	
6				1938, now assumed by respondent -	
7				1,036 shs SPUD Co., 913 shs MT Ry. Co., and 159 shs Iowa Trsf. Ry. Co.	
8				(2) 1,828 1/3 shares - now owned by respondent are held by the First	
9				National Bank of Kansas City under a Stock Trust Agreement	
10				dated June 12, 1909. Five (5) shares - are pledged under	
11				First Mortgage of former Chicago Great Western Railway	
12				Company now assumed by respondent.	
13					
14					
15				Other parties and particulars of joint control are as follows:	
16					
17				Name of Party to Joint Control	How Established
18	(a)			Illinois Central Gulf RR. Co.	Ownership of capital stock
19				Norfolk & Western Ry. Co.	Ownership of capital stock
20				Consolidated Rail Corp.	Ownership of capital stock
21	(b)			Burlington Northern, Inc.	Ownership of capital stock
22				Chicago, Rock Island & Pacific RR. Co.	Ownership of capital stock
23				Chicago, Milw., St. Paul & Pacific RR. Co.	Ownership of capital stock
24				Soo Line RR. Co.	Ownership of capital stock
25	(c)			Burlington Northern, Inc.	Ownership of capital stock
26				Chicago, Rock Island & Pacific RR. Co.	Ownership of capital stock
27				Chicago, Milw., St. Paul & Pacific RR. Co.	Ownership of capital stock
28				Soo Line RR. Co.	Ownership of capital stock
29	(d)			Burlington Northern, Inc. includes	
30				St. Paul & Duluth RR. Co.	Ownership of capital stock
31				Soo Line RR. Co.	Ownership of capital stock
32	(e)			Atchison, Topeka & Santa Fe Ry. Co.	Ownership of capital stock
33				Baltimore & Ohio RR. Co. (CSX Corp.)	Ownership of capital stock
34				Boston & Maine Corp. (Con Rail)	Ownership of capital stock
35				Burlington Northern, Inc.	Ownership of capital stock
36				Central of Georgia Ry. Co.	Ownership of capital stock
37				Chesapeake & Ohio Ry. Co. (CSX Corp.)	Ownership of capital stock
38				Chicago, Milw., St. Paul & Pac. RR. Co.	Ownership of capital stock
39				Chicago, Rock Island & Pacific RR. Co.	Ownership of capital stock
40				Consolidated Rail Corp.	Ownership of capital stock

(Continued on Page 23)

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Concluded

Investments and advances				Disposed of; Profit (loss)	Adjustments Account 721.5	Dividends or interest credited to income	Line No.
Opening balance	Additions	Deductions (if other than sale explain)	Closing balance				
(f)	(g)	(h)	(i)				
Other parties and particulars of joint control are as follows:(Cont'd)							
Name of Party to Joint Control				How Established			
(e)	Denver & Rio Grande Western RR.Co.			Ownership of capital stock			5
	Detroit, Toledo & Ironton RR.Co.			Ownership of capital stock			6
	Erie-Lackawanna Ry.Co. (Con Rail)			Ownership of capital stock			7
	Florida East Coast Ry. Co.			Ownership of capital stock			8
	Illinois Central Gulf RR. Co.			Ownership of capital stock			9
	Kansas City Southern Ry. Co.			Ownership of capital stock			10
	Louisville & Nashville RR.Co. (CSX Corp.)			Ownership of capital stock			11
	Missouri-Kansas-Texas RR. Co.			Ownership of capital stock			12
	Missouri Pacific RR. Co.			Ownership of capital stock			13
	Norfolk & Western Ry. Co.			Ownership of capital stock			14
	Reading Company (Con Rail)			Ownership of capital stock			15
	Richmond Fredericksburg & PotomacRR.			Ownership of capital stock			16
	St.Louis-San Francisco Ry.Co. (BN Inc)			Ownership of capital stock			17
	St.Louis-Southwestern Ry. Lines			Ownership of capital stock			18
	Seaboard Coast Line RR.Co. (CSX Corp)			Ownership of capital stock			19
	Southern Pacific Transp. Co.			Ownership of capital stock			20
	Southern Railway Co.			Ownership of capital stock			21
	Transway Intl. Corp. (Formerly U.S.Frt)			Ownership of capital stock			22
	Toledo, Peoria & Western RR.Co.			Ownership of capital stock			23
	Union Pacific RR. Co.			Ownership of capital stock			24
	Wabash RR.Co. (Leased to N&W Ry.Co.)			Ownership of capital stock			25
	Western Maryland Ry. Co.			Ownership of capital stock			26
	Western Pacific RR. Co. (UP RR.Co)			Ownership of capital stock			27
(f)	Burlington Northern, Inc.			Ownership of capital stock			28
	Chicago, Rock Island & Pac. RR.Co.			Ownership of capital stock			29
	Des Moines Union Ry. Co.			Ownership of capital stock			30
(g)	Atchison, Topeka & Santa Fe Ry,			Ownership of capital stock			31
	Burlington Northern, Inc.			Ownership of capital stock			32
	Chicago, Milw. St. Paul & Pac. RR.Co.			Ownership of capital stock			33
	Illinois Central Gulf RR. Co.			Ownership of capital stock			34
	Kansas City Southern Ry. Co.			Ownership of capital stock			35
	Missouri-Kansas-Texas Ry. Co.			Ownership of capital stock			36
	Missouri Pacific RR. Co.			Ownership of capital stock			37
	Norfolk & Western Ry. Co.			Ownership of capital stock			38
	St.Louis-San Francisco Ry.Co. (BN Inc.)			Ownership of capital stock			39
	Union Pacific RR. Co.			Ownership of capital stock			40
	St.Louis Southwestern Ry. Co.			Ownership of capital stock			

310A. INVESTMENTS IN COMMON STOCKS OF AFFILIATED COMPANIES
Undistributed Earnings From Certain Investments in Affiliated Companies

1. Report below the details of all investments in common stocks included in Account 721. Investments and advances affiliated companies.
2. Enter in column (c) the amount necessary to retroactively adjust those investments. (See instruction 5-2, Uniform System

of Accounts.)
3. Enter in column (d) the share of undistributed earnings (i.e., less dividends) or losses.
4. Enter in column (e) the amortization for the year of the excess of cost over equity in net assets (equity over cost) at date

of acquisition.
5. For definitions of "carrier" and "noncarrier," see general instructions.
(DOLLARS IN THOUSANDS)

Line No.	Name of issuing company and description of security held.	Balance at beginning of year	Adjustment for investments equity method	Equity in undistributed earnings (losses) during year	Amortization during year	Adjustment for investments disposed of or written down during year	Balance at Close of year
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
1	Carriers: (List specifics for each company)	\$ None	\$	\$	\$	\$	\$ None
2							
3							
4							
5							
6							
7							
8							
9							
10							
11							
12							
13							
14	Noncarrier (List specifics for each company)						
15							
16							
17							
18							
19							
20							
21							
22							
23							
24							
25							
26							
27							

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 330 AND 330A

1. Give particulars of balances at the beginning and close of the year and of all changes during the year in account No. 731, "Road and Equipment Property," and account No. 732, "Improvements on Leased Property," classified by primary accounts in accordance with the Uniform System of Accounts for Railroad Companies. If the amount in account 732 for road or for equipment is less than 5% of the amount in account 731 at the beginning and end of year, the corresponding portion of Schedule 330A may be omitted. The balances, by primary accounts, should, insofar as known, be stated in column (b) and all changes made during the year should be analyzed in columns (c) to (f), inclusive. Column (h) is the aggregate of columns (b) to (f), inclusive. Grand totals of columns (b) and (h) should equal the sum of accounts 731 and 732 for the respective periods; if not, full explanation should be made in a footnote.

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

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

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

5. In column (f) should be entered all credits representing property sold, abandoned, or otherwise retired.

6. Both the debit and credit involved in each transfer, adjustment, or clearance, between road and equipment accounts, should be included in the column in which the item was initially

included; also the transfer of prior years' debits or credits from investment in road and equipment to operating expenses or other accounts, or vice versa, should be included in the column applicable to current items of like nature. Each such transfer, adjustment, or clearance should be fully explained when in excess of \$100,000.

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

8. Report on line 32 amounts not includible in the primary road accounts. The items reported should be briefly identified and explained under "Notes and Remarks," below. Amounts should be reported on this line only under special circumstances, usually after permission is obtained from the Commission for exceptions to prescribed accounting. Reference to such authority should be made when explaining the amounts reported. Respondents must not make arbitrary changes to the printed stub or column headings without specific authority from the Commission.

9. If during the year a segment of transportation property was acquired, state in a footnote the name of the vendor, the mileage acquired, and the date of acquisition, giving 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.

10. If an amount of less than \$2000 is used as the minimum for additions and betterments to property investment accounts as provided for in Instruction 2-2, of the Uniform System of Accounts for Railroad Companies, state in a footnote the amount used.

11. Dollars in thousands

NOTES AND REMARKS

330. ROAD AND EQUIPMENT PROPERTY (See Instructions)

Line No.	(Dollars in thousands) Account (a)	Balance at beginning of year (b)	Expenditures during the year for original road and equipment, and road extensions (c)	Expenditures during the year for purchase of existing lines, reorganizations, etc. (d)
1	(1) Engineering	\$ 587	\$	\$ 335
2	(2) Land for transportation purposes	10,638		372
3	(3) Grading	3,493		1,149
4	(4) Other right-of-way expenditures	81		
5	(5) Tunnels and subways	6		
6	(6) Bridges, trestles, and culverts	7,563		1,419
7	(7) Elevated structures			
8	(8) Ties	2,617		510
9	(9) Rails	21,456		1,290
10	(10) Other track material	15,733		1,154
11	(11) Ballast	6,078		437
12	(12) Track laying and surfacing	10,925		1,203
13	(13) Fences, snowsheds, and signs	224		
14	(16) Station and office buildings	16,377		
15	(17) Roadway buildings	1,261		
16	(18) Water stations	582		
17	(19) Fuel stations	761		
18	(20) Shops and enginehouses	10,807		
19	(22) Storage warehouses			
20	(23) Wharves and docks	10		
21	(24) Coal and ore wharves	504		
22	(25) TOFC/COFC terminals	1,218		
23	(26) Communication systems	9,678		
24	(27) Signals and interlockers	11,150		32
25	(29) Power plants	1		
26	(31) Power-transmission systems	235		
27	(35) Miscellaneous structures			
28	(37) Roadway machines	43,893		
29	(39) Public improvements--Construction	1,328		13
30	(44) Shop machinery	3,455		
31	(45) Power-plant machinery	29		
32	Other (specify and explain)	3		
33	Total expenditures for road	180,693		7,914
34	(52) Locomotives	155,159		
35	(53) Freight-train cars	241,686		
36	(54) Passenger-train cars	2,747		
37	(55) Highway revenue equipment	6,427		
38	(56) Floating equipment			
39	(57) Work equipment	14,441		
40	(58) Miscellaneous equipment	5,566		
41	Total expenditures for equipment	426,026		
42	(76) Interest during construction			
43	(77) Other expenditures--General			
44	Total general expenditures			
45	Total	606,719		7,914
46	(80) Other elements of investment	(2,386)		
47	(90) Construction in progress	25,365		
48	Grand Total	629,698		7,914

NOTE: Column (d) relates to the following purchases:

13.7 Miles between Slater and Woodward, IA ICC Finance Docket 29674 eff. 1/27/82

51.3 Miles between Perry and Herndon, to

Waukegan, IA ICC Finance Docket 29684 eff. 3/12/82

6.5 Miles between Iowa Jct. and Hollis, IL ICC Finance Docket 29792 eff. 10/1/82

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330. ROAD AND EQUIPMENT PROPERTY (See Instructions)

Expenditures for additions and betterments during the year	Credits for property retired during the year	Net changes during the year	Balance at close of year	Line No.
(e)	(f)	(g)	(h)	
\$ 35	\$ {16}	\$ 354	\$ 941	1
1,599	{4,414}	(2,443)	8,195	2
394	{58}	1,485	4,978	3
19		19	100	4
			6	5
1,164	{262}	2,321	9,884	6
				7
253	{48}	715	3,332	8
2,678	{115}	3,853	25,309	9
4,788	{58}	5,884	21,617	10
2,864	{18}	3,283	9,361	11
2,616	{66}	3,753	14,678	12
4	{8}	(4)	220	13
2,662	{2,126}	536	16,913	14
274	-	274	1,535	15
75	-	75	657	16
(7)	-	(7)	754	17
1,125	{36}	1,089	11,896	18
				19
			10	20
343	-	343	847	21
			1,218	22
1,754	{520}	1,234	10,912	23
1,802	{91}	1,743	12,893	24
			1	25
6		6	241	26
				27
6,646	{57}	6,589	50,482	28
189	{31}	171	1,499	29
306	{32}	274	3,729	30
			29	31
			3	32
31,589	{7,956}	31,547	212,240	33
7,775	{1,092}	6,683	161,842	34
1,226	{7,952}	(6,726)	234,960	35
			2,747	36
1,713	{91}	1,622	8,049	37
				38
2,482	{1,020}	1,462	15,903	39
2,049	{35}	2,014	7,580	40
15,245	{10,190}	5,055	431,081	41
				42
				43
				44
46,834	{18,146}	36,602	643,321	45
	(149)	149	(2,237)	46
(11,151)		(11,151)	14,214	47
35,683	{17,997}	25,600	655,298	48

330A. IMPROVEMENTS ON LEASED PROPERTY (See Instruction)

Line No.	Account (Dollars in thousands)	Balance at begin- ning of year	Expenditures during the year for original road and equipment, and road extensions	Expenditures during the year for purchase of existing lines, re- organizations, etc.
	(a)	(b)	(c)	(d)
1	(1) Engineering	\$ 2	\$	\$
2	(2) Land for transportation purposes			
3	(3) Grading	4		
4	(4) Other right-of-way expenditures			
5	(5) Tunnels and subways			
6	(6) Bridges, trestles, and culverts			
7	(7) Elevated structures			
8	(8) Ties	34		
9	(9) Rails	14		
10	(10) Other track material	33		
11	(11) Ballast	11		
12	(12) Track laying and surfacing	63		
13	(13) Fences, snowsheds, and signs			
14	(16) Station and office buildings	3,378		
15	(17) Roadway buildings	2		
16	(18) Water stations			
17	(19) Fuel stations			
18	(20) Shops and enginehouses	105		
19	(22) Storage warehouses			
20	(23) Wharves and docks			
21	(24) Coal and ore wharves			
22	(25) TOFC/COFC terminals			
23	(26) Communication systems			
24	(27) Signals and interlockers	3		
25	(29) Power plants			
26	(31) Power-transmission systems			
27	(35) Miscellaneous structures			
28	(37) Roadway machines			
29	(39) Public improvements—Construction	21		
30	(44) Shop machinery			
31	(45) Power-plant machinery			
32	Other (specify and explain)			
33	Total expenditures for road	3,670		
34	(52) Locomotives	25		
35	(53) Freight-train cars	182		
36	(54) Passenger-train cars			
37	(55) Highway revenue equipment			
38	(56) Floating equipment			
39	(57) Work equipment			
40	(58) Miscellaneous equipment			
41	Total expenditures for equipment	207		
42	(76) Interest during construction			
43	(77) Other expenditures—General			
44	Total general expenditures			
45	Total	3,877		
46	(80) Other elements of investment			
47	(90) Construction work in progress			
48	Grand Total	3,877		

330A. IMPROVEMENTS ON LEASED PROPERTY -Continued

Expenditures for additions and betterments during the year	Credits for property retired during the year	Net changes during the year	Balance at close of year	Line No.
(e)	(f)	(g)	(h)	
\$	\$	\$	\$ 2	1
			4	2
				3
				4
				5
				6
				7
			34	8
			14	9
			33	10
			11	11
			63	12
775	{264}	511	3,889	13
	{21}	(2)		14
				15
				16
			105	17
				18
				19
				20
				21
28		28	28	22
			3	23
				24
				25
				26
				27
			21	28
				29
				30
				31
803	{266}	537	4,207	32
			25	33
			182	34
				35
				36
				37
				38
				39
			207	40
				41
				42
				43
803	{266}	537	4,414	44
				45
				46
803	{266}	537	4,414	47
				48

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

1. Show in columns (b) and (c), for each primary account, the depreciation base used to compute the depreciation charges for the month of January and in columns (e) and (f) show the depreciation base used to compute the depreciation charges the month of December. in columns (d) and (g) show the composite rates used in computing the depreciation charges for the month of December; and on lines 28 and 36 of these columns show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December and dividing the total so computed by the total depreciation base for the same month. The depreciation base should not include the cost of equipment used, but not owned, when the rents therefor are included in the rent for equipment and account Nos. 31-22-00, 31-23-00, 31-25-00, 31-21-00, 35-21-00, 35-23-00, 35-22-00, and 35-25-00. It should include the cost of equipment owned and leased to others when the rents therefrom are included in the rent for equipment accounts Nos. 32-21-00, 32-22-00, 32-23-00, 32-25-00, 36-21-00, 36-22-00, 36-23-00, and 36-25-00, inclusive. The composite rates used should be those prescribed or otherwise authorized by the Commission, except that where the use of component rates has been authorized, the composite rates to be shown for the respective primary accounts should be recomputed from the December charges developed by the use of the authorized rates. If any changes in rates were effective during the year, give full particulars in a footnote.

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

3. Show in columns (e), (f), and (g), data applicable to property, used but not owned, when the rent therefor is not included in account Nos. 31-11-00, 31-12-00, 31-13-00, 31-21-00, 31-22-00, and 31-23-00, inclusive.

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

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

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

Line No.	(Dollars in thousands) Account (a)	OWNED AND USED			LEASED FROM OTHERS		
		Depreciation Base		Annual composite rate (percent) (d)	Depreciation base		Annual composite rate (percent) (g)
		At beginning of year (b)	At close of year (c)		At beginning of year (e)	At close of year (f)	
	ROAD	\$	\$	%	\$	\$	%
1	(1) Engineering	546	861	.70			
2	(3) Grading	2,778	3,823	.15			
3	(4) Other right-of-way expenditures	81	97	1.44			
4	(5) Tunnels and subways	6	6	.59			
5	(6) Bridges, trestles, and culverts	7,563	9,336	1.96			
6	(7) Elevated structures						
7	(13) Fences, snowsheds, and signs	214	216	4.56			
8	(16) Station and office buildings	16,334	14,944	2.23			
9	(17) Roadway buildings	1,261	1,535	2.96			
10	(18) Water stations	582	657	2.69			
11	(19) Fuel stations	761	755	2.67			
12	(20) Shops and enginehouses	10,807	11,899	1.88			
13	(22) Storage warehouses						
14	(23) Wharves and docks	10	10	1.83			
15	(24) Coal and ore wharves	504	847	3.06			
16	(25) TOFC/COFC terminals	1,218	1,218	2.37			
17	(26) Communications systems	9,661	9,419	3.54			
18	(27) Signals and interlockers	11,150	11,626	3.05			
19	(29) Power plants						
20	(31) Power transmission systems	235	241	3.63			
21	(35) Miscellaneous structures						
22	(37) Roadway machines	43,893	48,385	8.59			
23	(39) Public improvements—Construction	686	1,410	.95			
24	(44) Shop machinery	3,436	3,710	2.54			
25	(45) Power plant machinery	28	28	2.70			
26	All other road accounts						
27	Amortization (other than defense projects)						
28	Total road	111,754	121,023	4.84			
	EQUIPMENT						
29	(52) Locomotives	134,001	146,358	4.26			
30	(53) Freight-train cars	242,012	234,785	3.84			
31	(54) Passenger-train cars	2,747	2,747	4.04			
32	(55) Highway revenue equipment	6,427	8,065	12.24			
33	(56) Floating equipment						
34	(57) Work equipment	15,258	15,159	5.32			
35	(58) Miscellaneous equipment	5,566	6,824	10.03			
36	Total equipment	406,011	413,938	4.31			
37	GRAND TOTAL	517,765	534,961				

NOTE: Depreciation Base for Accounts 1,3,4,5,16,39,44 and 45 includes Non-depreciable Property.

335. ACCUMULATED DEPRECIATION - ROAD AND EQUIPMENT - OWNED AND USED

1. Disclose the required information in regard to credits and debits to Account No. 735, "Accumulated depreciation; road and equipment property," during the year relating to owned and used road and equipment. Include entries for depreciation of equipment owned but not used when the resulting rents are included in the "Lease Rentals - Credit - Equipment" accounts and Other Rents - Credit - Equipment" accounts. Exclude any entries for depreciation of equipment that is used but not owned when the resulting rents are included in "Lease Rental - Debit - Equipment" account and "Other Rents - Debit - Equipment" accounts (See Schedule 342 for the accumulated depreciation relating to road and equipment owned but not used by respondent.)

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

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

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

5. Enter amounts representing amortization under an authorized amortization program other than for defense projects on lines 27 and 36.

6. Dollars in thousands.

Line No.	Account	Balance at beginning of year	CREDITS TO RESERVE During the year		DEBITS TO RESERVE During the year		Balance at close of year
			Charges to operating expenses	Other credits	Retirements	Other debits	
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
	ROAD						
1	(1) Engineering	12	4		1		15
2	(3) Grading	18	5		4		19
3	(4) Other, right-of-way	6	1				7
4	(5) Tunnels and subways						
5	(6) Bridges, trestles, and culverts	2,937	161		86		3,012
6	(7) Elevated structures						
7	(13) Fences, snow sheds, and signs	79	10		8		81
8	(16) Station and office buildings	2,294	269		1,891		672
9	(17) Roadway buildings	141	40		2		179
10	(18) Water stations	56	16				72
11	(19) Fuel stations	50	22				72
12	(20) Shops and enginehouses	1,326	211		(65)		1,602
13	(22) Storage warehouses						
14	(23) Wharves and docks	2					2
15	(24) Coal and ore wharves	54	23				77
16	(25) TOFC/COFC terminals	201	29				230
17	(26) Communication systems	2,051	331		319		2,063
18	(27) Signals and interlockers	872	345		84		1,133
19	(29) Power plants						
20	(31) Power-transmission systems	19	9				28
21	(35) Miscellaneous structures						
22	(37) Roadway machines	11,328	3,897		(48)		15,273
23	(39) Public improvements—Construction	68	12		1		79
24	(44) Shop machinery*	438	91		24		505
25	(45) Power-plant machinery*	2	1				3
26	All other road accounts						
27	Amortization (Adjustment)						
28	Total road	21,954	5,477		2,307		25,124
	EQUIPMENT						
29	(52) Locomotives	72,979	5,967		701		78,245
30	(53) Freight-train cars	78,863	9,231		6,286		81,808
31	(54) Passenger-train cars	991	111				1,102
32	(55) Highway revenue equipment	4,726	813		72		5,467
33	(56) Floating equipment						
34	(57) Work equipment	3,107	785		(991)		4,883
35	(58) Miscellaneous equipment	1,745	666		(87)		2,498
36	Amortization Adjustments						
37	Total Equipment	162,411	17,573		5,981		174,003
38	GRAND TOTAL	184,365	23,050		8,288		199,127

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

339. ACCRUED LIABILITY - LEASED PROPERTY

1. Disclose the required information relating to credits and debits of Account 772, "Accrued liability-leased property," during the year concerning road and equipment leased from others.

2. In column (c), enter amounts charged to operating expenses; in column (e), enter debits to account arising from retirements; in column (f), enter amounts paid to lessor.

3. Any inconsistencies between credits to account, charges to operating expenses and payments to lessors should be fully explained.

4. Required disclosure may be omitted if leased road and equipment property represents 5% or less of total property owned and used.

5. If settlement for depreciation is made currently between lessee and lessor, and no debits or credits to account No. 772 are made by the accounting company, show in column (c) the charges to operating expenses and in column (f) show payments made to the lessor in settlement thereof.

6. Dollars in thousands.

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

340. DEPRECIATION BASE AND RATES-IMPROVEMENTS TO ROAD AND EQUIPMENT LEASED FROM OTHERS

1. Show in column (b) for each primary account, the depreciation base used in computing the depreciation charges for the month of January and in column (c) show the depreciation base used in computing the depreciation charges for the month of December; in column (d) show the composite rates used in computing the depreciation charges for the month of December; and on lines 28 and 36 of these columns show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December and dividing the total so computed by the total depreciation base for the same month. This schedule should include only improvements to leased property charged to account 732, "Improvements on leased property." The composite rates used should be those prescribed or otherwise authorized by the Commission, except that where the use of component rates has been authorized, the composite rates to be shown for the respective primary accounts should be recomputed from the December charges developed by the use of the authorized

rates. If any charges in rates were effective during the year, give full particulars in a footnote.

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

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

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

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

Line No.	(Dollars in thousands) Account (a)	Depreciation base		Annual composite rate (percent) (d)
		At beginning of year (b)	At close of year (c)	
	ROAD	\$	\$	%
1	(1) Engineering	Less than 5% of total road owned and total equipment owned.		
2	(3) Grading			
3	(4) Other right-of-way expenditures			
4	(5) Tunnels and subways			
5	(6) Bridges, trestles and culverts			
6	(7) Elevated structures			
7	(13) Fences, snowsheds, and signs			
8	(16) Station and office buildings			
9	(17) Roadway buildings			
10	(18) Water stations			
11	(19) Fuel stations			
12	(20) Shops and enginehouses			
13	(22) Storage warehouses			
14	(23) Wharves and docks			
15	(24) Coal and ore wharves			
16	(25) TOFC/COFC terminals			
17	(26) Communications systems			
18	(27) Signals and interlockers			
19	(29) Power plants			
20	(31) Power transmission systems			
21	(35) Miscellaneous structures			
22	(37) Roadway machines			
23	(39) Public improvements-Construction			
24	(44) Shop machinery			
25	(45) Power plant machinery			
26	All other road accounts			
27	Amortization (other than defense projects)			
28	Total road			
	EQUIPMENT			
29	(52) Locomotives			
30	(53) Freight-train cars			
31	(54) Passenger-train cars			
32	(55) Highway revenue equipment			
33	(56) Floating equipment			
34	(57) Work equipment			
35	(58) Miscellaneous equipment			
36	Total equipment			
37	GRAND TOTAL			

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

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

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

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

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

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

6. Dollars in thousands.

Line No.	Account	Balance at beginning of year	CREDITS TO RESERVE During the Year		DEBITS TO RESERVE During the Year		Balance at close of year
			Charges to others	Other credits	Retirements	Other debits	
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
	ROAD	\$	\$	\$	\$	\$	\$
1	(1) Engineering _____	Less than 5% of total road owned and total equipment owned.					
2	(3) Grading _____						
3	(4) Other right-of-way expen. _____						
4	(5) Tunnels and subways _____						
5	(6) Bridges, trestles, and culverts _____						
6	(7) Elevated structures _____						
7	(13) Fences, snow sheds, and signs _____						
8	(16) Station and office buildings _____						
9	(17) Roadway buildings _____						
10	(18) Water stations _____						
11	(19) Fuel stations _____						
12	(20) Shops and enginehouses _____						
13	(22) Storage warehouses _____						
14	(23) Wharves and docks _____						
15	(24) Coal and ore wharves _____						
16	(25) TOFC/COFC terminals _____						
17	(26) Communication systems _____						
18	(27) Signals and interlockers _____						
19	(29) Power plants _____						
20	(31) Power-transmission systems _____						
21	(35) Miscellaneous structures _____						
22	(37) Roadway machines _____						
23	(39) Public improvements-Construction _____						
24	(44) Shop machinery _____						
25	(45) Power-plant machinery _____						
26	All other road accounts _____						
27	Total road _____						
	EQUIPMENT						
28	(52) Locomotives _____						
29	(53) Freight-train cars _____						
30	(54) Passenger-train cars _____						
31	(55) Highway revenue equipment _____						
32	(56) Floating equipment _____						
33	(57) Work equipment _____						
34	(58) Miscellaneous equipment _____						
35	Total equipment _____						
36	GRAND TOTAL						

NOTES AND REMARKS FOR SCH 342 PAGE 34

B L A N K

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

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

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

3. In column (d) show the composite rates used to compute

the depreciation for the month of December and on lines 27 and 35 of this column show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary accounts composite rates to the depreciation base used to compute the depreciation for December and dividing the total also computed by the depreciation base.

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

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

6. If total road leased to others is less than 5% of total road owned; omit. If total equipment leased to others is less than 5% of total equipment owned; omit.

Line No.	(Dollars in thousands) Account (a)	DEPRECIATION BASE		Annual composite rate (percent) (d)
		Beginning of year (b)	Close of year (c)	
	ROAD	\$	\$	\$
1	(1) Engineering			
2	(3) Grading			
3	(4) Other right-of-way expenditures			
4	(5) Tunnels and subways			
5	(6) Bridges, trestles, and culverts			
6	(7) Elevated structures			
7	(13) Fences, snowsheds, and signs			
8	(16) Station and office buildings			
9	(17) Roadway buildings			
10	(18) Water stations			
11	(19) Fuel stations			
12	(20) Shops and enginehouses			
13	(22) Storage warehouses			
14	(23) Wharves and docks			
15	(24) Coal and ore wharves			
16	(25) TOFC/COFC terminals			
17	(26) Communication systems			
18	(27) Signals and interlockers			
19	(29) Power plants			
20	(31) Power transmission systems			
21	(35) Miscellaneous structures			
22	(37) Roadway machines			
23	(39) Public improvements—Construction			
24	(44) Shop machinery			
25	(45) Power-plant machinery			
26	All other road accounts			
27	Total road			
	EQUIPMENT			
28	(52) Locomotives			
29	(53) Freight-train cars			
30	(54) Passenger-train cars			
31	(55) Highway revenue equipment			
32	(56) Floating equipment			
33	(57) Work equipment			
34	(58) Miscellaneous equipment			
35	Total equipment			
36	GRAND TOTAL	None	None	X X X X

351. ACCUMULATED DEPRECIATION—ROAD AND EQUIPMENT LEASED TO OTHERS

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

2. Disclose credits and debits to Account 735, "Accumulated depreciation-road and equipment property," during the year relating to road and equipment leased to others, the depreciation charges for which are not includible in operating expenses of the respondent. (See Schedule 350 for the reserve relating to road and equipment owned and used by the respondent).

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

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

5. Dollars in thousands.

Line No.	Account (a)	Balance at beginning of year (b)	CREDITS TO RESERVE During the Year		DEBITS TO RESERVE During the Year		Balance at close of year (g)
			Charges to others (c)	Other credits (d)	Retirements (e)	Other debits (f)	
	ROAD	\$	\$	\$	\$	\$	\$
1	(1) Engineering						
2	(3) Grading						
3	(4) Other right-of-way expen.						
4	(5) Tunnels and subways						
5	(6) Bridges, trestles, and culverts						
6	(7) Elevated structures						
7	(13) Fences, snow sheds, and signs						
8	(16) Station and office buildings						
9	(17) Roadway buildings						
10	(18) Water stations						
11	(19) Fuel stations						
12	(20) Shops and enginehouses						
13	(22) Storage warehouses						
14	(23) Wharves and docks						
15	(24) Coal and ore wharves						
16	(25) TOFC/COFC terminals						
17	(26) Communications systems						
18	(27) Signals and interlockers						
19	(29) Power plants						
20	(31) Power-transmission systems						
21	(35) Miscellaneous structures						
22	(37) Roadway machines						
23	(39) Public improvements—Construction						
24	(44) Shop machinery						
25	(45) Power-plant machinery						
26	All other road accounts						
27	Total road						
	EQUIPMENT						
28	(52) Locomotives						
29	(53) Freight-train cars						
30	(54) Passenger-train cars						
31	(55) Highway revenue equipment						
32	(56) Floating equipment						
33	(57) Work equipment						
34	(58) Miscellaneous equipment						
35	Total equipment						
36	GRAND TOTAL	None	None	None	None	None	None

352A. INVESTMENT IN RAILROAD PROPERTY USED IN TRANSPORTATION SERVICE (By Company)

1. Disclose the investment in railway property used in transportation service at the close of the year. This investment represents the aggregate of property owned or leased by the respondent and used in the respondent's transportation service. Such property includes: (a) the investment reported in accounts 731, "Road and equipment property"; and 732, "Improvements on leased property", of the respondent less any 731 or 732 property leased to others for their exclusive use of road, tracks, or bridges (including equipment or other railway property covered by the contract). Equipment leased to others under separate distinct contracts shall not be deducted from the respondent's 731 or 732 property; (b) the investment of other companies' 731 or 732 property (including operating and lessor railroads) used by the respondent when the lease is for exclusive use or control of roads, tracks, or bridges (including equipment or other railway property covered by the contract). This excludes leased equipment from operating railroads under separate distinct contracts and the investment of other carriers in property jointly used by the respondent.

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

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

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

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

6. In column (e), show the amount of depreciation and amortization accrued as of the close of the year in accounts 733, 734, 735, 736, and 772, that is applicable to the property of the carriers whose names are listed in column (b), regardless of where the reserves therefor are recorded.

7. Dollars in thousands.

Line No.	Class (See Ins. 2)	Name of company	Miles of road owned (See Ins. 4)	Investments in property (See Ins. 5)	Depreciation and amortization of defense projects (See Ins. 6)
	(a)	(b)	(c)	(d)	(e)
1	R	Chicago and North Western		\$	\$
2		Transportation Company	6,469.77	570,426	160,495
3	R	Minneapolis Industrial Railway Co.	6.33	2,169	249
4	R	The Railway Transfer Co. of the			
5		City of Minneapolis		6	
6	R	Des Moines and Central Iowa			
7		Railway Co.	6.47	617	411
8	R	Fort Dodge, Des Moines &			
9		Southern Railway Co.	87.92	2,009	894
10	R	Oshkosh Transportation Co.		42	
11	R	N.W. Railquip, Inc.		15,785	5,020
12	R	North Western Communications, Inc.		400	112
13	R	North Western Leasing Company		43,066	17,824
14	R	North Western Locomotive Co.		25,191	14,505
15					
16		(See notes on Page 38A relating			
17		to the above)			
18					
19	O	Chicago, Rock Island and Pacific			
20		Ry. Co.			
21		(.20 miles operated by			
22		Chicago and North Western			
23		Transp. Company as Yard Tracks)			
24		at Cedar Rapids, Iowa		7	
25					
26	O	Burlington Northern, Inc.			
27		(Land used by Chicago and			
28		North Western Transp. Company)			
29		at Leavenworth, Kansas		15	
30					
31	O	East St. Louis Junction Railroad Co.			
32		(7.90 miles operated by Chicago			
33		and North Western Transp.			
34		Company as Yard Tracks) at			
35		National Stock Yards, Illinois		171	
36					
37					
38					
39		TOTAL	6,570.49	659,904	199,510

Notes relating to Schedule 352A:

Exclusions from Line 2:

\$6 for yard tracks and other facilities leased to the Railway Transfer Company of the City of Minneapolis and included in Line 5.

\$1 for yard tracks and switching tracks leased to other railroads.

Line 10 represents 2.12 miles of track operated by the Chicago and North Western Transportation Company as yard tracks.

Included in Column (d) are the following charges in Account 732 - Line 2:

Improvements on Leased General Offices	\$3,780
Improvements to Leased Property - Depot - Patridge, Mich.	1
Improvements to Leased Property - Auto Loading Facility - Janesville, Wisc.	92
Improvements to Leased Property - Auto Loading Facility - Kenosha (Bain), Wisc.	7
Improvements to Leased Property - Car Upgrading Facility - Mason City, Iowa	104
Improvements to Leased Property - General Office - St. Paul, Minn.	42
Improvements to Leased Property - Office Building - Sterling, Ill.	25
Improvements to Leased Locomotives	25
Improvements on Leased Freight Train Cars	182
Improvements on Leased Property - Crew Facilities - Boone, Iowa	36
Improvements on Leased Property - Upgrade Facilities at KCS Yard - Kansas City, MO	108
Improvements on Leased Property - Office Building - Creve Coeur, Ill.	4

Line 7:

Trackage constructed on Chicago and North Western Transportation Company right-of-way

8

B L A N K

352B. INVESTMENT IN RAILWAY PROPERTY USED IN TRANSPORTATION SERVICE
(By Property Accounts)

1. In columns (b) through (e) give, by primary accounts, the amount of investment at the close of the year in property of respondent and each group or class of companies and properties.

2. The amounts for respondent and for each group or class of companies and properties on line 49 herein, should correspond with the amounts for each class of company and properties shown in schedule 352A. Continuing records shall be maintained by respondent of the primary property accounts separately for each company or property included in the schedule.

3. Report on line 32 amounts representing capitalization of rentals for leased property based on 6 percent per year where property is not classified by accounts by non-carrier owners, or where cost of property leased from other carriers is not ascertainable. Identify

non-carrier owners, and briefly explain on page 35 methods of estimating value of property of non-carriers or property of other carriers.

4. Report on line 33 amounts not includible in the accounts shown, or in line 32. The items reported should be briefly identified and explained. Also include here those items after permission is obtained from the Commission for exceptions to prescribed accounting. Reference to such authority should be made when explaining the amounts reported. Respondents must not make arbitrary changes to the printed stub or column headings without specific authority from the Commission.

5. Dollars in thousands.

Line No.	Account (a)	Respondent (b)	Lessor railroads (c)	Inactive (proprietary companies) (d)	Other leased properties (e)
1	(1) Engineering	\$ 943	\$	\$	\$ 9
2	(2) Land for transportation purposes	8,194	1		15
3	(3) Grading	4,982			103
4	(4) Other right-of-way expenditures	100			
5	(5) Tunnels and subways	6			
6	(6) Bridges, trestles, and culverts	9,884			2
7	(7) Elevated structures				
8	(8) Ties	3,366			14
9	(9) Rails	25,323			13
10	(10) Other track material	21,650			6
11	(11) Ballast	9,372			7
12	(12) Track laying and surfacing	14,741			15
13	(13) Fences, snowsheds, and signs	220			4
14	(16) Station and office buildings	20,802			
15	(17) Roadway buildings	1,535			
16	(18) Water stations	657			
17	(19) Fuel stations	754			
18	(20) Shops and enginehouses	12,001			
19	(22) Storage warehouses				
20	(23) Wharves and docks	10			
21	(24) Coal and ore wharves	847			
22	(25) TOFC/COFC terminals	1,218			
23	(26) Communication systems	10,940			
24	(27) Signals and interlockers	12,896			
25	(29) Power plants	1			
26	(31) Power-transmission systems	241			
27	(35) Miscellaneous structures				
28	(37) Roadway machines	50,482			
29	(39) Public improvements—Construction	1,520			
30	(44) Shop machinery	3,729			
31	(45) Power-plant machinery	29			
32	Leased property capitalized rentals (explain)				
33	Other (specify & explain)	3			
34	Total expenditures for road	216,446	1	None	193
35	(52) Locomotives	161,867			
36	(53) Freight-train cars	235,142			
37	(54) Passenger-train cars	2,747			
38	(55) Highway revenue equipment	8,049			
39	(56) Floating equipment				
40	(57) Work equipment	15,903			
41	(58) Miscellaneous equipment	7,580			
42	Total expenditures for equipment	431,288	None	None	None
43	(76) Interest during construction				
44	(77) Other expenditures—General				
45	Total general expenditures		None		None
46	Total	647,734	1	None	193
47	(80) Other elements of investment	(2,237)			
48	(90) Construction work in progress	14,214			
49	Grand Total	659,711	1	None	193

360. LEASES—GENERAL INSTRUCTIONS AND DEFINITIONS**A. General Instructions**

Disclose in the following schedules the required information concerning the respondents' leases.

- Schedule 361 — Capitalized Capital Leases
- 363 — Operating Leases
- 364 — Lessee Disclosures

A general description of the lessee's leasing arrangements shall be included to effect full and complete disclosures. Among the items to be disclosed are:

- The basis on which contingent rental payments are determined.
- The existence and terms of renewal or purchase options and escalation clauses.
- Restrictions imposed by lease agreements, such as those concerning dividends, additional debt, and further leasing.

These and other disclosures shall be included in Schedule 364 and attachments thereto, if necessary.

B. Definitions

(1) **Capital Leases** are those leases which meet one or more of the following four criteria:

- The lease transfers ownership of the property to the lessee by the end of the lease term.
- The lease contains a bargain purchase option.
- The lease term is equal to 75 percent or more of the estimated economic life of the property, and
- The present value at the beginning of the lease term of the minimum lease payments equals or exceeds 90 percent of the fair value of the leased property to the lessor at the inception of the lease less any related investment tax credit retained by the lessor.

(2) **Operating leases** are those leases which do not meet any of the four criteria pertaining to capital leases.

(3) **Minimum lease payments** are the payments that the lessee is obligated to make or can be required to make in connection with the leased property. Executory costs such as insurance, maintenance and taxes in connection with the leased property shall be excluded from minimum lease payments.

(4) **Present value minimum lease payments** are lease payments that the lessee is obligated to make or can be required to make, exclusive of executory cost. Moreover, these payments are reduced by amounts representing interest, calculated at the companies' incremental borrowing rate or the implicit rate computed by the lessor.

(5) **Noncancelable lease/sublease** is one that has an initial or remaining term of one year or more and is noncancelable, or is cancelable only upon the occurrence of some remote contingency or upon the payment of a substantial penalty.

(6) **Contingent rentals**, for the purposes of this report, are rentals paid during the reporting year which depend on some factor other than the passage of time such as rentals based on usage or sales.

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CHICAGO & NORTHWESTERN

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2/6

361. CAPITALIZED CAPITAL LEASES

PART I. PRESENT VALUE OF MINIMUM LEASE PAYMENTS

Disclose total lease payments for the years shown. Then, disclose amounts representing (1) executory costs and (2) interest to derive the present value of minimum lease payments. An

explanation indicating how the rate of interest was derived for computing present value shall be included in Schedule 364. (Dollars in thousands)

Line No.	Item (a)	1982 Current year (b)	1983 Year 2 (c)	1984 Year 3 (d)	1985 Year 4 (e)	1986 Year 5 (f)	Later Years (g)	Total (h) (Note)
1	Lease payments	\$ 13,277	\$ 12,751	\$ 12,520	\$ 10,867	\$ 9,960	\$ 41,002	\$ 87,100
	Less: Executory costs:							
2	- Taxes							
3	- Maintenance							
4	- Insurance							
5	- Other							
6	Total executory costs (2-5)							
7	Minimum lease payments (1, 6)	13,277	12,751	12,520	10,867	9,960	41,002	87,100
8	Less: Amount representing interest	5,904	5,696	4,999	4,231	3,550	10,640	29,116
9	Present value of minimum lease payments (line 7, 8)	7,373	7,055	7,521	6,636	6,410	30,362	57,984

Note: Excludes 1982

PART II TOTAL RENTAL EXPENSES

Complete this part if gross rental expense in the most recent reporting year exceeds one percent of operating revenue. Otherwise, show total rental expenses reduced by rentals received from sub-

leases for the current year. Also, show amounts expected to be received on all noncancelable sublease rentals for the year beginning after the current year as required.

Line No.	Item (a)	Current Year (b)
10	Present value of minimum lease payments from Part I above	\$
11	Contingent rentals	
12	Minimum noncancelable sublease rentals	
13	Net rental expense	

PART III. CLASSES OF CAPITAL LEASES

Complete this part only if the present values of the minimum lease commitments are more than five percent of the sum of the long-term debt due after one year. Otherwise, show the present values of minimum lease commitments in the aggregate for the major classes of proper-

ties presented. Subtract amounts representing the accumulated amortization to derive at "Net capitalized lease assets."

Line No.	Classes of leased property (a)	Present value	
		Current year (b)	Prior year (c)
14	Structures	\$	\$
15	Revenue equipment	58,109	56,538
16	Shop and garage equipment		
17	Service cars and equipment	26,390	24,435
18	Noncarrier operating property		
19	Other: (Specify)		
20			
21	Gross capitalized assets	84,499	80,973
22	Less: Accumulated amortization	39,258	32,766
23	Net capitalized lease assets	45,241	48,207

Road Initials CNW Year 1982

363. OPERATING LEASES

PART I. FUTURE MINIMUM RENTAL PAYMENTS

1. Disclose the total minimum lease payments required, reduced by sublease rentals, for the years shown relating to operating leases.

Line No.	Items (a)	1982 Current year (b)	1983 Year 2 (c)	1984 Year 3 (d)	1985 Year 4 (e)	1986 Year 5 (f)	Later years (g)	Total (h) (Note)
1	Minimum lease payments required	\$ 50,044	\$ 50,344	\$ 50,120	\$ 50,166	\$ 49,694	\$ 573,852	\$ 774,176
2	Minimum noncancelable sublease rentals							
3	Net minimum lease payments	50,044	50,344	50,120	50,166	49,694	573,852	774,176

Note: Excludes 1982

PART II. TOTAL RENTAL

1. Show the composition of total rental expense for all operating leases for the current and preceding years. See Schedule 360 for definitions of the terms.

Line No.	Expenses (a)	Current year (b)	Prior year (c)
4	Minimum lease payments required	\$ 67,903	\$ 55,655
5	Contingent rentals		
6	Less: Sublease rentals		
7	Total rental expense	67,903	55,655

Road Initials \$

CNW

Year 19 82

364. LESSEE DISCLOSURES

Complete this schedule only if gross rental expense in the most recent fiscal year exceeds one percent of operating revenue.

Relate in general terms: (a) the basis for calculating rental payments if dependent upon factors other than the lapse of time; (b) existence and terms of renewal or purchase options, escalation clauses, etc.; (c) the nature and amount of related guarantees made or obligations assumed; (d) restrictions on paying dividends, incurring additional debt, further leasing, etc.; and, (e) any other information necessary to assess the effect of lease commitments upon the financial position, results of operations, and changes in financial position of the lessee.
(Dollars in thousands)

Line
No.

(a)

Rental payments are generally calculated based upon the value of the property leased and the lapse of time.

(b)

Generally, the Company has the option to purchase leased equipment at the expiration of any primary or renewal term at its fair market value at the time of the exercise of such purchase option. In most cases, the company also has the option to renew the leases, either at fixed rates reflecting anticipated rental values determined at the inception of the leases or at fair rental value at the time of the exercise of such renewal option. In some cases, the Company has both purchase and renewal options.

(c)

In some cases, the Company has guaranteed performance by lessor under conditional sales agreements entered into in connection with the acquisition of equipment leased to the Company, but such obligations do not increase the economic impact of obligations incurred by the Company under the related leases.

(d)

No restriction.

(e)

None.

410. RAILWAY OPERATING EXPENSES

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

Line No.	Name of railway operating expense account (a)	Freight					Passenger (g)	Total (h)
		Salaries and wages (b)	Material, tools, supplies, fuels, and lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)		
		\$	\$	\$	\$	\$	\$	\$
	WAY AND STRUCTURES:							
	ADMINISTRATION:							
1	Track	8,875	8	3,797	707	13,387	651	14,038
2	Bridge and Building	1,721	1	772	175	2,669	285	2,954
3	Signal	2,014	1	838	176	3,029	374	3,403
4	Communication	1,252	1	599	102	1,954	187	2,141
5	Other	533	-	315	168	1,016	106	1,122
	REPAIR AND MAINTENANCE:							
6	Roadway - Running	1,775	150	1,232	(94)	3,063	188	3,251
7	Roadway - Switching	545	61	273	(9)	870	21	891
8	Tunnels and Subways - Running	-	-	-	-	-	-	-
9	Tunnels and Subways - Switching	-	-	-	-	-	-	-
10	Bridges and Culverts - Running	3,009	761	387	129	4,286	341	4,627
11	Bridges and Culverts - Switching	25	1	(44)	(28)	(46)	3	(43)
12	Ties - Running	N/A	5,321	N/A	N/A	5,321	87	5,408
13	Ties - Switching	N/A	1,086	N/A	N/A	1,086	44	1,130
14	Rail - Running	N/A	394	N/A	N/A	394	1	395
15	Rail - Switching	N/A	(152)	N/A	N/A	(152)	3	(149)
16	Other Track Material - Running	N/A	2,851	N/A	N/A	2,851	311	3,162
17	Other Track Material - Switching	N/A	869	N/A	N/A	869	50	919
18	Ballast - Running	N/A	3,459	N/A	N/A	3,459	18	3,477
19	Ballast - Switching	N/A	160	N/A	N/A	160	6	166
20	Track laying and surfacing - Running	23,677	(23)	(44)	2,190	25,800	1,305	27,105
21	Track laying and surfacing - Switching	4,981	22	(47)	(228)	4,728	285	5,013
22	Road Property Damaged - Running	1,176	756	(73)	(144)	1,715	47	1,762
23	Road Property Damaged - Switching	1,403	343	(4)	(15)	1,727	1	1,728
24	Road Property Damaged - Other	-	1	-	-	1	27	28
25	Signals and Interlockers - Running	4,516	865	(64)	(924)	4,393	1,423	5,816
26	Signals and Interlockers - Switching	289	155	74	(26)	492	2	494
27	Communications Systems	1,925	127	299	24	2,375	191	2,566
28	Electric Power Systems	217	25	83	8	333	148	481
29	Highway Grade Crossings - Running	1,245	579	160	92	2,076	11	2,087
30	Highway Grade Crossings - Switching	84	1	35	(8)	112	1	113
31	Station and Office Buildings	1,625	84	613	(159)	2,163	909	3,072
32	Shop Buildings - Locomotives	490	43	249	(25)	757	190	947
33	Shop Buildings - Freight Cars	359	20	160	(25)	514	N/A	514
34	Shop Buildings - Other Equipment	29	25	30	(12)	72	234	306

410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account	Freight					Passenger	Total
		Salaries and wages	Materials, tools, supplies, fuels, and lubricants	Purchased services	General	Total freight expense		
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	
	WAY AND STRUCTURES - Continued:	\$	\$	\$	\$	\$	\$	\$
	REPAIR AND MAINTENANCE - Continued:							
101	Locomotive Servicing Facilities	163	34	68	(3)	262	29	291
102	Miscellaneous Buildings and Structures	681	163	208	(35)	1,017	24	1,041
103	Coal Terminals	-	-	-	-	-	N/A	-
104	Ore Terminals	638	694	504	(84)	1,752	N/A	1,752
105	Other Marine Terminals	11	18	15	1	45	N/A	45
106	TOFC/COFC - Terminals	20	-	2	-	22	N/A	22
107	Motor Vehicle Loading and Distribution Facilities	5	1	9	-	15	N/A	15
108	Facilities for Other Specialized Service Operations	-	-	-	-	-	N/A	-
109	Roadway Machines	3,440	3,498	1,348	183	8,469	362	8,831
110	Small Tools and Supplies	149	2,075	4,148	5	6,377	417	6,794
111	Snow Removal	3,177	194	669	9	4,049	418	4,467
112	Fringe Benefits - Running	N/A	N/A	N/A	15,962	15,962	1,264	17,226
113	Fringe Benefits - Switching	N/A	N/A	N/A	2,787	2,787	83	2,870
114	Fringe Benefits - Other	N/A	N/A	N/A	4,879	4,879	160	5,039
115	Casualties and Insurance - Running	N/A	N/A	N/A	2,292	2,292	318	2,610
116	Casualties and Insurance - Switching	N/A	N/A	N/A	369	369	4	373
117	Casualties and Insurance - Other	N/A	N/A	N/A	232	232	3	235
118	Lease Rentals - Debit - Running	N/A	N/A	6,182	N/A	6,182	-	6,182
119	Lease Rentals - Debit - Switching	N/A	N/A	-	N/A	-	-	-
120	Lease Rentals - Debit - Other	N/A	N/A	-	N/A	-	-	-
121	Lease Rentals - [Credit] - Running	N/A	N/A	{226}	N/A	{226}	-	{226}
122	Lease Rentals - [Credit] - Switching	N/A	N/A	-	N/A	-	-	-
123	Lease Rentals - [Credit] - Other	N/A	N/A	-	N/A	-	-	-
124	Joint Facility Rent - Debit - Running	N/A	N/A	1,425	N/A	1,425	15	1,440
125	Joint Facility Rent - Debit - Switching	N/A	N/A	141	N/A	141	-	141
126	Joint Facility Rent - Debit - Other	N/A	N/A	53	N/A	53	-	53
127	Joint Facility Rent - [Credit] - Running	N/A	N/A	{517}	N/A	{517}	-	{517}
128	Joint Facility Rent - [Credit] - Switching	N/A	N/A	{269}	N/A	{269}	-	{269}
129	Joint Facility Rent - [Credit] - Other	N/A	N/A	<36>	N/A	<36>	-	<36>
130	Other Rents - Debit - Running	N/A	N/A	368	N/A	368	21	389
131	Other Rents - Debit - Switching	N/A	N/A	-	N/A	-	-	-
132	Other Rents - Debit - Other	N/A	N/A	-	N/A	-	-	-
133	Other Rents - [Credit] - Running	N/A	N/A	-	N/A	-	-	-

410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account	Freight					Passenger	Total
		Salaries and wages	Material, tools, supplies, fuels, and lubricants	Purchased services	General	Total freight expense		
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
	WAY AND STRUCTURES - Continued:	\$	\$	\$	\$	\$	\$	\$
	REPAIR AND MAINTENANCE - Continued:							
134	Other Rents - [Credit] - Switching	N/A	N/A	-	N/A	-	-	-
135	Other Rents - [Credit] - Other	N/A	N/A	-	N/A	-	-	-
136	Depreciation - Running	N/A	N/A	N/A	379	379	61	440
137	Depreciation - Switching	N/A	N/A	N/A	88	88	-	88
138	Depreciation - Other	N/A	N/A	N/A	4,948	4,948	148	5,096
139	Joint Facility - Debit - Running	N/A	N/A	3,404	N/A	3,404	93	3,497
140	Joint Facility - Debit - Switching	N/A	N/A	1,128	N/A	1,128	-	1,128
141	Joint Facility - Debit - Other	N/A	N/A	159	N/A	159	-	159
142	Joint Facility - [Credit] - Running	N/A	N/A	{988}	N/A	{988}	-	{988}
143	Joint Facility - [Credit] - Switching	N/A	N/A	{55}	N/A	{55}	-	{55}
144	Joint Facility - [Credit] - Other	N/A	N/A	-	N/A	-	-	-
145	Dismantling Retired Road Property - Running	6,604	-	126	39	6,769	-	6,769
146	Dismantling Retired Road Property - Switching	-	-	-	-	-	-	-
147	Dismantling Retired Road Property - Other	-	-	-	-	-	-	-
148	Other - Running	1	15	-	(4,608)	(4,592)	1	(4,591)
149	Other - Switching	-	2	-	(859)	(857)	-	(857)
150	Other - Other	62	156	1,292	-	1,510	115	1,625
151	Total Way and Structures	76,716	24,845	28,870	28,658	159,089	10,986	170,075
	EQUIPMENT:							
	LOCOMOTIVES:							
201	Administration	3,208	2	352	287	3,849	596	4,445
202	Repair and Maintenance	14,050	10,205	(28)	(523)	23,704	6,530	30,234
203	Machinery Repair	46	99	47	3	195	18	213
204	Equipment Damaged	182	113	28	(46)	277	2	279
205	Fringe Benefits	N/A	N/A	N/A	6,247	6,247	1,277	7,524
206	Other Casualties and Insurance	N/A	N/A	N/A	701	701	1	702
207	Lease Rentals - Debit	N/A	N/A	9,614	N/A	9,614	-	9,614
208	Lease Rentals - [Credit]	N/A	N/A	{99}	N/A	{99}	-	{99}
209	Joint Facility Rent - Debit	N/A	N/A	15	N/A	15	-	15
210	Joint Facility Rent - [Credit]	N/A	N/A	{52}	N/A	{52}	-	{52}
211	Other Rents - Debit	N/A	N/A	-	N/A	-	-	-
212	Other Rents - [Credit]	N/A	N/A	-	N/A	-	-	-
213	Depreciation	N/A	N/A	N/A	5,988	5,988	15	6,003
214	Joint Facility - Debit	N/A	N/A	162	N/A	162	-	162
215	Joint Facility - [Credit]	N/A	N/A	{84}	N/A	{84}	-	{84}
216	Repairs Billed to Others - [Credit]	N/A	N/A	-	N/A	-	-	-

410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account	Freight					Passenger	Total
		Salaries and wages	Material, tools, supplies, fuels, and lubricants	Purchased services	General	Total freight expense		
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
		\$	\$	\$	\$	\$	\$	\$
	LOCOMOTIVES—Continued:							
217	Dismantling Retired Property	-	-	26	-	26	-	26
218	Other	158	238	1,666	4	2,066	200	2,266
219	Total Locomotives	17,644	10,657	11,647	12,661	52,609	8,639	61,248
	FREIGHT CARS:							
220	Administration	2,997	2	813	159	3,971	N/A	3,971
221	Repair and Maintenance	20,122	29,282	9,012	(835)	57,581	N/A	57,581
222	Machinery Repair	669	221	444	-	1,334	N/A	1,334
223	Equipment Damaged	734	840	7,665	560	9,799	N/A	9,799
224	Fringe Benefits	N/A	N/A	N/A	10,102	10,102	N/A	10,102
225	Other Casualties and Insurance	N/A	N/A	N/A	2,201	2,201	N/A	2,201
226	Lease Rentals - Debit	N/A	N/A	38,102	N/A	38,102	N/A	38,102
227	Lease Rentals - [Credit]	N/A	N/A	-	N/A	-	N/A	-
228	Joint Facility Rent - Debit	N/A	N/A	1	N/A	1	N/A	1
229	Joint Facility Rent - [Credit]	N/A	N/A	-	N/A	-	N/A	-
230	Other Rents - Debit	N/A	N/A	99,467	N/A	99,467	N/A	99,467
231	Other Rents - [Credit]	N/A	N/A	61,521	N/A	61,521	N/A	61,521
232	Depreciation	N/A	N/A	N/A	9,278	9,278	N/A	9,278
233	Joint Facility - Debit	N/A	N/A	24	N/A	24	N/A	24
234	Joint Facility - [Credit]	N/A	N/A	5	N/A	5	N/A	5
235	Repairs Billed to Others - [Credit]	N/A	N/A	59,565	N/A	59,565	N/A	59,565
236	Dismantling Retired Property	-	-	1,134	-	1,134	N/A	1,134
237	Other	20	57	879	1	957	N/A	957
238	Total Freight Cars	24,542	30,402	36,450	21,466	112,860	N/A	112,860
	OTHER EQUIPMENT:							
301	Administration	149	1	2	441	593	214	807
	Repair and Maintenance:							
302	Trucks, Trailers, and Containers - Revenue Service	18	(7)	2,532	-	2,543	N/A	2,543
303	Floating Equipment - Revenue Service	-	-	-	-	-	N/A	-
304	Passenger and Other Revenue Equipment	361	346	(231)	477	953	1,617	2,570
305	Computers and Data Processing Systems	-	-	869	-	869	26	895
306	Machinery	6	24	9	40	79	13	92
307	Work and Other Non-Revenue Equipment	326	465	5,014	160	5,965	128	6,093
308	Equipment Damaged	-	-	31	(2)	29	4	33
309	Fringe Benefits	N/A	N/A	N/A	1,534	1,534	735	2,269
310	Other Casualties and Insurance	N/A	N/A	N/A	227	227	340	567
311	Lease Rentals - Debit	N/A	N/A	5,552	N/A	5,552	215	5,767
312	Lease Rentals - [Credit]	N/A	N/A	-	N/A	-	-	-

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410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account	Freight					Passenger	Total
		Salaries and wages	Material, tools, supplies, fuels, and lubricants	Purchased services	General	Total freight expense		
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
		\$	\$	\$	\$	\$	\$	\$
	OTHER EQUIPMENT—Continued:							
313	Joint Facility Rent - Debit	N/A	N/A	52	N/A	52	-	52
314	Joint Facility Rent - [Credit]	N/A	N/A	{98}	N/A	{98}	-	{98}
315	Other Rents - Debit	N/A	N/A	3,029	N/A	3,029	-	3,029
316	Other Rents - [Credit]	N/A	N/A	{3,161}	N/A	{3,161}	-	{3,161}
317	Depreciation	N/A	N/A	N/A	2,207	2,207	172	2,379
318	Joint Facility - Debit	N/A	N/A	258	N/A	258	-	258
319	Joint Facility - [Credit]	N/A	N/A	-	N/A	-	-	-
320	Repairs Billed to Others - [Credit]	N/A	N/A	-	N/A	-	-	-
321	Dismantling Retired Property	47	(73)	6	-	(20)	-	(20)
322	Other	-	25	35	-	60	1,208	1,268
323	Total Other Equipment	907	781	13,899	5,084	20,671	4,672	25,343
324	Total Equipment	43,093	41,840	61,996	39,211	186,140	13,311	199,451
	TRANSPORTATION:							
	TRAIN OPERATIONS:							
401	Administration	6,938	149	779	354	8,220	932	9,152
402	Engine Crews	25,799	-	-	1,456	27,255	5,399	32,654
403	Train Crews	41,413	-	1	2,298	43,712	5,393	49,105
404	Dispatching Trains	3,745	13	35	11	3,804	268	4,072
405	Operating Signals and Interlockers	2,393	288	27	(2)	2,706	761	3,467
406	Operating Drawbridges	605	5	2	1	613	-	613
407	Highway Crossing Protection	758	104	56	5	923	68	991
408	Train Inspection and Lubrication	6,054	2,467	(280)	12	8,253	1,138	9,391
409	Locomotive Fuel	280	74,916	-	-	75,196	7,859	83,055
410	Electric Power Purchased or Produced for Motive Power	-	-	-	-	-	-	-
411	Servicing Locomotives	5,591	395	215	(33)	6,168	617	6,785
412	Freight Lost or Damaged - Solely Related	N/A	N/A	N/A	965	965	-	965
413	Clearing Wrecks	649	50	3,111	26	3,836	2	3,838
414	Fringe Benefits	N/A	N/A	N/A	20,398	20,398	3,834	24,232
415	Other Casualties and Insurance	N/A	N/A	N/A	6,472	6,472	830	7,302
416	Joint Facility - Debit	N/A	N/A	1,361	N/A	1,361	190	1,551
417	Joint Facility - [Credit]	N/A	N/A	{1,081}	N/A	{1,081}	-	{1,081}
418	Other	2,567	880	2,367	26	5,840	1,324	7,164
419	Total Train Operations	96,792	79,267	6,593	31,989	214,641	28,615	243,256
	YARD OPERATIONS:							
420	Administration	4,748	15	366	266	5,395	93	5,488
421	Switch Crews	43,878	14	(230)	5	43,667	378	44,045

410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account	Freight					Passenger	Total
		Salaries and wages	Material, tools, supplies, fuels, and lubricants	Purchased services	General	Total freight expense		
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
	YARD OPERATIONS - Continued:	\$	\$	\$	\$	\$	\$	\$
422	Controlling Operations	4,120	-	-	(8)	4,112	83	4,195
423	Yard and Terminal Clerical	12,604	-	-	-	12,604	9	12,613
424	Operating Switches, Signals, Retarders and Humps	695	-	-	-	695	446	1,141
425	Locomotive Fuel	24	6,662	-	-	6,686	71	6,757
426	Electric Power Purchased or Produced for Motive Power	-	-	-	-	-	-	-
427	Servicing Locomotives	1,605	60	38	(9)	1,694	45	1,739
428	Freight Lost or Damaged - Solely Related	N/A	N/A	N/A	137	137	-	137
429	Clearing Wrecks	554	21	693	8	1,276	-	1,277
430	Fringe Benefits	N/A	N/A	N/A	14,240	14,240	288	14,528
431	Other Casualties and Insurance	N/A	N/A	N/A	2,750	2,750	1	2,751
432	Joint Facility - Debit	N/A	N/A	1,325	N/A	1,325	-	1,325
433	Joint Facility - [Credit]	N/A	N/A	1,475	N/A	1,475	-	1,475
434	Other	233	438	166	236	1,073	28	1,101
435	Total Yard Operations	68,461	7,210	1,883	17,625	95,179	1,443	96,622
	TRAIN AND YARD OPERATIONS COMMON:							
501	Cleaning Car Interiors	372	44	419	N/A	835	1,657	2,492
502	Adjusting and Transferring Loads	363	25	50	N/A	438	N/A	438
503	Car Loading Devices and Grain Doors	-	160	34	N/A	194	N/A	194
504	Freight Lost or Damaged - all other	N/A	N/A	N/A	3,067	3,067	-	3,067
505	Fringe Benefits	N/A	N/A	N/A	272	272	307	579
506	Total Train and Yard Operations Common	735	229	503	3,339	4,806	1,964	6,770
	SPECIALIZED SERVICE OPERATIONS:							
507	Administration	1,047	1	108	10	1,166	N/A	1,166
508	Pickup & Delivery and Marine Line Haul	1	-	-	-	1	N/A	1
509	Loading & Unloading and Local Marine	754	6	3,902	24	4,686	N/A	4,686
510	Protective Services	52	394	(923)	(2)	(479)	N/A	(479)
511	Freight Lost or Damaged - Solely Related	N/A	N/A	N/A	-	-	N/A	-
512	Fringe Benefits	N/A	N/A	N/A	486	486	N/A	486
513	Casualties and Insurance	N/A	N/A	N/A	5	5	N/A	5
514	Joint Facility - Debit	N/A	N/A	-	N/A	-	N/A	-
515	Joint Facility - [Credit]	N/A	N/A	-	N/A	-	N/A	-
516	Other	183	37	879	1	1,100	N/A	1,100
517	Total Specialized Services Operations	2,037	438	3,966	524	6,965	N/A	6,965
	ADMINISTRATIVE SUPPORT OPERATIONS:							
518	Administration	2,763	1	245	346	3,355	340	3,695

410. RAILWAY OPERATING EXPENSE - Concluded

Line No.	Name of railway operating expense account	Freight					Passenger	Total
		Salaries and wages	Material, tools, supplies, fuels, and lubricants	Purchased services	General	Total freight expense		
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	
	ADMINISTRATIVE SUPPORT OPERATIONS - Con:	\$	\$	\$	\$	\$	\$	\$
519	Employees Performing Clerical and Accounting Functions	17,182	512	1,063	136	18,893	2,892	21,785
520	Communication Systems Operation	1,434	79	1,021	28	2,562	228	2,790
521	Loss and Damage Claims Processing	687	-	-	2	689	-	689
522	Fringe Benefits	N/A	N/A	N/A	4,839	4,839	858	5,697
523	Casualties and Insurance	N/A	N/A	N/A	13	13	2	15
524	Joint Facility - Debit	N/A	N/A	42	N/A	42	-	42
525	Joint Facility - [Credit]	N/A	N/A	{30}	N/A	{30}	-	{30}
526	Other	321	366	1,205	263	2,155	304	2,459
527	Total Administrative Support Operations	22,387	958	3,546	5,627	32,518	4,624	37,142
528	Total Transportation	190,412	88,102	16,491	59,104	354,109	36,646	390,755
	GENERAL AND ADMINISTRATIVE:							
601	Officers - General Administration	2,417	8	927	632	3,984	181	4,165
602	Accounting, Auditing and Finance	9,867	168	1,633	19	11,687	923	12,610
603	Management Services and Data Processing	6,398	402	815	81	7,696	390	8,086
604	Marketing	4,588	31	2,873	419	7,911	118	8,029
605	Sales	6,251	36	1,007	653	7,947	-	7,947
606	Industrial Development	351	-	110	-	461	N/A	461
607	Personnel and Labor Relations	4,592	155	1,431	182	6,360	511	6,871
608	Legal and Secretarial	2,440	21	2,175	96	4,732	246	4,978
609	Public Relations and Advertising	414	7	289	22	732	84	816
610	Research and Development	-	-	-	-	-	-	-
611	Fringe Benefits	N/A	N/A	N/A	9,826	9,826	480	10,306
612	Casualties and Insurance	N/A	N/A	N/A	198	198	9	207
613	Writedown of Uncollectible Accounts	N/A	N/A	N/A	376	376	19	395
614	Property Taxes	N/A	N/A	N/A	4,416	4,416	68	4,484
615	Other Taxes Except on Corporate Income or Payrolls	N/A	N/A	N/A	-	-	-	-
616	Joint Facility - Debit	N/A	N/A	199	N/A	199	-	199
617	Joint Facility - [Credit]	N/A	N/A	-	N/A	-	-	-
618	Other	66	-	170	129	365	19	384
619	Total General and Administrative	37,384	828	11,629	17,049	66,890	3,048	69,938
620	Total Carrier Operating Expenses	347,605	155,615	118,986	144,022	766,228	63,991	830,219

412. WAY AND STRUCTURES

1. Report freight expenses only.

2. The total depreciation expense reported in column (b), line 35 should balance to the sum of the depreciation expense reported in schedule 410, column (f) lines 136, 137, and 138. The total retirement charges reported in column (c) line 35 will not balance to any line in schedule 410. Retirement is included in but does not totally comprise the expenses reported in schedule 410 column (e), lines 148, 149, and 150.

3. Report in column (d) the lease/rentals for the various property categories of Way and Structures. The total net lease/rentals reported in column (d), line 35 should balance the net amount reported in schedule 410, column (f) lines 118 through 123, plus lines 130 through 135.

If an entire road or segment of track is leased and if the actual breakdown of lease/rentals by property categories is not known, apportion the lease/rentals based on the percentage of the categories' depreciation bases (or property bases for nondepreciable property) to the sum of (1) the depreciation bases for all categories of depreciable leased property plus (2) the property bases for nondepreciable leased property. Use Schedule 350 of this report for obtaining the depreciation bases of the categories of leased property.

4. Amortization adjustment of each road property type which is included in column (b) shall be repeated in column (e) as a debit or credit to the appropriate line item; the net adjustment on line 35 shall equal the adjustment reported on line 27 of schedule 335.

5. Report on line 34 all other lease rentals not apportioned to any category listed on lines 1-33.

6. Line 14, account 16, should not include computer and data processing equipment reported on line 37 of Schedule 415.

7. Dollars in thousands.

Line No.	Property account	Category (a)	Depreciation (b)	Retirement (c)	Lease/Rentals (net) (d)	Amortization Adjustment During year (e)
1	1	Engineering	\$ 5	\$ 16	\$	
2	2	Land for transportation purposes	N/A	N/A	(22)	
3	3	Grading	5	55		
4	4	Other right-of-way expenditures	1	-		
5	5	Tunnels and subways	-	-		
6	6	Bridges, trestles and culverts	159	N/A		
7	7	Elevated structures	-	N/A		
8	8	Ties	N/A	(622)		
9	9	Rails	N/A	(3,397)		
10	10	Other track material	N/A	(1,600)		
11	11	Ballast	N/A	18		
12	12	Track laying and surfacing	N/A	65		
13	13	Fences, snowsheds and signs	8	N/A		
14	16	Station and office buildings	483	N/A		
15	17	Roadway buildings	40	N/A		
16	18	Water stations	16	N/A		
17	19	Fuel stations	18	N/A		
18	20	Shops and enginehouses	156	N/A		
19	22	Storage warehouses	-	N/A		
20	23	Wharves and docks	-	N/A		
21	24	Coal and ore wharves	23	N/A		
22	25	TOFC/COFC terminals	29	N/A		
23	26	Communications systems	311	N/A		
24	27	Signals and interlockers	286	N/A		
25	29	Power plants	-	N/A		
26	31	Power transmission systems	9	N/A		
27	35	Miscellaneous structures	-	N/A		
28	37	Roadway machines	3,854	N/A	368	
29	39	Public improvements; construction	12	(2)		
30	45	Power plant machines	-	N/A		
31	76	Interest during construction	N/A		N/A	
32	77	Other expenditures; general	N/A		N/A	
33	80	Other elements of investment	N/A		N/A	
34	-	Other lease/rentals			5,978	
35	-	Total	5,415	(5,467)	6,324	None

414. RENTS FOR INTERCHANGED FREIGHT TRAIN CARS AND OTHER FREIGHT CARRYING EQUIPMENT

1. Report freight expenses only.

2. Report in this supporting schedule rental information by car type and other freight carrying equipment relating to the interchange of railroad equipment, privately owned equipment and equipment leased for less than 30 days.

3. The gross amounts receivable and payable for freight-train cars (line 19 columns (b) through (d) and; line 19 columns (e) through (g) respectively) should balance with Schedule 410, column (f), lines 231 (credits) and 230 (debits). Trailer and container rentals in this schedule are included in Schedule 410, column (f), lines 315 and 316. However, the trailer and container rentals in this schedule will not balance to lines 315 and 316 of Schedule 410 because those lines include rents for

"other equipment" which is reported in Schedule 415, column (e). The balancing of Schedule 410, 414 and 415 "other equipment" is outlined in note 6 to Schedule 415.

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

5. Report in columns (c), (d), (f), and (g) rentals for railroad owned cars prescribed by the Commission in Ex Parte No. 334, for which rentals are settled on a combination mileage and time basis (basic per diem). Include railroad owned per diem tank cars on line 17.

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

6. Dollars in thousands.

Line No.	Type of Equipment (a)	GROSS AMOUNTS RECEIVABLE Per Diem Basis			GROSS AMOUNTS PAYABLE Per Diem Basis		
		Private Line Cars (b)	Mileage (c)	Time (d)	Private Line Cars (e)	Mileage (f)	Time (g)
	CAR TYPES:	\$	\$	\$	\$	\$	\$
1	Box-Plain 40 Foot		483	514	-	403	488
2	Box-Plain 50 Foot and Longer		3,396	9,019	741	2,143	6,062
3	Box-Equipped		2,656	6,851	-	2,216	6,758
4	Gondola-Plain		1,159	2,179	59	934	1,254
5	Gondola-Equipped		97	403	25	147	349
6	Hopper-Covered		3,735	11,260	13,462	2,399	8,160
7	Hopper-Open Top-General Service		3,654	4,402	24	4,377	5,196
8	Hopper-Open Top-Special Service		-	1	49	1	1
9	Refrigerator-Mechanical		96	147	99	3,772	2,267
10	Refrigerator-Non-Mechanical		773	1,686	954	915	2,475
11	Flat TOFC/COFC		-	-	5,357	110	274
12	Flat Multi-Level	2,314	-	-	5,284	329	932
13	Flat-General Service		16	37	471	147	174
14	Flat-Other		32	73	2,355	787	1,465
15	Tank-Under 22,000 Gallons	123	-	1	7,837	-	-
16	Tank-22,000 Gallons and Over	39	-	-	2,511	-	-
17	All Other Freight Cars		-	37	170	72	139
18	Auto Racks	136	-	6,202	168	-	5,155
19	Total Freight Train Cars	2,612	16,097	42,812	39,566	18,752	41,149
	OTHER FREIGHT CARRYING EQUIPMENT						
20	Refrigerated Trailers				5	-	-
21	Other Trailers				1,730	-	1,266
22	Refrigerated Containers			3,161	-	-	-
23	Other Containers				2	-	26
24	Total Trailers & Containers			3,161	1,737	-	1,292
25	Grand Total (Lines 19 & 24)	2,612	16,097	45,973	41,303	18,752	42,441

SCHEDULE 415. SUPPORTING SCHEDULE: EQUIPMENT

1. Report freight expenses only.
2. Report by type of equipment all natural expenses relating to the equipment functions (salaries and wages, materials, tools, supplies, fuels and lubricants, purchases services, and general).
3. Report in column (b) net repairs, the detail for the items listed in column (a) from the freight expenses reported in Schedule 410 in column (f) lines 202, 203, 216, 221, 222, 235, 302 through 307 and 320. When it is necessary to apportion car repair expenses, the apportionment shall be made on the most equitable basis available to the carriers. The following list provides a basis for apportioning freight car repair expenses to car types: a. AAR Car Repair Billing (CRB) Standards; b. A carrier conducted study to determine car repair expenses by car types; and c. Other available standards valid for the respondent carrier. Do not report in this schedule equipment damaged expenses from Schedule 410, lines 204, 223 and 308, or; the damages billed to others which is contained in but does not form the bulk of the expense reported in Schedule 410, lines 216, 235 and 320. Column (b) repair expenses should balance to Schedule 410 column (f) expenses as follows (note any imbalance will be attributable to the exclusion from Schedule 415 of damages billed to these as contained in Schedule 410, lines 216, 235 and 320) locomotives: line 5 plus line 38 compared to the sum of Schedule 410, lines 202, 203 plus 216, Freight Cars: line 24 plus line 39 compared to the sum of Schedule 410, lines 221, 222 plus 235, (3) The Sum of Highway Equipment (line 32), Floating Equipment (line 35), Passenger and Other Revenue Equipment (line 36), Computer and Data Processing Equipment (line 37), Machinery-Order Equipment (line 40), and Work and Other Non-Revenue Equipment (line 41) compared to Schedule 410, the sum of lines 302 through 307. When using the line data referred to in this instruction it should be noted that lines 216, 235 and 320 of Schedule 410 are credit balances.
4. Depreciation expense for each class of equipment by car type shall be reported in columns (c) and (d). For improvements on leased property, Accounts 732 and 733, use a supplementary Schedule 415 and this reporting will relate to Schedules 340 and 342. Depreciation charges reported in columns (c) and (d) will balance to Schedule 410, column (f) as follows: (1) Locomotives: line 5 plus 38 compared to Schedule 410, line 213, (2) Freight Cars: line 24 plus line 39 compared to Schedule 410, line 232; (3) The Sum of Highway Equipment (line 32); Floating Equipment (line 35); Passenger and Other Revenue Equipment (line 36); Computer and Data Processing Equipment (line 37); Machinery-Other Equipment (line 40); and Work and Other Non-Revenue Equipment (line 41) compared to Schedule 410, line 317.
5. Amortization adjustment of each equipment type which is included in column (c) shall be reported in column (e) as a debit or credit to the appropriate line item, the net adjustment on line 43 shall equal the equipment amortization adjustment reported on line 36 column (c) of Schedule 335.
6. Retirement charges shall be made on the basis of the actual units retired from service during the reporting period where the service value has been determined, based on a ledger value of salvage and insurance recovered. Retirement charges reported in column (f) will not balance to Schedule 410 because they are included in, but do not totally comprise the "other" expenses in Schedule 410, lines 218, 237 and 322. Retirement charges for locomotives, line 5 plus 38 are in Schedule 410, line 218; retirement charges for freight cars, lines 24 plus 39 are in Schedule 410, line 237; retirement charges for all other equipment, lines 32, 35, 36, 37, 40 and 41 are in Schedule 410, line 322.
7. Lease/Rentals reported in column (g) should balance to column (f) of Schedule 410 as follows: (1) Locomotives: line 5 plus 38 compared with Schedule 410, lines 207, 208, 211 and 212. (2) Freight Cars: line 24 plus line 39 compared with Schedule 410, lines 226 plus 227 (note that Schedule 410, lines 230 and 231 are reported in Schedule 414 and are not to be included in Schedule 415). (3) The Sum of Lease/Rentals for All Other Equipment, lines 32, 35, 36, 37, 40 and 41 will balance to Schedule 410, lines 311, 312, 315 and 316 except for the interchange rental on trailers on containers which is reported in Schedule 414. Therefore, both Schedules 414 and 415 should be used when balancing lease/rentals-other equipment to Schedule 410. Do not report in Schedule 415 the trailer-container rentals reported in Schedule 414.
8. Depreciation base by types of equipment shall be reported in columns (h) and (i) and should not include the cost of equipment used, but not owned, when the rents therefore are included in the rent for equipment and accounts Nos. 31-22-00, 31-23-00, 31-25-00, 31-21-00, 35-21-00, 35-22-00, 35-23-00, and 35-25-00. It should include the cost of equipment owned and leased to others when the rents are included in the rent for equipment accounts Nos. 32-21-00, 32-22-00, 32-23-00, 32-25-00, 36-21-00, 36-22-00, 36-23-00, and 36-25-00. Property used but not owned should also be included when the rent is included in accounts Nos. 31-12-00, 31-13-00, 31-21-00, 31-22-00, and 31-23-00, inclusive. The grand total of each equipment in column (j) of Schedule 332 should equal the combined aggregate totals of line items comprising the equipment depreciation bases of columns (h) and (i).
9. Accumulated depreciation for each class of equipment shall be reported in columns (j) and (k). The grand total of each equipment reserve account in column (g), Schedule 335, shall equal the combined aggregate total accumulated depreciation for line items comprising the corresponding equipment accounts reported in columns (j) and (k).

SCHEDULE 415. SUPPORTING SCHEDULE: EQUIPMENT

SEE INSTRUCTIONS ON PAGE 53

Line No.	Types of Equipment (a)	Repairs (Net Expense) (b)	Depreciation		Amortization Adjustment net during year (e)
			Owned (c)	Capitalized lease (d)	
LOCOMOTIVES:					
1	Diesel Locomotive - Yard	\$ 3,793	\$ 240	\$ -	\$
2	Diesel Locomotive - Road	19,911	4,618	1,094	
3	Other Locomotive - Yard	-	-	-	
4	Other Locomotive - Road	-	-	-	
5	TOTAL	23,704	4,858	1,094	
FREIGHT TRAIN CARS:					
6	Box-Plain 40 Foot	659	401	-	
7	Box-Plain 50 Foot and Longer	865	1,598	400	
8	Box-Equipped	181	1,037	129	
9	Gondola-Plain	531	411	-	
10	Gondola-Equipped	98	162	-	
11	Hopper-Covered	(933)	1,584	139	
12	Hopper-Open Top-General Service	(93)	702	-	
13	Hopper-Open Top-Special Service	(59)	126	-	
14	Refrigerator-Mechanical	(181)	-	-	
15	Refrigerator-Nonmechanical	(195)	384	-	
16	Flat TOFC/COFC	(1,260)	-	-	
17	Flat Multi-level	(963)	-	-	
18	Flat-General Service	(31)	13	-	
19	Flat-Other	(246)	78	-	
20	All Other Freight Cars	(1,323)	9	-	
21	Caboose	(77)	313	31	
22	Auto Racks	152	194	1,519	
23	Miscellaneous Accessories	891	-	-	
24	TOTAL FREIGHT TRAIN CARS	(1,934)	7,012	2,218	
OTHER EQUIPMENT-REVENUE FREIGHT					
HIGHWAY EQUIPMENT					
25	Refrigerated Trailers	-	-	-	
26	Other Trailers	2,543	503	310	
27	Refrigerated Containers	-	-	-	
28	Other Containers	-	-	-	
29	Bogies	-	-	-	
30	Chasis	-	-	-	
31	Other Highway Equipment (Freight)	-	-	-	
32	TOTAL HIGHWAY EQUIPMENT	2,543	503	310	
FLOATING EQUIPMENT-REVENUE SERVICE					
33	Marine Line-Haul	-	-	-	
34	Local Marine	-	-	-	
35	TOTAL FLOATING EQUIPMENT	-	-	-	
OTHER EQUIPMENT					
36	Passenger and Other Revenue Equipment (Freight Portion)	953	-	-	
37	Computer & Data Processing Equipment	869	-	-	
38	Machinery - Locomotives ¹	195	36	-	
39	Machinery - Freight Cars ²	1,334	48	-	
40	Machinery - Other Equipment ³	79	-	-	
41	Work & Other Non-revenue Equipment	5,965	1,107	287	
42	TOTAL OTHER EQUIPMENT	9,395	1,191	287	
43	TOTAL, ALL EQUIPMENT (FREIGHT PORTION)	33,658	13,564	3,909	None

¹The data to be reported on line 38, in column (b) is the amount reported in Schedule 410, column (f), line 203 reduced by the allocable portion of line 216.²The data to be reported on line 39, in column (b) is the amount reported in Schedule 410, column (f), line 222 reduced by the allocable portions of line 235.³The data to be reported on line 40, in column (b) is the amount reported in Schedule 410, column (f), lines 302 through 306 reduced by the allocable portion of line 320.

SEE INSTRUCTIONS ON PAGE 53					
Retirements (f)	Lease and Rentals (Net) (g)	Depreciation Base as of 12/31		Accumulated Depreciation as of 12/31	
		Owned	Capitalized lease	Owned	Capitalized lease
		(h)	(i)	(j)	(k)
\$	428	\$ 6,655	-	\$ 1,835	-
	9,087	125,177	14,319	64,793	11,453
	9,515	131,832	14,319	66,628	11,453
	-	10,311	-	4,475	3,631
	4,191	49,009	10,001	14,910	16,399
	4,800	28,157	3,223	11,005	9,751
	2,019	11,819	-	4,123	4,087
	76	4,245	-	1,783	1,487
	22,640	43,854	3,475	16,500	15,101
	2,590	25,424	-	5,133	8,156
	6	3,279	-	1,393	1,151
	266	-	-	-	-
	800	10,868	-	3,406	3,717
	-	5	-	-	2
	-	13	-	6	5
	67	339	-	147	119
	-	2,039	-	850	719
	571	244	-	186	86
	76	9,748	778	1,400	308
	-	2,943	15,011	2,631	6,398
	-	-	-	-	-
	38,102	202,297	32,488	68,376	13,432
	-	-	-	-	-
	998	4,160	3,904	4,092	1,375
	-	-	-	-	-
	-	-	-	-	-
	-	-	-	-	-
	-	-	-	-	-
	-	-	-	-	-
	998	4,160	3,904	4,092	1,375
	-	-	-	-	-
	-	-	-	-	-
	-	-	-	-	-
	-	-	-	-	-
	4,554	-	-	-	-
	-	1,378	-	201	-
	-	2,204	-	300	-
	-	-	-	-	-
	-	16,504	4,864	5,267	1,899
	4,554	20,086	4,864	5,768	1,899
None	53,169	358,375	55,575	144,864	28,159

*The data to be reported on lines 38, 39, and 40 in columns (h) and (i), is the investment recorded in property account 44 allocated to Locomotives, Freight Cars, and Other Equipment.

*The depreciation to be reported on lines 38, 39, and 40 in column (k) is calculated by multiplying the investment in each element by the effective composite rate for property account 44, and then adding or subtracting the adjustment reported in column (e) should equal amount shown in column (k) schedule 335.

417. SPECIALIZED SERVICE SUBSCHEDULE - TRANSPORTATION

Instructions:

1. Report freight expenses only.
2. Report in lines 1, 2, 3, 4, and 10, the total of those natural expenses (salaries and wages; material, tools, supplies, fuels and lubricants; purchased services; and general) incurred in the operation of each type of specialized service facility. This schedule *does not* include switching services performed by train and yard crews in connection with or within specialized service facilities.
3. When it is necessary to apportion expenses, such as administrative expenses to two or more services, they shall be apportioned on the most equitable basis available to the respondent and only to the services they support. The total expenses in column (j) should balance with the respective line items in Schedule 410, Railway Operating Expenses.
4. Report in column (b), line 2, the expenses incurred in highway movements of trailers and containers performed at the expense of the reporting railroad within a terminal area for the purpose of pick-up, delivery or highway interchange service. Report in column (b), line 3, the expenses incurred in operating facilities for handling trailers and/or containers including storage expenses.

5. The operation of floating equipment in line-haul service (between distinct terminals) should be reported in column (c) on line 2. Floating operations conducted within a general terminal or harbor area should be reported in column (c), line 3.

6. Report in column (g), line 3, the expenses incurred by the railroad in loading and unloading automobiles, trucks, etc., to and from bi-level and tri-level auto rack cars. Report on line 2, column (g), the expense incurred by the railroad in moving automobiles, etc., between bi-level and tri-level loading and unloading facilities over the highway to shippers, receivers or connecting carriers. Report in column (f) operating expenses for land facilities in support of floating operations, including the operation of docks and wharves.

7. Report on line 4, column (b), the expenses related to heating and refrigeration of TOFC/COFC trailers and containers (total debits and credits). The expenses on line 4, column (h) relate to refrigerator cars only.

8. Report in column (i) total expenses incurred in performing rail substitute service, other highway revenue service, LCL terminal operations, warehouse operations, freight car transloading, grain elevator terminal operations and livestock feeding operations only.

9. Dollars in Thousands.

Line No.	Items	TOFC/COFC Terminal	Floating Equipment	Coal Marine Terminal	Ore Marine Terminal	Other Marine Terminal	Motor Vehicle Load and Distribution	Protective Services Refrigerator Car	Other Special Services	Total Columns (b-i)
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)
1	Administration	\$ 699	\$	\$	\$ 227	\$	\$ 156	\$ 84	\$	\$ 1,166
2	Pick up & delivery, marine line haul	1						N/A		1
3	Loading and unloading and local marine	3,482			210		994	N/A		4,686
4	Protective services Total debit and credits	80						(559)		(479)
5	Freight lost or damaged-solely related									
6	Fringe benefits	272			136		44	34		486
7	Casualty and insurance	5								5
8	Joint facility - Debit									
9	Joint facility - Credit									
10	Other	769			39		203	89		1,100
11	Total	5,308			612		1,397	(352)		6,965

Road Initials: CNW

Year 19 82

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION

This schedule should be completed by carriers participating in the National Railroad Passenger Corporation (NRP) agreement, as required by order of the Commission, January 30, 1973, No. 35344 (Sub-No. 3). Classify by accounts the amounts credited for remunerations for intercity passenger service performed by respondent on behalf of NRP. All contra entries should be indicated in parenthesis. (Dollars in thousands.)

Line No.	Name of Account (a)	Amount (b)
	WAY AND STRUCTURES	\$
	Administration	None
1	Track	
2	Bridge and Building	
3	Signal	
4	Communication	
5	Other	
	Repair and Maintenance	
6	Roadway - Running	None
7	Roadway - Switching	
8	Tunnels and Subways - Running	
9	Tunnels and Subways - Switching	
10	Bridges and Culverts - Running	
11	Bridges and Culverts - Switching	
12	Ties - Running	
13	Ties - Switching	
14	Rail - Running	
15	Rail - Switching	
16	Other Track Material - Running	
17	Other Track Material - Switching	
18	Ballast - Running	
19	Ballast - Switching	
20	Track laying and surfacing - Running	
21	Track laying and surfacing - Switching	
22	Road Property Damaged - Running	
23	Road Property Damaged - Switching	
24	Road Property Damaged - Other	
25	Signals and Interlockers - Running	
26	Signals and Interlockers - Switching	
27	Communications systems	
28	Electric Power Systems	
29	Highway Grade Crossings - Running	
30	Highway Grade Crossings - Switching	
31	Station and Office Buildings	
32	Shop Buildings - Locomotives	
33	Shop Buildings - Other Equipment	

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION—Continued

Line No.	Name of Account (a)	Amount (b)
	Repair and Maintenance—Continued	\$
		None
101	Locomotive Servicing Facilities _____	
102	Miscellaneous Buildings and Structures _____	
109	Roadway Machines _____	
110	Small Tools and Supplies _____	
111	Snow Removal _____	
112	Fringe Benefits - Running _____	
113	Fringe Benefits - Switching _____	
114	Fringe Benefits - Other _____	
115	Casualties and Insurance - Running _____	
116	Casualties and Insurance - Switching _____	
117	Casualties and Insurance - Other _____	
118	Lease Rentals - Debit - Running _____	
119	Lease Rentals - Debit - Switching _____	
120	Lease Rentals - Debit - Other _____	
121	Lease Rentals - (Credit) - Running _____	
122	Lease Rentals - (Credit) - Switching _____	
123	Lease Rentals - (Credit) - Other _____	
124	Joint Facility Rent - Debit - Running _____	
125	Joint Facility Rent - Debit - Switching _____	
126	Joint Facility Rent - Debit - Other _____	
127	Joint Facility Rent - (Credit) - Running _____	
128	Joint Facility Rent - (Credit) - Switching _____	
129	Joint Facility Rent - (Credit) - Other _____	
130	Other Rents - Debit - Running _____	
131	Other Rents - Debit - Switching _____	
132	Other Rents - Debit - Other _____	
133	Other Rents - (Credit) - Running _____	
134	Other Rents - (Credit) - Switching _____	
135	Other Rents - (Credit) - Other _____	
136	Depreciation - Running _____	
137	Depreciation - Switching _____	
138	Depreciation - Other _____	
139	Joint Facility - Debit - Running _____	
140	Joint Facility - Debit - Switching _____	
141	Joint Facility - Debit - Other _____	
142	Joint Facility - (Credit) - Running _____	
143	Joint Facility - (Credit) - Switching _____	
144	Joint Facility - (Credit) - Other _____	
145	Dismantling Retired Road Property - Running _____	
146	Dismantling Retired Road Property - Switching _____	
147	Dismantling Retired Road Property - Other _____	
148	Other - Running _____	
149	Other - Switching _____	
150	Other - Other _____	
151	Total WAY AND STRUCTURES _____	None

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION-Continued

Line No.	Name of Account (a)	Amount (b)
	EQUIPMENT	\$
	Locomotives	
201	Administration	
202	Repair and Maintenance	
203	Machinery Repair	
204	Equipment Damaged	
205	Fringe Benefits	
206	Other Casualties and Insurance	
207	Lease Rentals - Debit	
208	Lease Rentals - (Credit)	
209	Joint Facility Rent - Debit	
210	Joint Facility Rent - (Credit)	
211	Other Rents - Debit	
212	Other Rents - (Credit)	
213	Depreciation	
214	Joint Facility - Debit	
215	Joint Facility - (Credit)	
216	Repairs Billed to Others - (Credit)	
217	Dismantling Retired Property	
218	Other	
219	Total Locomotives	None
	Other Equipment	
301	Administration	
	Repair and Maintenance:	
304	Passenger and Other Revenue Equipment	
305	Computers and Data Processing System	
306	Machinery	
307	Work and Other Non-Revenue Equipment	
308	Equipment Damaged	
309	Fringe Benefits	
310	Other Casualties and Insurance	
311	Lease Rentals - Debit	
312	Lease Rentals - (Credit)	
313	Joint Facility Rent - Debit	
314	Joint Facility Rent - (Credit)	
315	Other Rents - Debit	
316	Other Rents - (Credit)	
317	Depreciation	
318	Joint Facility - Debit	
319	Joint Facility - (Credit)	
320	Repairs Billed to Others - (Credit)	
321	Dismantling Retired Property	
322	Other	
323	Total Other Equipment	None
324	TOTAL EQUIPMENT	None

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION—Continued

Line No.	Name of Account (a)	Amount (b)
	TRANSPORTATION	\$
	Train Operation	
401	Administration _____	
402	Engine Crews _____	
403	Train Crews _____	
404	Dispatching Trains _____	
405	Operating Signals and Interlockers _____	
406	Operating Drawbridges _____	
407	Highway Crossing Protection _____	
408	Train Inspection and Lubrication _____	
409	Locomotive Fuel _____	
410	Electric Power Purchased or Produced for Motive Power _____	
411	Servicing Locomotives _____	
412	Freight Lost or Damaged - Solely Related _____	
413	Clearing Wrecks _____	
414	Fringe Benefits _____	
415	Other Casualties and Insurance _____	
416	Joint Facility - Debit _____	
417	Joint Facility - (Credit) _____	
418	Other _____	
419	Total Train Operations _____	None
	Yard Operations	
420	Administration _____	
421	Switch Crews _____	
422	Controlling Operations _____	
423	Yard and Terminal Clerical _____	
424	Operating Switches, Signals, Retarders and Humps _____	
425	Locomotive Fuel _____	
426	Electric Power Purchased or Produced for Motive Power _____	
427	Servicing Locomotives _____	
428	Freight Lost or Damaged - Solely Related _____	
429	Clearing Wrecks _____	
430	Fringe Benefits _____	
431	Other Casualties and Insurance _____	
432	Joint Facility - Debit _____	
433	Joint Facility - (Credit) _____	
434	Other _____	
435	Total Yard Operations _____	None

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION—Concluded

Line No.	Name of Account (a)	Amount (b)
	Train and Yard Operations Common	\$
501	Cleaning Car Interiors	
504	Freight Lost or Damaged - all other	
505	Fringe Benefits	
506	Total Train and Yard Operations Common	None
	Administrative Support Operations	
518	Administration	
519	Employees Performing Clerical and Accounting Functions	
520	Communication Systems Operation	
521	Loss and Damage Claims Processing	
522	Fringe Benefits	
523	Casualties and Insurance	
524	Joint Facility - Debit	
525	Joint Facility - (Credit)	
526	Other	
527	Total Administrative Support Operations	None
528	TOTAL TRANSPORTATION	None
	GENERAL AND ADMINISTRATIVE	\$
601	Officers - General Administration	
602	Accounting, Auditing and Finance	
603	Management Services and Data Processing	
604	Marketing	
605	Sales	
607	Personnel and Labor Relations	
608	Legal and Secretarial	
609	Public Relations and Advertising	
610	Research and Development	
611	Fringe Benefits	
612	Casualties and Insurance	
613	Writedown of Uncollectible Accounts	
614	Property Taxes	
615	Other Taxes Except on Corporate Income or Payrolls	
616	Joint Facility - Debit	
617	Joint Facility - (Credit)	
618	Other	
619	TOTAL GENERAL AND ADMINISTRATIVE	None
620	TOTAL REMUNERATIONS	None

Schedule 450 Analysis of Taxes

Report dollars in thousands

A. Railway Taxes

Line No.	Kind of Tax (a)	Amount (b)
1	Other than U.S. Government Taxes	\$ 4,469
	U.S. Government Taxes	
	Income Taxes:	
2	Normal tax and surtax	
3	Excess Profits	
4	Total Income Taxes	55,043
5	Railroad Retirement	4,622
6	Hospital Insurance	5,175
7	Supplemental Annuities	5,262
8	Unemployment Insurance	15
9	All other United States Taxes	70,117
10	Total - U. S. Government Taxes	74,586
11	Total - Railway Taxes	

B. Adjustments to Federal Income Taxes

1. In column (a) are listed the particulars which most often cause a differential between taxable income and pretax accounting income. Other particulars which cause such a differential should be listed under the caption "Other", including State and other taxes deferred if computed separately. Minor items each less than \$100,000 may be combined in a single entry under "Other".

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

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

4. Indicate in column (d) any adjustments, as appropriate, including adjustments to eliminate or reinstate deferred tax effects (credits or debits) due to applying or recognizing a loss carry-forward or a loss carry-back.

5. The total of line 19 in columns (c) and (d) should agree with the total of the contra charges (credits) to account 557, "Provision for deferred taxes," and account 591, "Provision for deferred taxes—extraordinary items," for the current year.

6. Indicate in column (e) the cumulative total of columns (b), (c), and (d). The total of column (e) must agree with the total of accounts 714, 744, 762 and 786.

Dollars in thousands.

Line No.	Particulars (a)	Beginning of Year Balance (b)	Net Credits (Charges) for Current Year (c)	Adjustments (d)	End of Year Balance (e)
1	Accelerated depreciation, Sec. 167 I.R.C.: Guideline lives pursuant to Rev. Proc. 62-21.	\$	\$	\$	\$
2	Accelerated amortization of facilities Sec. 168, I.R.C.				
3	Accelerated amortization of rolling stock, Sec. 184 I.R.C.				
4	Amortization of rights of way, Sec. 185 I.R.C.				
5	Other (Specify)				
6	ACRS Benefits - See Note 2 on Page 63				
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18	Investment tax credit*				
19	TOTALS	67	50	13	130

450. ANALYSIS OF TAXES—Continued
(Dollars in thousands)

***Footnotes:**

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

2. Estimated amount of future earnings which can be realized before paying Federal income taxes because of unused and available net operating loss carryover on January 1 of the year following that for which the report is made _____ \$ **74,000**

3(a) Indicate the amount of ACRS depreciation expense and investment tax credits claimed under the provisions of the Economic Recovery Tax Act of 1981 (ERTA).

**Completion of Footnote 3 is not required
under Reporting Bulletin No. 83-2 dated
February 28, 1983.**

3 year recovery property
5 year recovery property
10 year recovery property
15 year recovery property

Total

ACRS Depreciation	Investment Tax Credits
\$ _____	\$ _____
_____	_____
_____	_____
_____	_____
_____	_____

(b) ERTA repealed retirement-replacement-betterment accounting (RRB) for track property. Provide actual or estimated data for the following:

- The adjusted basis of RRB property (frozen base) at January 1, 1981, was \$ _____
- The Frozen base will be amortized over a period of _____ years.
- Amortization of frozen base property for the following years was:

1981 - \$ _____
1982 - \$ _____

- Notes:**
1. Because of its net operating loss carry-forward position, the Company has eliminated all accumulated deferred income tax credits other than an amount equal to its cumulative deferred minimum tax on preference income.
 2. Because of the Company's net operating loss carry-forward position as described above, Accelerated Cost Recovery System benefits had no effect on the Company's tax provisions, either deferred or payable. As of December 31, 1982, the cumulative effect of the Accelerated Cost Recovery System (including capitalization of track replacements and "frozen base" write-off) is an increase in the net operating loss carry-forward estimated as \$15 million.

460. ITEMS IN SELECTED INCOME AND RETAINED EARNINGS ACCOUNTS FOR THE YEAR

Give a brief description for all items, regardless of amount, included during the year in accounts 555, "Unusual or infrequent items"; 560, "Income or loss from operations of discontinued segments"; 562, "Gain or loss on disposal of discontinued segments"; 570, "Extraordinary items"; 590, "Income taxes on extraordinary items"; 592, "Cumulative effect of changes in accounting principles"; 603, "Appropriations released"; 606, "Other credits to retained earnings"; 616, "Other debits to retained earnings"; 620, "Appropriations for sinking and other funds"; 621,

"Appropriations for other purposes". If appropriations released reflect appropriations provided during the year, each account should not be reported.

For accounts 519, "Miscellaneous income" and 551, "Miscellaneous income charges", if the total in either account exceeds 10% of net income before extraordinary items, describe the three largest items in each account and any other items in excess of 10% of net income.

(Dollars in thousands)

Line No.	Account No. (a)	Item (b)	Debits (c)	Credits (d)
1			\$	\$
2				
3	519	<u>Miscellaneous Income</u>		
4		Sale of Chicago Passenger Terminal		17,037
5		Gain from sale of Land		8,708
6		Gain on Tax Benefit Transfer Leases		3,077
7		Other items, each less than 10%		
8		of net income		885
9				<u>29,707</u>
10				
11				
12	551	<u>Miscellaneous Income Charges</u>		
13		Loss on Sale of Salvaged Material	2,199	
14		Legal fees - mergers of other Companies	414	
15		Litigations and settlements	342	
16		Other items, each less than 10%		
17		of net income	1,885	
18			<u>4,840</u>	
19				
20				
21				
22				
23				
24				
25				
26				
27				
28				
29				
30				

MEMORANDA RELATING TO SELECTED INCOME AND RETAINED EARNINGS ACCOUNTS

NOTES AND REMARKS

500. CONTINGENT ASSETS AND LIABILITIES

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

Disclose all items amounting to \$100,000, or more. If an actual monetary amount is not known and an estimate of the amount of any item involved is not feasible, disclosure should be made describing the contingency and explaining why an estimate is not determinable.

Examples of contingent liabilities are items which may become obligations as a result of pending or threatened litigation,

assessments or possible assessments of additional taxes and agreements or obligations to repurchase securities or property.

2. Information concerning the guaranties and suretyships are to be shown in be shown in schedule 501.

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

(Dollars in thousands)

Line No.	Item (a)	Amount (b)
1	CONTINGENT ASSETS:	\$ None
2		
3	CONTINGENT LIABILITIES:	
4	Under the terms of an agreement whereby the Company, in	
5	1981, sold its interest in the Illinois Terminal RR.Co.,	
6	the buyer, Norfolk & Western RR., assumed primary liability	
7	for Illinois Terminal's First Mortgage Bonds. How-	
8	ever, the Company remains contingently liable first for	
9	its former stockholding proportion of 9.09% of principal	
10	and interest on such bonds and second, in the event of	
11	payment defaults by both Norfolk & Western and other	
12	former stockholders for up to the full amount of	4,986
13		
14	Under the above agreement regarding the Illinois Terminal	
15	RR., Company is also contingently liable for its former	
16	stockholding proportion of the annual rental of McKinley	
17	Bridge spanning the Mississippi River, up to an aggregate	
18	of	250
19		
20		
21		
22		
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29		
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501. GUARANTIES AND SURETYSHIPS

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

This inquiry does not cover the case of ordinary commercial paper maturing on demand or not later than 2 years after date of issue. Items of less than \$50,000 may be shown as one total.
(Dollars in thousands)

Line No.	Names of all parties principally and primarily liable (a)	Description (b)	Amount of contingent liability (c)	Sole or joint contingent liability (d)
1	Kansas City Terminal Railway Co. -		\$	
2	AT&SF Ry. Co.	By note agreement dated March 20,		
3	C&NW Transp. Co.	1975 in the amount of \$13,750 of		
4	BN, Inc.	its 10% guaranteed senior notes due		
5	CMStP&P RR. Co.	December 15, 1979 and \$13,750		
6	SSW Ry. Co.	principal amount of its 10-1/4%		
7	Ill. Cent. Gulf RR. Co.	guaranteed senior notes due		
8	(Formerly GMD RR. Co.)	December 15, 1984.	1,375 (1)	Joint
9				
10	KCS Ry. Co.			
11	M-K-T RR. Co.			
12	Mo. Pac. RR. Co.			
13	St. LSF Ry. Co. (BN, Inc.)			
14	Union Pac. RR. Co.			
15	N&W Ry. Co.			
16		(1) Respondent is obligated along		
17		with other proprietary companies		
18		for payment of principal and		
19		interest, subject to a limit of		
20		the liability of each railroad		
21		to 25% of the principal amount		
22		of the Notes, plus interest and		
23		other charges payable with		
24		respect to 25% of such principal		
25		amount. Respondent's primary		
26		liability is \$458.		
27				
28		A subsidiary of the respondent is contingent obligor		
29		on a promissory note of an unrelated company.	588	Sole
30				
31				
32				
33				
34				
35				
36				
37				
38				

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

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

Line No.	Finance Docket number, title, maturity date and concise description of agreement or obligation (a)	Names of all guarantors and sureties (b)	Amount of contingent liability of guarantors (c)	Sole or joint contingent liability (d)
1	Finance Dockets	Northwest Chemco, Inc.	\$ Approximately	\$77,951
2	26371 and 26372:	(Formerly named Chicago	plus contingent	
3	(1) The sellers remain	and North Western Railway	liabilities	
4	liable on a substan-	Company) and certain of its	(excluding Kansas	
5	tial portion of the	selling subsidiaries.	City Terminal	
6	obligations assumed		Railway Co.)	
7	by respondent.		listed in Section 1	
8			above and those	
9			listed in Schedule	
			500.	

(Continued on Page 67A)

501. GUARANTIES AND SURETYSHIPS

(a)	(b)	(c)	(d)
(Continuation of Item 2, Schedule 501)			
(2) Guaranty by letter dated April 20, 1972, in compliance with Condition 5 of Report served March 20, 1972.	Northwest Industries, Inc.		
(a) Illinois Terminal Railroad Company, First Mortgage 4-5/8% Sinking Fund Bonds, Series A, due December 1, 1987.		\$ 458	
(b) Illinois Terminal Railroad Company, annual rental payable under Section 4.01 (a) of Railroad Agreement, dated as of October 14, 1958, between Illinois Terminal Railroad Company and City of Venice, Illinois.		\$ 23	

Road Initials: CNW

Year 19 82

67B

BLANK

502. COMPENSATING BALANCES AND SHORT-TERM BORROWING ARRANGEMENTS

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

1. Disclose compensating balances not legally restricted, lines of credit used and unused, average interest rate of short-term borrowings outstanding at balance sheet date, maximum amount of outstanding borrowings during the period and the weighted average rate of those borrowings.

2. Time deposits and certificates of deposit constituting compensating balances not legally restricted should be disclosed.

3. Compensating balance arrangements need only be disclosed for the latest fiscal year.

4. Compensating balances included in account 703, Special deposits, and in account 717, Other funds, should also be separately disclosed below.

5. Compensating balance arrangements are sufficiently material to require disclosure in footnotes when the aggregate of written and oral agreement balances amount to 15 percent or more of liquid assets (current cash balances, restricted and unrestricted plus marketable securities).

6. When a carrier is not in compliance with a compensating balance requirement, that fact should be disclosed along with stated and possible sanctions whenever such possible sanctions may be immediate (not vague or unpredictable) and material.

- | | |
|--|-----------------|
| 1) Compensating Balances in Current Assets | <u>\$ 6,000</u> |
| 2) Short Term lines of credit convertible by
borrower to long term debt - | |
| a) Unused | <u>\$25,000</u> |
| 3) Maximum Amount that was used during
the year. | <u>None</u> |
| 4) No time deposits or certificates of deposit
not included elsewhere. | |
| 5) Compensating balances are not legally
restricted. | |

510. DEBTHOLDINGS

Give particulars of the various issues of securities of the respondent and disclose the name and address of the creditor, the character (nature) of the debt, nature of the security, if any, the date of origin, the date of maturity, the total amount of the debt, the rate of interest, and the total amount of interest to be paid. Include a copy of any and all restrictive covenants attached to the indebtedness. Where such indebtedness is widely held, such as bonds and debentures, provide the name of the trustee in place of the creditor.

Accounts to be considered in completing this schedule are

- 765, Funded Debt Unmatured
- 766, Equipment Obligations
- 767, Receivers' and Trustees' Securities
- 768, Debt in Default
- 769, Accounts Payable, Affiliated Companies

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

(1) MORTGAGE BONDS:

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

(2) COLLATERAL TRUST BONDS:

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

(3) UNSECURED BONDS (Debentures):

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

(4) EQUIPMENT OBLIGATIONS:

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

(5) MISCELLANEOUS OBLIGATIONS**(6) RECEIVERS' AND TRUSTEE' SECURITIES (Other than equipment obligations).****(7) SHORT-TERM NOTES IN DEFAULT.**

Indicate in the description or by footnote the property pledge for each issue, stating assets covered by first lien and by junior lien.

If an issue is a serial issue, state amount due annually. If amounts are not due regularly, give full particulars.

If an issue is an income bond, the interest rate shown should be the maximum rate specified by the indenture. State in the description or by footnote the amount of interest that is contingent, the percent paid for the current year, and the aggregate percent of contingent interest unpaid at the beginning and end of the year.

If any issue is in default, indicate the date of the first default, payments of interest made during the current year, and total amount of interest in default at beginning and end of the year.

If any issue contains a conversion feature, call feature, or is subject to a sinking fund provision prior to maturity, describe particulars in footnotes.

Dollars in thousands.

510. DEBTHOLDINGS - CONTINUED

Line No.	DESCRIPTION OF OBLIGATION (a)	NAME AND ADDRESS OF CREDITOR OR TRUSTEE (b)	ORIGINAL AMOUNT (c)	PORTION DUE	
				WITHIN ONE YEAR (d)	AFTER ONE YEAR (e)
1	765-Funded Debt Unmatured				
2	(1) Mortgage Bonds				
3	(a) With Fixed Interest				
4					
5	C&NW Ry. Co. First				
6	Mortgage Bonds -	First Natl. Bank of Chgo.			
7	Series B	Chicago, IL	54,000	-	22,030
8	Note (1)				
9					
10	M&StL Ry. Co. First	First Natl. Bank of Chgo.			
11	Mortgage Bonds	Chicago, IL	17,442	500	2,520
12	Note (2)				
13					
14	CGW Ry. Co. First	Morgan Guaranty Trust Co.			
15	Mortgage Bonds	New York, NY			
16	Series A		19,130	-	3,284
17	Note (3)				
18					
19	C&StPM&O Ry. Co. First	Central Hanover			
20	Mortgage Bonds	Bank & Trust			
21	Series A (Note A)	New York, NY	45,636	-	-
22	Note (4) Total (1)(a)		136,208	500	27,834
23					
24	(b) With Contingent Interest				
25					
26	FtDDMS Ry. Co.	Iowa-Des Moines Natl.			
27	Series B Bonds	Bk. & Trust			
28	Note (5)	Des Moines, IA	2,223	-	-
29	Total (1)(b)		2,223	-	-
30					
31	Total (1)		138,431	500	27,834
32					
33	Notes: 1. First lien on substantially all of the Company's real and tangible personal				
34	property (except as otherwise described below and in some of these cases it				
35	constitutes a junior lien) and stock of North Western Leasing Company.				
36					
37	2. First lien on substantially all of the real and tangible personal property				
38	of what was formerly the Minneapolis and St. Louis Railway Company and on				
39	subsequent additions thereto.				
40					
41	3. First lien on substantially all of the real and tangible personal property				
42	of what was formerly Chicago Great Western Railway Co. and on subsequent				
43	additions thereto.				
44					
45					
46					
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510. DEBTHOLDINGS - CONTINUED

Line No.	DESCRIPTION OF OBLIGATION (a)	NAME AND ADDRESS OF CREDITOR OR TRUSTEE (b)	ORIGINAL AMOUNT (c)	PORTION DUE	
				WITHIN ONE YEAR (d)	AFTER ONE YEAR (e)
1	(3) Misc. Obligations:				
2	(a) With Fixed Interest:				
3					
4	Matl. Distr. Center	Prud. Ins. Co. of America			
5		Newark, NJ	1,000	30	772
6	Cal.Ave. Coach Serv.Ctr.	Larwin Real. & Mtg. Tr.			
7		Beverly Hills, CA	2,800	125	1,787
8					
9	Rehabilitation of	Federal Financing Bank			
10	Rolling Stock &	Washington, DC	17,030	1,455	11,992
11	Work Equipment				
12	" " " "	" " "	20,744	1,641	15,570
13					
14	" " " "	" " "	20,590	1,324	20,240
15					
16	Reusable Material from				
17	Track Rehabilitation				
18	Program	" " "	6,192	1,548	4,644
19					
20	Unsecured Loan	First Natl. Bk. of Chgo.	5,000	-	5,000
21		Chicago, IL			
22					
23	(b) With Floating				
24	Interest				
25	Unsecured Loan	Credit Lyonnais	6,000	857	4,286
26		Chicago, IL			
27					
28					
29					
30	Unsecured Loan	Bank America National	8,000	-	8,000
31		Trust and Savings			
32					
33					
34	Unsecured Loan	Credit Lyonnais	4,000	800	3,200
35		Chicago, IL			
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510. DEBTHOLDINGS - CONTINUED

DATE OF ISSUE (f)	DATE OF MATURITY (g)	INTEREST			AT YEAR END		L i n e N o.
		RATE (h)	ACCRUED DURING YEAR (i)	PAID DURING YEAR (j)	UNAMORTIZED DEBT DISCOUNT 770.1 (k)	UNAMORTIZED PREMIUM 770.2 (l)	
							1
							2
							3
							4
08/13/71	09/01/96	9.5	78	78			5
							6
02/01/72	03/01/87	9.5	188	204			7
							8
							9
04/18/78	03/01/89	9.142	1,254	1,348			10
							11
02/27/79	11/01/90	10.263	1,851	1,877			12
		9.111					13
05/27/80	05/01/92	to 14.974	2,560	2,533			14
							15
							16
							17
02/23/79	05/01/86	11.789	727	674			18
							19
09/24/81	09/25/85	16.5	825	825			20
							21
							22
							23
							24
09/25/81	09/10/86	Note (M)	945	1,155			25
							26
							27
							28
							29
05/18/82	05/15/92	Note (C)	863	519			30
							31
							32
							33
05/05/82	05/05/87	Note (C)	408	378			34
							35
							36
							37
							38
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510. DEBTHOLDINGS - CONTINUED

Line No.	DESCRIPTION OF OBLIGATION (a)	NAME AND ADDRESS OF CREDITOR OR TRUSTEE (b)	ORIGINAL AMOUNT (c)	PORTION DUE	
				WITHIN ONE YEAR (d)	AFTER ONE YEAR (e)
1	Northwestern Leasing				
2	Co. Obligations:				
3					
4					
5					
6					
7	Note (B)	Amer. Natl. Bk. & Tr.			
8		Chicago, IL	244	25	6
9					
10	Superior Grain Elev.	Northwestern Mutual			
11		Life Insurance			
12		Minneapolis, MN	6,000	253	2,862
13					
14	Note (B)	Contl. Ill. Natl. Bk.			
15		Chicago, IL	1,500	150	29
16					
17	Proviso Piggyback Plaza	First Federal Savings &			
18		Loan of Wilmette			
19		Wilmette, IL	1,500	40	1,317
20					
21	Butler Dormitory	B. B. Cohen & Co.			
22		Chicago, IL	635	27	536
23					
24	Wisconsin Town Lot	Robert H. Thompson, et.al			
25	Real Estate	Sherman Oaks, CA	532	-	-
26					
27					
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49					
50	TOTAL 765		240,198	8,775	108,075

510. DEBTHOLDINGS - CONTINUED

DATE OF ISSUE	DATE OF MATURITY	INTEREST			AT YEAR END		L i n e N o.
		RATE	ACCRUED DURING YEAR	PAID DURING YEAR	UNAMORTIZED DEBT DISCOUNT 770.1 (k)	UNAMORTIZED PREMIUM 770.2 (l)	
(f)	(g)	(h)	(i)	(j)			
							1
							2
							3
							4
							5
							6
							7
12/30/68	01/15/84	6.75	3	3			8
							9
							10
							11
12/15/64	01/01/92	5.4	176	176			12
							13
							14
03/10/75	03/15/84	Note (C)	61	64			15
							16
							17
							18
05/08/78	05/01/93	9.625	132	133			19
							20
							21
05/14/79	06/01/94	10.51	60	60			22
							23
							24
12/24/80	01/15/82	10.0	-	-			25
							26
							27
							28
							29
							30
							31
							32
							33
							34
							35
							36
							37
							38
							39
							40
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							48
							49
			11,190	11,151			50

510. DEBTHOLDINGS - CONTINUED

Line No.	DESCRIPTION OF OBLIGATION (a)	NAME AND ADDRESS OF CREDITOR OR TRUSTEE (b)	ORIGINAL AMOUNT (c)	PORTION DUE	
				WITHIN ONE YEAR (d)	AFTER ONE YEAR (e)
1	766 Equipment Obligations:				
2	(4) Eqpt. Obligations				
3	(a) Eqpt. Securities	(Corp.) (Note B)			
4					
5	Trust - 1973	Contl. Ill. Natl. Bk.			
6		Chicago, IL	4,800	320	1,600
7					
8	Trust - 1974	First Natl. Bk. of Chgo.			
9		Chicago, IL	7,200	480	2,880
10					
11	Trust - 1st of 1975	" " " "	7,200	480	2,880
12					
13	Trust - 2nd of 1975	" " " "	7,725	515	3,605
14					
15	Trust - 3rd of 1975	" " " "	4,950	330	2,310
16					
17	Trust - 1st of 1976	" " " "	6,000	400	2,800
18					
19	Trust - 2nd of 1976	" " " "	7,500	500	4,000
20					
21	Trust - 1977	" " " "	4,500	300	2,700
22					
23					
24	Northwestern Leasing Co.				
25	Eqpt. Obligation				
26					
27	Trust - 1981	Aetna Casualty	12,730	1,273	11,457
28		Hartford, CT			
29					
30					
31					
32					
33					
34					
35					
36					
37	TOTAL EQUIPMENT SECURITIES		62,605	4,598	34,232
38					
39					
40					
41					
42					
43					
44					
45					
46					
47					
48					
49					
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510. DEBTHOLDINGS - CONTINUED

DATE OF ISSUE (f)	DATE OF MATURITY (g)	INTEREST			AT YEAR END		L i n e N o.
		RATE (h)	ACCRUED DURING YEAR (i)	PAID DURING YEAR (j)	UNAMORTIZED DEBT DISCOUNT 770.1 (k)	UNAMORTIZED PREMIUM 770.2 (l)	
							1
							2
							3
							4
							5
09/15/73	09/15/88	8.75	188	196			6
							7
							8
09/15/74	09/15/89	10.5	389	403			9
							10
09/15/74	09/15/89	9.5	351	365	5		11
							12
03/15/75	03/15/90	9.0	380	394	3		13
							14
09/15/75	09/15/90	10.25	295	304	13		15
							16
09/15/75	09/15/90	10.0	348	360	14		17
							18
03/15/76	03/15/91	9.25	426	439	5		19
							20
05/01/77	05/01/92	8.25	256	260		16	21
							22
							23
							24
							25
							26
07/15/81	02/01/92	15.5	1,977	1,352			27
							28
							29
							30
							31
							32
							33
							34
							35
							36
			4,610	4,073	(40)	16	37
							38
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510. DEBTHOLDINGS - CONTINUED

Line No.	DESCRIPTION OF OBLIGATION (a)	NAME AND ADDRESS OF CREDITOR OR TRUSTEE (b)	ORIGINAL AMOUNT (c)	PORTION DUE	
				WITHIN ONE YEAR (d)	AFTER ONE YEAR (e)
1	(c) Conditional or				
2	Deferred Payment				
3	Contracts -				
4					
5					
6	Note (B)	Ill. State Bk. of Chicago			
7		Chicago, IL	6,200	413	1,240
8					
9	"	Contl. Ill. Natl. Bk.			
10		Chicago, IL	6,505	433	692
11					
12	"	" " " "	7,630	508	2,035
13	"	" " " "	6,270	-	-
14					
15	"	First Natl. Bk. of Chgo.			
16		Chicago, IL	3,845	256	1,282
17					
18	"	" " " "	2,580	189	1,161
19					
20	"	" " " "	4,048	203	1,012
21					
22	"	Northern Trust Co.			
23		Chicago, IL	17,934	897	4,513
24					
25	"	First Natl. Bk. of Chgo.			
26		Chicago, IL	2,565	151	455
27					
28	"	Contl. Ill. Natl. Bk.			
29		Chicago, IL	1,205	-	-
30	"	" " " "	1,164	-	-
31	"	" " " "	592	-	-
32	"	" " " "	480	-	-
33	"	" " " "	3,891	292	-
34					
35					
36					
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510. DEBTHOLDINGS - CONTINUED

DATE OF ISSUE (f)	DATE OF MATURITY (g)	INTEREST			AT YEAR END		L i n e N o.
		RATE (h)	ACCRUED DURING YEAR (i)	PAID DURING YEAR (j)	UNAMORTIZED DEBT DISCOUNT 770.1 (k)	UNAMORTIZED PREMIUM 770.2 (l)	
							1
							2
							3
							4
							5
							6
07/01/66	07/01/86	5.875	109	121			7
							8
							9
07/15/66	09/01/85	6.25	88	97			10
							11
12/15/66	01/01/87	6.75	172	189			12
12/16/66	01/01/82	6.75	1	14			13
							14
							15
01/01/68	01/15/88	7.25	112	121			16
							17
03/01/68	06/15/88	7.0	100	107			18
							19
11/15/68	12/16/88	7.5	106	106			20
							21
							22
08/01/69	09/01/89	8.875	533	560			23
							24
							25
10/14/69	11/20/89	9.75	72	74			26
							27
							28
06/30/71	03/31/82	Note (C)	1	1			29
07/15/71	03/31/82	Note (C)	1	1			30
08/23/71	03/31/82	Note (C)	1	1			31
09/24/71	03/31/82	Note (C)	-	-			32
06/04/73	08/01/83	Note (E)	81	97			33
							34
							35
							36
							37
							38
							39
							40
							41
							42
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							46
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510. DEBTHOLDINGS - CONTINUED

Line No.	DESCRIPTION OF OBLIGATION (a)	NAME AND ADDRESS OF CREDITOR OR TRUSTEE (b)	ORIGINAL AMOUNT (c)	PORTION DUE	
				WITHIN ONE YEAR (d)	AFTER ONE YEAR (e)
1	Note (B)	Contl. Ill. Natl. Bk.			
2		Chicago, IL	6,145	445	2,240
3	"	" " " "	10,340	750	4,123
4					
5	"	First Natl. Bk. of Chgo.			
6		Chicago, IL	5,813	458	2,288
7					
8	"	Merc.Tr. & Safe Deposit Co.			
9		Baltimore, MD	11,117	741	4,076
10					
11	"	Contl. Ill. Natl. Bank			
12		Chicago, IL	1,565	124	-
13	"	" " " "	1,416	-	-
14	"	" " " "	673	-	-
15	"	" " " "	1,820	-	-
16	"	" " " "	493	-	-
17					
18	"	First Natl. City Bk. of NY			
19		New York, NY	677	34	102
20					
21	"	Contl. Ill. Natl. Bk.			
22		Chicago, IL	532	-	-
23	"	" " " "	572	-	-
24	"	" " " "	1,170	117	327
25	"	" " " "	6,656	832	3,328
26	"	" " " "	717	90	448
27					
28	"	C. C. Leasing Corp.			
29		Baltimore, MD	6,172	529	3,131
30					
31	"	First Natl. Bk. of Chgo.			
32		Chicago, IL	12,000	1,200	4,500
33					
34	"	Bank of America Natl.			
35		Trust & Savings Assoc.			
36		San Francisco, CA	10,000	-	10,000
37					
38	"	Iowa-Des Moines Natl. Bk.			
39		Des Moines, IA	600	75	225
40					
41	"	Seaway Natl. Bank			
42		Chicago, IL	1,000	100	700
43					
44					
45					
46					
47					
48					
49					
50					

510. DEBTHOLDINGS - CONTINUED

DATE OF ISSUE (f)	DATE OF MATURITY (g)	INTEREST			AT YEAR END		L i n e N o.
		RATE (h)	ACCRUED DURING YEAR (i)	PAID DURING YEAR (j)	UNAMORTIZED DEBT DISCOUNT 770.1 (k)	UNAMORTIZED PREMIUM 770.2 (l)	
							1
07/01/73	03/15/89	Note (C)	470	478			2
07/01/73	12/15/89	Note (C)	819	831			3
							4
							5
01/01/74	12/15/88	Note (C)	474	480			6
							7
							8
02/01/74	06/01/89	9.0	478	484			9
							10
							11
06/14/74	12/15/83	Note (E)	41	43			12
06/25/74	03/15/82	Note (C)	1	2			13
07/25/74	03/15/82	Note (C)	1	1			14
09/20/74	03/15/82	Note (C)	2	2			15
12/20/74	03/15/82	Note (C)	1	1			16
							17
							18
04/15/74	01/01/85	Note (F)	35	50			19
							20
							21
05/20/75	03/15/82	Note (C)	1	1			22
09/02/75	03/15/82	Note (C)	7	9			23
12/24/75	12/15/86	Note (C)	80	81			24
02/23/79	11/15/87	Note (C)	715	766			25
12/16/80	11/15/88	Note (C)	91	97			26
							27
							28
04/01/76	07/01/88	Note (G)	685	707			29
							30
							31
12/22/76	09/12/87	Note (C)	988	1,004			32
							33
							34
							35
10/13/81	12/07/91	Note (D)	1,547	1,550			36
							37
							38
04/01/80	01/01/86	Note (I)	59	80			39
							40
							41
12/15/80	12/15/90	Note (J)	155	157			42
							43
							44
							45
							46
							47
							48
							49
							50

510. DEBTHOLDINGS - CONTINUED

Line No.	DESCRIPTION OF OBLIGATION (a)	NAME AND ADDRESS OF CREDITOR OR TRUSTEE (b)	ORIGINAL AMOUNT (c)	PORTION DUE	
				WITHIN ONE YEAR (d)	AFTER ONE YEAR (e)
1	Note (B)	Contl. Ill. Natl. Bank			
2		Chicago, IL	11,566	1,157	76
3	"	" " " "	3,415	248	823
4	"	" " " "	9,510	951	716
5	"	" " " "	2,200	-	-
6	"	" " " "	3,048	414	-
7	"	" " " "	8,268	827	2,336
8	"	" " " "	1,364	173	-
9	"	" " " "	2,368	338	334
10	"	" " " "	8,862	886	3,454
11	"	" " " "	1,082	154	152
12	"	" " " "	2,056	293	588
13	"	" " " "	10,618	1,062	6,268
14	"	" " " "	1,928	275	826
15	"	" " " "	3,349	479	1,914
16	"	" " " "	4,918	703	3,513
17	"	First Natl. Bk. of Chgo.			
18		Chicago, IL	7,511	564	6,947
19					
20	"	Chemical Bank			
21		Chicago, IL	1,504	-	1,504
22	"	" "	3,496	-	3,496
23					
24	"	Contl. Ill. Natl. Bk.			
25		Chicago, IL	3,196	319	2,877
26	"	" " " "	1,804	257	1,547
27					
28	"	Citibank N.A.	13,500	1,500	12,000
29		New York, NY			
30					
31					
32	"	Northwestern Natl. Bk. Mpls.			
33		Minneapolis, MN	3,000	429	2,571
34					
35	"	IBM - Chicago, IL	585	155	405
36	"	" " "	555	157	398
37	"	" " "	142	40	102
38					
39					
40					
41					
42	TOTAL CHICAGO AND NORTH WESTERN TRANSPORTATION				
43	CONDITIONAL SALES		254,232	20,218	100,725
44					
45					
46					
47					
48					
49					
50					

510. DEBTHOLDINGS - CONTINUED

DATE OF ISSUE	DATE OF MATURITY	INTEREST			AT YEAR END		L i n e N o.
		RATE	ACCRUED DURING YEAR	PAID DURING YEAR	UNAMORTIZED DEBT DISCOUNT 770.1 (k)	UNAMORTIZED PREMIUM 770.2 (l)	
(f)	(g)	(h)	(i)	(j)			
							1
06/14/74	03/15/84	Note (C)	301	311			2
07/01/73	06/15/87	Note (C)	227	233			3
02/10/75	12/15/84	Note (C)	424	442			4
06/23/75	12/15/82	Note (C)	21	23			5
12/24/75	12/15/83	Note (C)	105	108			6
01/27/76	12/15/86	Note (C)	567	578			7
06/22/76	12/15/83	Note (C)	45	47			8
03/30/77	12/15/84	Note (C)	135	138			9
06/30/77	12/15/87	Note (C)	752	765			10
11/30/77	12/15/84	Note (C)	61	63			11
03/20/78	12/15/85	Note (C)	163	166			12
02/23/79	11/15/89	Note (C)	1,230	1,312			13
10/22/79	11/15/86	Note (C)	194	208			14
02/15/80	11/15/87	Note (C)	411	440			15
09/21/81	11/15/88	Note (L)	721	722			16
							17
03/10/82	12/15/93	Note (C)	854	750			18
							19
							20
03/15/82	02/15/92	Note (C)	177	176			21
03/15/82	02/15/89	Note (C)	58	54			22
							23
							24
03/19/82	12/15/92	Note (C)	375	361			25
06/22/82	12/15/89	Note (C)	104	96			26
							27
03/01/82	12/31/89	Note (C)	1,577	1,577			28
							29
							30
							31
							32
06/24/82	07/15/87	Note (C)	254	29			33
							34
11/01/82	11/01/85	15.75	15	15			35
12/01/82	12/01/85	15.75	7	-			36
12/01/82	12/01/85	15.75	2	-			37
							38
							39
							40
							41
							42
			16,807	16,927			43
							44
							45
							46
							47
							48
							49
							50

510. DEBTHOLDINGS - CONTINUED

Line No.	DESCRIPTION OF OBLIGATION (a)	NAME AND ADDRESS OF CREDITOR OR TRUSTEE (b)	ORIGINAL AMOUNT (c)	PORTION DUE	
				WITHIN ONE YEAR (d)	AFTER ONE YEAR (e)
1	Leases Capitalized Under				
2	FAS 13:				
3	Escanaba Ore Dock	City of Escanaba			
4		Escanaba, MI	16,000	-	9,770
5	Note (B)	CI General Equipment			
6		Chicago, IL	884	128	212
7	"	Contl. Ill. Natl. Bk.			
8		Chicago, IL	1,696	246	411
9	"	Amer. Natl. Bank			
10		Chicago, IL	1,603	122	1,014
11	"	"	1,070	81	676
12	"	Contl. Ill. Natl. Bk.			
13		Chicago, IL	557	83	138
14	"	"	1,362	133	717
15	"	Bankers Trust Co.			
16		New York, NY	5,926	695	757
17	"	First Chicago Leasing			
18		Chicago, IL	1,130	158	-
19	"	Borg Warner Equities Corp.			
20		Chicago, IL	3,620	108	2,834
21	"	" " "	1,962	242	488
22	"	Pepsico Leasing Corp.			
23		Lexington, MA	1,868	222	517
24	"	" " "	547	63	187
25	"	Contl. Ill. Leasing Corp.			
26		Chicago, IL	790	93	275
27	"	Intl. Paper Credit			
28		New York, NY	207	32	27
29	"	" " "	54	8	9
30	"	Borg Warner Credit Corp.			
31		Chicago, IL	328	45	91
32	"	Chandler Leasing			
33		Chicago, IL	329	49	69
34	"	Availco Equity Corp.			
35		Boca Raton, FL	2,214	302	726
36	"	Contl. Ill. Leasing Corp.			
37		Chicago, IL	1,273	89	876
38	"	" " "	3,910	501	1,794
39	"	Great Amer. Life Ins. Co.			
40		Los Angeles, CA	597	42	421
41	"	Contl. Ill. Leasing Co.			
42		Chicago, IL	478	33	346
43	"	" " "	97	7	79
44	"	Contl. Ill. Natl. Bk.			
45		Chicago, IL	8,238	173	2,237
46	"	" " "	9,559	324	2,725
47					
48					
49					
50					

510. DEBTHOLDINGS - CONTINUED

DATE OF ISSUE (f)	DATE OF MATURITY (g)	INTEREST			AT YEAR END		L i n e N o.
		RATE (h)	ACCRUED DURING YEAR (i)	PAID DURING YEAR (j)	UNAMORTIZED DEBT DISCOUNT 770.1 (k)	UNAMORTIZED PREMIUM 770.2 (l)	
							1
							2
							3
03/01/68	10/01/96	5.0-6.5	656	638			4
							5
05/23/77	05/23/85	8.5	34	35			6
							7
06/30/77	06/30/85	8.5	68	68			8
							9
02/01/77	10/01/89	9.25	110	113			10
01/01/77	10/01/89	9.25	72	75			11
							12
08/31/77	06/30/85	8.5	23	23			13
12/28/77	02/10/88	9.0	82	83			14
							15
03/01/72	11/01/84	8.75	160	169			16
							17
03/15/74	12/15/83	8.125	20	20			18
							19
07/15/75	01/15/2000	10.75	318	324			20
12/01/75	09/01/85	10.25	88	90			21
							22
01/01/76	10/01/85	10.25	84	89			23
07/01/76	04/01/86	10.25	28	29			24
							25
07/15/76	06/15/86	10.0	41	42			26
							27
12/20/76	09/20/84	9.5	7	7			28
01/15/77	10/15/84	9.5	2	2			29
							30
09/01/77	09/01/85	10.25	13	13			31
							32
04/01/77	01/01/85	10.25	14	15			33
							34
08/01/78	01/01/86	9.25	107	109			35
							36
10/12/78	01/12/91	9.0	90	92			37
10/12/78	01/12/87	9.0	236	245			38
							39
08/01/78	09/15/90	9.0	43	44			40
							41
12/29/78	01/12/91	9.0	35	36			42
12/29/78	07/12/91	9.0	8	8			43
							44
06/30/67	10/03/97	6.75	185	198			45
08/01/67	03/13/98	6.75	230	247			46
							47
							48
							49
							50

510. DEBTHOLDINGS - CONTINUED

Line No.	DESCRIPTION OF OBLIGATION (a)	NAME AND ADDRESS OF CREDITOR OR TRUSTEE (b)	ORIGINAL AMOUNT (c)	PORTION DUE	
				WITHIN ONE YEAR (d)	AFTER ONE YEAR (e)
1	Note (B)	Contl. Ill. Leasing Corp.			
2	"	Chicago, IL	654	41	504
3	"	" " " "	4,028	362	2,580
4	"	" " " "	936	83	630
5					
6	"	First Maryland Lease Corp.			
7	"	Baltimore, MD	3,591	425	2,037
8	"	" " " "	787	66	546
9	"	" " " "	376	45	232
10	"	" " " "	344	29	253
11					
12					
13	"	Borg Warner Leasing Corp.			
14	"	Chicago, IL	5,135	505	4,022
15					
16	"	ITT Industrial Credit Co.			
17	"	St. Paul, MN	4,358	249	3,799
18					
19	"	Connecticut Bank & Trust			
20	"	Hartford, CT	4,806	403	4,113
21					
22	"	C.I.T. Corp.			
23	"	Chicago, IL	61	14	30
24					
25	"	MDFC Equip. Leasing Corp.			
26	"	Long Beach, CA	1,714	77	1,637
27					
28	"	Neuberge & Berman Mgmt.			
29	"	New York, NY	762	42	720
30					
31	"	Corporate Capitol Grp.Inc.			
32	"	Chicago, IL	1,523	84	1,439
33					
34					
35					
36					
37					
38					
39					
40	TOTAL LEASES CAPITALIZED UNDER FAS 13:		95,374	6,404	49,938
41					
42					
43	TOTAL CHICAGO AND NORTH WESTERN TRANSPORTATION				
44	CONDITIONAL SALES AND LEASES		349,606	26,622	150,663
45					
46					
47					
48					
49					
50					

510. DEBTHOLDINGS - CONTINUED

DATE OF ISSUE (f)	DATE OF MATURITY (g)	INTEREST			AT YEAR END		L i n e N o.
		RATE (h)	ACCRUED DURING YEAR (i)	PAID DURING YEAR (j)	UNAMORTIZED DEBT DISCOUNT 770.1 (k)	UNAMORTIZED PREMIUM 770.2 (l)	
							1
03/01/78	07/12/91	10.0	61	62			2
03/01/78	04/12/89	9.0	278	285			3
03/01/78	07/12/89	10.0	80	82			4
							5
							6
02/22/79	09/30/87	10.25	277	277			7
02/22/79	09/30/89	10.25	67	67			8
12/31/79	12/30/87	10.25	31	31			9
12/31/79	12/30/89	10.25	30	30			10
							11
							12
03/01/80	02/02/89	13.0	620	626			13
							14
							15
04/30/81	06/30/91	16.0	674	674			16
							17
							18
07/31/81	11/15/89	14.875	706	711			19
							20
							21
08/14/81	08/27/85	16.0	8	8			22
							23
							24
07/12/82	11/01/92	16.0	59	13			25
							26
							27
09/01/82	01/01/91	13.5	17	-			28
							29
							30
12/22/72	01/01/91	13.5	13	-			31
							32
							33
							34
							35
							36
							37
							38
			5,675	5,680			39
							40
							41
							42
			22,482	22,607			43
							44
							45
							46
							47
							48
							49
							50

510. DEBTHOLDINGS - CONTINUED

Line No.	DESCRIPTION OF OBLIGATION (a)	NAME AND ADDRESS OF CREDITOR OR TRUSTEE (b)	ORIGINAL AMOUNT (c)	PORTION DUE	
				WITHIN ONE YEAR (d)	AFTER ONE YEAR (e)
1	North Western Leasing Company Agreements:				
2	Obligations Capitalized Under FAS 13:				
3					
4	Note (B)	Mercantile Safe			
5		Deposit & Trust			
6		Baltimore, MD	4,686	598	664
7					
8	"	Marble Assoc.			
9		Chicago, IL	502	53	327
10					
11	Conditional Payments:				
12	Note (B)	First Natl. City Bank			
13		New York, NY	9,323	-	-
14					
15	Hawker-Siddeley Aircraft				
16		Contl. Ill. Natl. Bank			
17		Chicago, IL	800	-	-
18	Note (B)	" " " "	1,777	222	1,110
19	"	" " " "	2,610	364	-
20	"	" " " "	3,200	400	2,000
21	"	" " " "	2,106	101	2,207
22	"	" " " "	1,253	125	1,003
23					
24					
25					
26	"				
27	Promissory Note		260	-	260
28	Security Agreement		4,489	421	4,068
29	"		1,674	-	1,674
30	TOTAL NORTH WESTERN LEASING CO.		32,680	2,284	13,313
31					
32	North Western Locomotive Co.				
33	Note (B)	Cont. Ill. Natl. Bk.			
34		Chicago, IL	11,829	1,479	8,871
35					
36	NW Railquip Agreement				
37	Note (B)	Northern Trust Co.			
38		Chicago, IL	18,898	945	5,667
39					
40	TOTAL CONDITIONAL SALES AND LEASES		413,013	31,330	178,514
41					
42					
43	TOTAL 766 EQUIPMENT OBLIGATIONS		475,618	35,928	212,746
44					
45					
46					
47					
48					
49					
50	GRAND TOTAL		715,816	44,703	320,821

510. DEBTHOLDINGS - CONTINUED

DATE OF ISSUE (f)	DATE OF MATURITY (g)	INTEREST			AT YEAR END		L i n e N o.
		RATE (h)	ACCRUED DURING YEAR (i)	PAID DURING YEAR (j)	UNAMORTIZED DEBT DISCOUNT 770.1 (k)	UNAMORTIZED PREMIUM 770.2 (l)	
							1
							2
							3
							4
							5
03/30/70	12/30/84	10.5	168	168			6
							7
							8
09/12/80	12/12/88	13.5	54	55			9
							10
							11
							12
04/15/74	04/01/82	Note (F)	131	325			13
							14
							15
							16
04/25/79	05/10/82	Note (C)	34	47			17
12/20/79	11/15/88	Note (C)	225	241			18
08/15/80	05/15/83	Note (K)	87	96			19
08/15/80	11/15/88	Note (C)	406	433			20
12/30/80	01/01/94	12.5	294	295			21
11/03/81	11/15/91	Note (L)	191	196			22
							23
							24
							25
							26
10/12/82	12/01/92	Note (C)					27
12/22/82	02/15/91	Note (C)	14	-			28
12/10/82	12/01/92	Note (C)	6	-			29
			1,610	1,856			30
							31
							32
							33
03/30/81	11/15/89	Note (L)	1,784	1,876			34
							35
							36
							37
03/01/69	03/01/89	8.75	592	620			38
							39
			26,468	26,959	-	-	40
							41
							42
			31,078	31,032	(40)	16	43
							44
							45
							46
							47
							48
							49
			42,268	42,298	(40)	16	50

BLANK

RC-130900

CHICAGO & NORTHWESTERN

1982

3/6

NOTES TO SCHEDULE 510 - DEBTHOLDINGS

- Note (A) Transportation Company agreed to purchase these bonds over a 20-year period in equal annual installments of principal and interest amounting to \$1,528 as specified in greater detail in FD No. 26372. However, the Company elected to accelerate the reacquisition of these bonds and purchased \$10,860 par value in 1981, and the outstanding balance of \$1,831 during 1982.
- Note (B) These obligations cover various locomotives, freight cars and other transportation equipment, and maintenance equipment.
- Note (C) Interest rate floats with current Prime, LIBOR, OIBO, Euro-dollar or Certificate of Deposit rate, or combinations of these, plus margins, or a specified bank rate, and is generally subject to change at each payment date.
- Note (D) Interest rate is 15.5% through 12/6/84; the lower of the Offshore Interbank Market (OIBO) rate plus 1%, the prime interest rate plus .5% or the fixed rate through 12/7/88; and, the lower of the OIBO rate plus 1.125%, the prime interest rate plus .625% or the fixed rate thereafter.
- Note (E) Interest rate is 110% of the prime interest rate.
- Note (F) Interest rate is 122% of the prime interest rate.
- Note (G) Interest rate is 2.4% over the prime interest rate.
- Note (I) Interest rate is .625% over the prime interest rate.
- Note (J) Interest rate is .625% over 113% of the prime interest rate.
- Note (K) Interest rate is .25% over 113% of the prime interest rate.
- Note (L) Interest rate is .5% over the prime interest rate.
- Note (M) Interest rate is .625% over the London Interbank Euro-currency Market (LIBOR) prime rate through 9/10/83, .75% over the LIBOR prime rate through 9/10/85 and .875% over the LIBOR prime rate through 9/10/86.

NOTES TO SCHEDULE 510 - DEBTHOLDINGS (CONTINUED)

RESTRICTIVE COVENANTS

The following mortgage restrictive covenants were filed with the 1977 Corporate Disclosure Report and are incorporated herein by reference:

<u>Company</u>	<u>Description</u>	<u>Article</u>	<u>Pages</u>
C&NW	Mortgage	V	99-115
		VI	116-125
		IX	163-165 & 169
C&NW	Third Supplemental Indenture		1-9
C&NW	Assumption Agreement & Seventh Supplemental Indenture		1-7
M&StL	Mortgage	IV	39-47
		VIII	65-66 & 71
	First Supplemental Indenture (10-1-60)		1-3
			6-11
	Second Supplemental Indenture (6-1-72)		1-5
CGW	First Mortgage	V	72-91
		XIII	160-161 & 166
	Supplement Assumption Agreement and Supplemental Indenture (7-1-68)		1-6
	Assumption Agreement and Supplement Indenture (6-1-72)		1-9

NOTES TO SCHEDULE 510 - DEBTHOLDINGS (CONTINUED)

The following restrictive covenants were filed with the 1978 Corporate Disclosure Report and are incorporated herein by reference:

<u>Company</u>	<u>Description</u>	<u>Article</u>	<u>Pages</u>
C&NW	Mortgage and Security Agreement - Federal Railroad Administration	II V	23-25 28-32
	Financing Agreement related to Mortgage and Security Agreement - Federal Railroad Administration	VIII	33-38

The following restrictive covenants were filed with the 1979 Corporate Disclosure Report and are incorporated herein by reference:

<u>Company</u>	<u>Description</u>	<u>Article</u>	<u>Pages</u>
C&NW	Financing Agreement related to Mortgage and Security Agreement - Federal Railroad Administration	IX	32C-38
	Financing Agreement related to Mortgage and Security Agreement - Federal Railroad Administration	VIII	31C-37
	The Mortgage and Security Agreement submitted with the 1978 Corporate Disclosure Report covers the above Federal Railroad Administration Agreements.		

NOTES TO SCHEDULE 510 - DEBTHOLDINGS (CONTINUED)

The following restrictive covenants were filed with the 1980 Corporate Disclosure Report and are incorporated herein by reference:

<u>Company</u>	<u>Description</u>	<u>Article</u>	<u>Pages</u>
C&NW	Financing Agreement related to Mortgage and Security Agreement - Federal Railroad Administration	VIII	35-42

The following restrictive covenants were filed with the 1981 Corporate Disclosure Report and are incorporated herein by reference:

<u>Company</u>	<u>Description</u>	<u>Article</u>	<u>Pages</u>
C&NW	Term Loan Agreement - First National Bank of Chicago	III	4.

The following new restrictive covenants are attached: None

B L A N K

510. DEBTHOLDINGS—Continued
(Notes and Other Disclosures)

Line No.	a. Nature of Security or Collateral, if any
1.	
2.	See Note B and Column A of Schedule 510
3.	
4.	
5.	
6.	
7.	
8.	
9.	
10.	
11.	
12.	
13.	
14.	
15.	
16.	
17.	

b. With respect to each holder of more than five percent of each issue reported, provide the name, address, and type of holder—bank, broker, holding company, individual or other specified category.

Line No.	Name and address of holder	Type of holder
1.		
2.	Reflected on Page 70 of Schedule 510, and as follows:	
3.		
4.	<u>C&NW Ry. Co. First Mortgage Bonds</u>	Other
5.	1. <u>Mutual Benefit Life Ins. Co.</u>	
6.	520 Broad St.	
7.	c/o Amzi & Co.	
8.	P.O. Box 15013	
9.	Newark, NJ 07101	
10.	2. <u>Cede & Co.</u>	Other
11.	c/o Depository Trust Co.	
12.	Box 863, Bowling Green Station	
13.	New York, NY 10274	
14.	3. <u>Salisbury & Company</u>	Other
15.	P.O. Box 4182	
16.	Boston, MA 02107	
17.		
18.	(Continued on Page 72A)	

c. Other Notes and Comments

NOTES TO SCHEDULE 510 - PART B (CONTINUED)

<u>NAME AND ADDRESS OF HOLDER</u>	<u>TYPE OF HOLDER</u>
<u>C&NW Ry.Co. First Mortgage Bonds (Cont'd)</u>	
4. The Union Central Life Insurance Co. P.O. Box 179 Cincinnati, OH 45201	Other
<u>CGW Ry. Co. First Mortgage Bonds</u>	
1. Cede & Co. c/o Depository Trust Co. Box 7547 Church Street Station New York, NY 10249	Other
2. Endow & Co. c/o First National State Bank of New Jersey Department of Estates & Trusts Box 616 Newark, NJ 07101	Other
<u>M.& St.L. Ry. Co. First Mortgage Bonds</u>	
1. Cede & Co. c/o Depository Trust Co. Box 863, Bowling Green Station New York, NY 10274	Other
<u>Trust - 1973</u>	
1. Beneficial Life Insurance Company Beneficial Life Tower 36 S. State Street, 25th Floor Box 2654 Salt Lake City, UT 84136	Other
2. The Lutheran Church Missouri Synod 500 N. Broadway St. Louis, MO 63102	Other
3. Kidder Peabody & Company Incorporated 10 Hanover Square New York, NY 10005	Other
4. Commercial National Bank of Chicago 4806 N. Western Avenue Chicago, IL 60625	Bank
5. First State Bank of East Detroit 22556 Gratiot East Detroit, MI 48021	Bank

NOTES TO SCHEDULE 510 - PART B (CONTINUED)

<u>NAME AND ADDRESS OF HOLDER</u>	<u>TYPE OF HOLDER</u>
<u>Trust - 1973 (Cont'd)</u>	
6. The International Insurance Company c/o Continental Bank International Ins. Co. Takoma Park MD 231 S. LaSalle Street 1980 - 2 Chicago, IL 60693	Other
7. The Protestant Episcopal Church Foundation of the Diocese of Oklahoma Box 1335 Oklahoma City, OK 73101	Other
<u>Trust of 1974</u>	
1. Thomas D. O'Malley State Treasurer of Florida or His Successors in Office c/o Bureau of Collateral Sec. Capitol Building Tallahassee, FL 32304	Other
<u>Trust - 1st of 1975</u>	
1. CTAS & Co. c/o United States Trust Company of New York Box 456 Wall Street Station New York, NY 10005	Other
2. Polly & Co. Box 1068 Wall Street Station New York, NY 10005	Other
3. Stawis & Co. c/o Morgan Guaranty Trust Co. of NY Box 1479 Church Street Station New York, NY 10003	Other
4. Teacher Retirement System of Texas 1001 Trinity Street Austin, TX 78701	Other
<u>Trust - 2nd of 1975</u>	
1. Acacia Mutual Life Insurance Company 51 Louisiana Avenue, N.W. Washington, D.C. 20001	Other
2. Polly & Co. Box 1068 Wall Street Station New York, NY 10005	Other

NOTES TO SCHEDULE 510 - PART B (CONTINUED)

<u>NAME AND ADDRESS OF HOLDER</u>	<u>TYPE OF HOLDER</u>
<u>Trust - 2nd of 1975 (Cont'd)</u>	
3. Jaquith & Co. P.O. Box 2408 Church Street Station New York, NY 10008	Other
<u>Trust - 3rd of 1975</u>	
1. Panabco c/o Park National Bank 50 N. Third Street Newark, OH 43055	Other
<u>Trust - 1st of 1976</u>	
1. Humbart & Co. c/o Wells Fargo Bank Box 2929 San Francisco, CA 94104	Other
<u>Trust - 2nd of 1976</u>	
1. Lifeco c/o Bank by Mail Dept. Frost National Bank Box 1600 San Antonio, TX 78296	Other
2. Acco & Co. American Bank & Trust Co. of Pennsylvania 35 N. 6th St. Reading, PA 19603	Other
3. Gerlach & Co. c/o Citibank, N.A. 20 Exchange Place New York, NY 10043	Other
<u>Trust - 1977</u>	
1. Zam Company c/o Merchants National Bank Trust Company One Merchant Plaza 111E Indianapolis, IN 46255	Other
2. TR International Brotherhood of Boiler Makers Iron Ship Builders Blacksmith Forgers & Helpers Death Benefit Fund 565 New Brotherhood Bldg. Kansas City, KS 66101	Other

NOTES TO SCHEDULE 510 - PART B (CONTINUED)

<u>NAME AND ADDRESS OF HOLDER</u>	<u>TYPE OF HOLDER</u>
<u>Trust - 1977 (Cont'd)</u>	
3. Tybatco c/o Tyler Bank and Trust Co. Box 2009 Tyler, TX 75701	Other
<u>Trust - 1981</u>	
1. Aetna Life Insurance Co. c/o Connecticut Bank & Trust Co. One Constitution Plaza Hartford, CT 06115	Other

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

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

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

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

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

The respondent may be required to furnish as an attachment to Schedule 512 a balance sheet and income statement for each affiliate with which respondent carrier had reportable transactions dur-

ing the year, or, alternatively, attach a "Pro forma" balance sheet and income statement for that portion of entity of each affiliate which furnished the agreed to services, equipment or other reportable transaction. The statements, if required, should be prepared on a calendar year basis in conformity with the prescribed schedules for the balance sheet and income statement in annual report Form R-1, and should be noted (1) to indicate the method used for depreciating equipment or other property furnished the carrier, and (2) whether the affiliate's Federal income tax return for the year was filed on a consolidated basis with the respondent carrier.

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

- (a) If respondent directly controls affiliate insert the word "direct".
- (b) If respondent controls through another company insert the word "indirect".
- (c) If respondent is under common control with affiliate insert the word "common".
- (d) If respondent is controlled directly or indirectly by the company listed in column (a) insert the word "controlled".
- (e) If control is exercised by other means such as a management contract or other arrangement of whatever kind insert the word "other" and footnote to describe such arrangement.

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

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

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

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

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Line No.	Name of company or related party with percent of gross income (a)	Nature of relationship (b)	Description of transactions (c)	Dollar amounts of transactions (d)	Amount due from or to related parties (e)
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25					

The Respondent consists of the Chicago and North Western Transportation Company and all of its consolidated subsidiaries as named herein, as authorized in the Commission's letter dated August 19, 1976, File: ACA/BAH. See Supplemental Schedules for additional information.

Road Initials: CNW

Year 1982

INSTRUCTIONS CONCERNING RETURNS IN SCHEDULE 700

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Switching and terminal companies leave column (c) (Miles of Branch Lines) blank. They should prepare also the following schedule for tracks operated at cost for joint benefit.

TRACKS OPERATED AT COST FOR JOINT BENEFIT (For Switching and Terminal Companies Only)

Line No.	Name of owner(s)	Joint or common title holder(s)	Total mileage operated
1	Not a Switching or Terminal Company.		
2			
3			
4			
5			
6			
7			
8			
9			
10			
11			
12			
13			

700. MILEAGE OPERATED AT CLOSE OF YEAR

Line No.	Class	Proportion owned or leased by respondent	Main (M) or branch (B) line	Running Tracks, Passing Tracks, Cross-Overs, Etc.				Miles of way switching tracks	Miles of yard switching tracks	Total
				Miles of road	Miles of second main track	Miles of all other main tracks	Miles of passing tracks, cross-overs, turnouts			
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)
1	1	CNW	100	M	2,659	694	40	444	201	5,158
2	1J	25	M						4	4
3	1J	33	1/3 M					2	6	8
4	1J	34	M						1	1
5	1J	50	M	5	1		4	8	38	56
6	1J	66	M						1	1
7	1J	66	2/3 M						2	2
8	Total Class									
9	1J Main			5	1		4	10	52	72
10	Total Class									
11	1 & 1J									
12	Main			2,664	695	40	448	211	1,172	5,230
13	1	CNW	100	B	3,756	10	283	293	479	4,821
14	1J	20	B						2	2
15	1J	25	B	1	1				1	3
16	1J	33	1/3 B	5			3	4	1	13
17	1J	50	B	32	1		1	16	32	82
18	1J	65	B				1			1
19	1J	66	B							
20	1J	66	2/3 B						3	3
21	1J	69	B							
22	1J	75	B							
23	1J	87	B					1		1
24	Total Class									
25	1J Branch			38	2		5	21	39	105
26	Total Class									
27	1 & 1J									
28	Branch			3,794	12		288	314	518	4,926
29	Total Class									
30	1 & 1J									
31	Main &									
32	1 & 1J									
33	Branch			6,458	707	40	736	525	1,690	10,156
34	1	MIR	100	B	6		1	4	2	13
35	1	FDDM	100	B	88		9	6	15	118
36	1	DMCI	100	B	7		7		1	15
37	1	RTM	100	B					9	9
38	1	OSH CO	100	B					2	2
39	Grand Total									
40	Class 1 and									
41	1J Main and									
42	1 & 1J Branch			6,559	707	40	753	535	1,719	10,313
43	Total Main Line			XXX						
44	Total Branch Lines			XXX						
45	Grand Total			XXX						
46	Miles of road or track electrified included in preceding grand total			XXX						

(Continued on Page 76A)

700. MILEAGE OPERATED AT CLOSE OF YEAR

Line No.	Class	Proportion owned or leased by respondent	Main (M) or branch (B) line	Running Tracks, Passing Tracks, Cross-Overs, Etc.				Miles of way switching tracks	Miles of yard switching tracks	Total
				Miles of road	Miles of second main track	Miles of all other main tracks	Miles of passing tracks, cross-overs, turnouts			
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)
1	3B	ICG 100	M						1	1
2	3B	E. St. L.								
3		Jct. 100	B						8	8
4										
5	3B	CMStP&F	B	13						13
6	3B	CRI&P	B	721						721
7										
8		Total Class								
9		3B Main &								
10		Branch		734					9	743
11										
12	4B	DMU 100	B						3	3
13										
14	5	CNW 100	M	331	49	21	19	6	39	465
15	5	CNW 100	B	316	15	1	10	7	29	378
16	5	MIR 100	B	4						4
17	5	FtDDM 100	B					1	1	2
18		Total Class								
19		5 Main &								
20		Branch		651	64	22	29	14	69	849
21										
22										
23										
24										
25										
26										
27										
28										
29										
30										
31										
32										
33										
34										
35										
36										
37										
38										
39										
40										
41										
42										
43										
44										
45										
46										
47										
48										
49										
50										
51										
52										
53										
54										
55		Total Main Line	XXX	2,995	744	61	467	217	1,212	5,696
56		Total Branch Lines	XXX	4,949	27	1	315	332	588	6,212
57		Grand Total	XXX	7,944	771	62	782	549	1,800	11,908
58		Miles of road or track electrified included in preceding grand total	XXX							

See Notes, Page 76B

SCHEDULE 700 - MILEAGE OPERATED AT CLOSE OF YEAR

Class 3(B), Lines 5 & 6, Col. D & J includes 734 miles of road operated under short term lease on temporary I.C.C. authority. Mileage for Col. E, F, G, H, & I is not available.

Class 5(M), Line 14, Col. D & E, includes 20.8 miles (from Elmhurst to Blue Island, Ill.) operated, but does not include 5.2 miles (from Blue Island, IL to Gibson, IN) not presently operated, of the 26.0 miles of trackage rights held by Respondent pursuant to Finance Docket No. 21532.

701. MILEAGE OWNED BUT NOT OPERATED BY RESPONDENT AT CLOSE OF YEAR

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

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

Line No.	Class	Name of road or track	Main (M) or branch (B) line	Running Tracks, Passing Tracks, Cross-Overs, Etc.				Miles of 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	1	Minneapolis								
2		Minnesota (A)	M						2.64	2.64
3										
4										
5	1	Leavenworth								
6		Kansas (B)	M					.47		.47
7										
8	1	McClelland to								
9		Co. Bluffs,								
10		IA (C)	B	11.70			.72	.32		12.74
11										
12										
13										
14										
15		Total	XXX	11.70			.72	.79	2.64	15.85

Leases to:

- A. Minnesota Transfer Railway
- B. Burlington Northern, Inc.
- C. Former Rock Island operations abandoned.

702. MILES OF ROAD AT CLOSE OF YEAR—BY STATES AND TERRITORIES (SINGLE TRACK)
(For other than switching and terminal companies)

Give particulars, as of the close of the year, of all road operated and of all owned but not operated. The respondent's proportion of operated road held by it as joint or common owner, or under a joint lease, or under any joint arrangement, should be shown in columns (b), (c), (e), or (f), as may be

appropriate. The remainder of jointly operated mileage should be shown in column (g). Respondent's proportion of road jointly owned, not operated, should be shown in columns (i) and (j), as may be appropriate. Tracks which have been permanently abandoned should not be included in columns (i) and (j).

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

Line No.	State or territory (a)	ROAD OPERATED BY RESPONDENT							LINE OWNED, NOT OPERATED BY RESPONDENT		New line constructed during year (k)
		LINE OWNED		Line of proprietary companies (d)	Line operated under lease (e) (1)	Line operated under contract, etc. (f)	Line operated under trackage rights (g)	Total mileage operated (h)	Main line (i)	Branch lines (j)	
		Main line (b)	Branch lines (c)								
1	Illinois	543	241		-		29	813			
2	Iowa	846	907		542		54	2,349		12	
3	Wisconsin	771	617				105	1,493			
4	Michigan	32	145				1	178			
5	Nebraska	32	494				9	535			
6	Minnesota	349	609		68		256	1,282			
7	South Dakota	-	690				72	762			
8	North Dakota	-	14				-	14			
9	Wyoming	-	178				88	266			
10	Missouri	90			124		12	226			
11	Kansas	1					25	26			
12											
13											
14											
15											
16											
17											
18											
19											
20											
21											
22											
23											
24											
25											
26											
26											
27											
28											
29											
30											
31	Total Mileage (single track)	2,664	3,895		734		651	7,944		12	

(1) 734 miles represents CMStP&P and CRIP Lines operated under short term lease on temporary ICC authority.

705. 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 whole mile adjusted to accord with footings, i.e.: counting one-half mile and over as a whole mile and disregarding any fraction less than one-half mile.

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

(Class 1) Line owned by respondent.

(Class 2) Line owned by proprietary companies.

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

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

(Class 5) Line operated under trackage rights.

2. For changes in miles of road, give dates of beginning or abandonment of operations. Any certificates of convenience and necessity, issued under 10901 of the Interstate Commerce Act should make reference to such authority by docket number as may be appropriate.

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

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

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

INCREASES IN MILEAGE

Line No.	Class	Main (M) or branch (B) line	Running Tracks, Passing Tracks, Cross-Overs, Etc.				Miles of way switching tracks	Miles of yard switching tracks	Total	Remarks
			Miles of road	Miles of second main track	Miles of all other main tracks	Miles of passing tracks, cross-overs and turn-outs				
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)
1	1	M				2			2	Constr.
2	1	B				2	3	6	11	Constr.
3	1	B				2		4	6	Reclass.
4	1	B	14						14	FD 29674
5	1	B	51						51	FD 29684
6	1	B	7						7	FD 29792
7	3		13						13	Dir. Service
8	5	M	130						130	FD 29732
9	5	M	5						5	FD 30022
10										
11										
12										
13	Total Increase		220	-	-	6	3	10	239	

DECREASES IN MILEAGE

14	1	M				4	6	12	22	Ret.
15	1	M	33						33	AB1 Sub145
16	1	M	1						1	Reclass.
17	1	M	1						1	FD 29879
18	1	B				11	14	15	40	Ret.
19	1	B	20						20	AB1 Sub128
20	1	B	17						17	AB1 Sub70
21	1	B	15						15	AB1 Sub82
22	1	B	15						15	AB1 Sub139
23	1	B	8						8	AB1 Sub133
24	1	B	36						36	AB1 Sub119
25	Total Decrease		532	1		17	20	47	617	

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

Owned by respondent:

Miles of road constructed _____ Miles of road abandoned 343

Owned by proprietary companies:

Miles of road constructed _____ Miles of road abandoned _____

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.

705. 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 whole mile adjusted to accord with footings, i.e.: counting one-half mile and over as a whole mile and disregarding any fraction less than one-half mile.

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

(Class 1) Line owned by respondent.

(Class 2) Line owned by proprietary companies.

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

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

(Class 5) Line operated under trackage rights.

2. For changes in miles of road, give dates of beginning or abandonment of operations. Any certificates of convenience and necessity, issued under 10901 of the Interstate Commerce Act should make reference to such authority by docket number as may be appropriate.

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

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

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

INCREASES IN MILEAGE

Line No.	Class	Main (M) or branch (B) line	Running Tracks, Passing Tracks, Cross-Overs, Etc.				Miles of way switching tracks	Miles of yard switching tracks	Total	Remarks
			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										
2										
3										
4										
5										
6										
7										
8										
9										
10										
11										
12										
13	Total Increase									

DECREASES IN MILEAGE

14	1	B	68	1					69	AB1 Sub135
15	1	B	69						69	AB1 Sub145
16	1	B	16						16	AB1 Sub140
17	1	B	24						24	AB1 Sub124
18	1	B	1						1	AB1 Sub40
19	1	B	4						4	AB1 Sub125F
20	1	B	3						3	AB1 Sub12DA
21	1	B	1						1	AB1 Sub82F
22	1	B	3						3	AB1 Sub135F
23	1	B	9						9	AB1 Sub115F
24	1	B	6						6	Reclass.
25	Total Decrease									(Total Included on Page 79, Line 25)

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

Owned by respondent

Miles of road constructed _____ Miles of road abandoned _____

Owned by proprietary companies:

Miles of road constructed _____ Miles of road abandoned _____

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.

705. 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 whole mile adjusted to accord with footings, i.e.: counting one-half mile and over as a whole mile and disregarding any fraction less than one-half mile.

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

(Class 1) Line owned by respondent.

(Class 2) Line owned by proprietary companies.

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

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

(Class 5) Line operated under trackage rights.

2. For changes in miles of road, give dates of beginning or abandonment of operations. Any certificates of convenience and necessity, issued under 10901 of the Interstate Commerce Act should make reference to such authority by docket number as may be appropriate.

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

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

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

INCREASES IN MILEAGE

Line No.	Class	Main (M) or branch (B) line	Running Tracks, Passing Tracks, Cross-Overs, Etc.				Miles of way switching tracks	Miles of yard switching tracks	Total	Remarks
			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										
2										
3										
4										
5										
6										
7										
8										
9										
10										
11										
12										
13	Total Increase									

DECREASES IN MILEAGE

14	3	B	169						169	Dir. Service
15	5	B	13			2		20	35	Trk. Rights
16										
17										
18										
19										
20										
21										
22										
23										
24										
25	Total Decrease					(Total Included on Page 79, line 25)				

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

Owned by respondent:

Miles of road constructed _____ Miles of road abandoned _____

Owned by proprietary companies:

Miles of road constructed _____ Miles of road abandoned _____

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

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

NOTES AND REMARKS

B L A N K

INSTRUCTIONS CONCERNING RETURNS IN SCHEDULE 710

Instructions for reporting locomotive and passenger-train car data.

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

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

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

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

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

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

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

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

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

710. INVENTORY OF EQUIPMENT

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

Line No.	Type or design of units	Units in service of respondent at beginning of year	Changes During the Year				Units retired from service of respondent whether owned or leased, including re-classification	Units at Close of Year 1982				
			Units installed					Owned and used	Leased from others	Total in service of respondent (col. (h) & (i))	Aggregate capacity of units reported in col. (j) (see ins. 7)	Leased to others
			New units purchased or built	New units leased from others	Rebuilt units acquired and rebuilt units rewritten into property accounts	All other units including re-classification and second hand units purchased or leased from others						
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
Locomotive Units												
1	Diesel-Freight -----units	19						19		19	(H.P.) 28,500	
2	Diesel-passenger -----units	62				2		-	64	64	157,400	
3	Diesel-multiple purpose -----units	961				30	25	748	218	966	2,161,000	
4	Diesel-switching -----units	59						43	16	59	69,400	
5	Total (lines 1 to 4) -----units	1,101				32	25	810	298	1,108	2,416,300	
6	Electric-Locomotives -----											
7	Other self powered units -----											
8	Total (lines 5, 6 and 7) -----	1,101	None	None	None	32	25	810	298	1,108	2,416,300	None
9	Auxiliary units -----	8	None	None	None	None	8	-	-	-	xxxxx	None
10	Total locomotive units (lines 8 and 9) -----	1,109	None	None	None	32	33	810	298	1,108	2,416,300	None
											xxxxx	

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

Line No.	Type or design of units	Before Jan. 1, 1960	Between Jan. 1, 1960, and Dec. 31, 1964	Between Jan. 1, 1965, and Dec. 31, 1969	Between Jan. 1, 1970, and Dec. 31, 1974	Between Jan. 1, 1975 and Dec. 31, 1979	During Calendar Year					TOTAL
							1980	1981	1982	1983	1984	
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
11	Diesel	565	61	196	85	150	51	-	-	-	-	1,108
12	Electric	-	-	-	-	-	-	-	-	-	-	-
13	Other self-powered units	-	-	-	-	-	-	-	-	-	-	-
14	Total (lines 11 to 13)	565	61	196	85	150	51	-	-	-	-	1,108
15	Auxiliary units	-	-	-	-	-	-	-	-	-	-	-
16	Total Locomotive Units (lines 14 and 15)	565	61	196	85	150	51	-	-	-	-	1,108

None of the above Locomotive Units are radio controlled.

Road initials: CNW

Year 1982

710. INVENTORY OF EQUIPMENT—Continued

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

Line No.	Class of equipment and car designations	Units in service of respondent at beginning of year	Changes During the Year					Units at Close of Year 1982				
			Units Installed				Units retired from service of respondent whether owned or leased, including re-classification	Owned and used	Leased from others	Total in service of respondent (col. (h) & (i))	Aggregate capacity of units reported in col. (j) (see ins. 7)	Leased to others
			New units purchased or built	New units leased from others	Rebuilt units acquired and rebuilt units re-written into property accounts	All other units, including re-classification and second hand units purchased or leased from others						
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
PASSENGER-TRAIN CARS												
<i>Non-Self-Propelled</i>												
17	Coaches [PA, PB, PBO]	305					2	16	287	303	48,303	
18	Combined cars											
	[All class C, except CSB]	-					-	-	-	-	-	
19	Parlor cars [PBC, PC, PL, PO]	2					-	2	-	2	152	
20	Sleeping cars [PS, PT, PAS, PDS]	-					-	-	-	-	-	
21	Dining, grill and tavern cars											
22	[All class D, PD]	2					-	-	2	2	xxxx	
23	Non-passenger carrying cars											
	[All class B, CSB, M, PSA, IA]	-					-	-	-	-	xxxx	
24	Total (lines 21 to 27)	309	None	None	None	None	2	18	289	307	48,455	None
<i>Self-Propelled Rail Motorcars</i>												
25	Electric passenger cars											
	[EP, ET]											
26	Electric combined cars [EC]											
27	Internal combustion rail motorcars											
	[ED, EG]											
28	Other self-propelled cars											
Specify types:												
29	Total (lines 25 to 28)	None	None	None	None	None	None	None	None	None	None	None
30	Total (lines 24 to 29)	309	None	None	None	None	2	18	289	307	48,455	None
COMPANY SERVICE CARS												
31	Business cars [PV]	6	-			1	-	7	-	7	xxxx	
32	Boarding outfit cars [MWX]	107	-			-	8	99	-	99	xxxx	
33	Derrick and snow removal cars											
	[MWU, MWV, MWW, MWK]	69	-			-	4	65	-	65	xxxx	
34	Dump and ballast cars [MWB, MWD]	573	-			-	13	544	16	560	xxxx	
35	Other maintenance and service equipment cars	969	4			45	73	945	-	945	xxxx	
36	Total (lines 35 to 39)	1,724	4	None	None	46	98	1,660	16	1,676	xxxx	None

710. INVENTORY OF EQUIPMENT-Continued

Instructions for reporting freight-train car data:

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

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

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

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

Line No.	Class of equipment and car designations	Units in service of respondent at beginning of year		Changes During the Year			
		Time-mileage cars	All others	Units Installed			
				New units purchased or built ¹	New or rebuilt units leased from others ¹	Rebuilt units acquired and rebuilt units rewritten into property accounts ¹	All other units, including reclassification and second hand units purchased or leased from others
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
	FREIGHT TRAIN CARS						
37	Plain Box Cars - 40' (B100-129)	4,664					25
38	Plain Box Cars - 50' (B200-229; B300-329)	6,238					9
39	Equipped Box Cars (All Code A)	3,860					168
40	Plain Gondola Cars (G092-392; G401-492)	2,862					7
41	Equipped Gondola Cars (All Codes C and E)	627					7
42	Covered Hopper Cars (L151-154; 251-254; 351-354; 451-454; 551-554; 651-654; 751-754)	12,641					50
43	Open Top Hopper Cars- General Service (All Code H)	2,307					13
44	Open Top Hopper Cars- Special Service (All Codes J and K)	1,497	2				-
45	Refrigerator Cars - Non-mechanical (R100, 101, 102, 103, 105, 106, 107, 108, 109, 113, 114, 115, 116, R200, 201, 202, 203, 205, 206, 207, 208, 209, 213, 214, 215, 216)	1,081					107
46	Refrigerator Cars - Mechanical (R104, 110, 111, 112, 117, 118, R204, 210, 211, 212, 217, 218)	224					-
47	Flat Cars - TOFC/COFC (F071-078; F871-978; F771-778)	6					-
48	Flat Cars - Multi-level (All Code V)	1					-
49	Flat Cars - General Service (F101-109; F201-209)	362					-
50	Flat Cars - Other (F111-189; 211-289; 301-389; 401-540)	364					26
51	Tank Cars - Under 22,000 Gallons (T-0, T-1, T-2, T-3, T-4, T-5)	176					-
52	Tank Cars - 22,000 Gallons & Over (T-6, T-7, T-8, T-9)	-					-
53	All Other Freight Cars (F191-199; 291; 391; L006-048; L070, L080, L090 - All "L" with second numeric 6; L161-L764 T-770; All Class S)	10					-
54	Total (lines 37 to 53)	36,920	2				412
55	Caboose (All N)	XXXX	470				3
56	Total (lines 54, 55)	36,920	472	None	None	None	415

710. INVENTORY OF EQUIPMENT—Continued

4. Column (m) should show aggregate capacity for all units reported in columns (k) and (l), as follows: for freight-train cars, report the nominal capacity (in tons of 2,000 lbs) as provided for in Rule 36 of the AAR Code of Rules Governing Cars in Interchange. Convert the capacity of tank cars to capacity in tons of the commodity which the car is intended to carry customarily.

5. Time-mileage cars refers to freight cars, other than cabooses, owned or held under lease arrangement, whose interline rental is settled on a per diem and line haul mileage basis under "Code of Car Hire Rules" or would be so settled if used by another railroad.

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

Changes during year (Concluded)	Units At Close of Year						Line No.
	Owned and used	Leased from others	Total in service of respondent (col. (i) & (j))		Aggregate capacity of units reported in col. (k) & (l) (see ins. 4)	Leased to others	
			Time-mileage cars	All other			
Units retired from service of respondent whether owned or leased in- cluding re- classification	(i)	(j)	(k)	(l)	(m)	(n)	
(h)	(i)	(j)	(k)	(l)	(m)	(n)	
1,163	2,473	1,053	3,526		193,919		37
236	4,302	1,709	6,011		450,109		38
172	2,478	1,378	3,856		288,069		39
173	1,996	700	2,696		221,811		40
48	521	65	586		47,080		41
698	4,361	7,632	11,993		1,162,456		42
54	1,164	1,102	2,266		222,026		43
153	1,346	-	1,346		103,642		44
							45
32	811	345	1,156		87,711		46
4	-	220	220		15,521		47
3	3	-	3		187		48
-	1	-	1		60		49
63	299	-	299		16,778		50
12	349	29	378		26,832		51
-	38	138	176		16,726		52
							53
2	8	-	8		440		54
2,813	20,150	14,371	34,521		2,853,367		55
-	456	17	xxxx	473	xxxxxxxxxxx		56
2,813	20,606	14,388	34,521	473	2,853,367	None	57

710. INVENTORY OF EQUIPMENT—Concluded

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

Line No.	Class of equipment and car designations	Units in service of respondent at beginning of year		Changes During the Year			
		Per diem	All other	Units Installed			
				New units purchased or built	New units leased from others	Rebuilt units acquired and rebuilt units re-written into property accounts	All other units, including reclassification and second hand units purchased or leased from others
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
	FLOATING EQUIPMENT						
57	Self-propelled vessels [Tugboats, car ferries, etc.]	X X X X					
58	Non-self-propelled vessels [Car floats, lighters, etc.]	X X X X					
59	Total (lines 57 and 58)	X X X X					
	HIGHWAY REVENUE EQUIPMENT						
60	Bogie-chassis	-					
61	Dry van	1,579		200			
62	Flat bed	-					
63	Open top	-					
64	Mechanical refrigerator	-					
65	Bulk	-					
66	Insulated	59					
67	Platform removable sides	-					
68	Other trailer or container	44					
69	Tractor	-					
70	Truck	-					
71	Total (lines 60 to 71)	1,682		200			

NOTES AND REMARKS

710. INVENTORY OF EQUIPMENT—Concluded

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

Changes during year (Concluded)	Units At Close of Year						Line No.
Units retired from service of respondent whether owned or leased, including reclassification	Owned and used	Leased from others	Total in service of respondent (col. (i) & (j))		Aggregate capacity of units reported in col. (k) & (l) (see ins. 4)	Leased to others	
			Pier diem	All other			
(h)	(i)	(j)	(k)	(l)	(m)	(n)	
							57
			X X X X				58
			X X X X				59
			X X X X				
-	-	-	-		-		60
245	1,045	489	1,534		38,350		61
-	-	-	-		-		62
-	-	-	-		-		63
-	-	-	-		-		64
-	-	-	-		-		65
-	-	59	59		1,475		66
-	-	-	-		-		67
-	-	44	44		1,100		68
-	-	-	-		-		69
-	-	-	-		-		70
245	1,045	592	1,637		40,925		71

NOTES AND REMARKS

710-S. UNIT COST OF EQUIPMENT INSTALLED DURING THE YEAR

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

2. In column (a) list each class or type of locomotive unit, car, or TOFC/COFC equipment on a separate line. By class is meant the standard classification used to distinguish types of locomotive units, freight cars or other equipment adopted by the Association of American Railroads; and should include physical characteristics requested by Schedule 710: locomotive units should be identified as to power source, wheel arrangement, and horsepower per unit; such as Multiple purpose diesel locomotive A units (B-B), 2500 HP; and cars should be identified as to special construction or service characteristics such as Aluminum covered hopper cars, LO: Steel boxcars-special service, XAP, etc., for TOFC/COFC show type of equipment as enumerated in Schedule 710.

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

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

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

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

7. Dollars in thousands.

NEW UNITS

Line No.	Class of equipment (a)	Number of units (b)	Total weight (tons) (c)	Total cost (d)	Method of acquisition (see instructions) (e)
1	Dry Vans 45' 2254	200	1,340	1,713	P
2					
3	Scale Test Car	1	50	111	P
4					
5	Locomotive Crane	2	172	794	P
6					
7	Jordan Ditcher	1	66	207	P
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25	TOTAL	204	XXXX	2,825	XXXX

REBUILT UNITS

26					
27					
28					
29					
30					
31					
32					
33					
34					
35					
36					
37					
38	TOTAL	None	XXXX	None	XXXX
39	GRAND TOTAL	204	XXXX	2,825	XXXX

NOTES AND REMARKS

B L A N K

715. HIGHWAY MOTOR VEHICLE OPERATIONS

Give particulars of highway motor vehicles operated by respondent in revenue and nonrevenue service and of revenue traffic handled for the respondent by others under contractual arrangements.

In reporting highway motor vehicle miles in line-haul service, show the mileage of buses and combination bus-trucks on line 5; the mileage of trucks and of bogies, trailers and semitrailers with trucks on line 6; and the mileage of tractors and of bogies, trailers and semitrailers with tractors on line 7. Vehicle miles in terminal service should be reported on line 8 and 9.

In reporting traffic carried and traffic handled 1 mile on lines 10 to 15, and on lines 20 to 23, both inclusive, show the total

number of tons and ton-miles of revenue freight in column (i) and the total number of passengers carried and passenger-miles in column (c), regardless of the class of vehicle used to perform the transportation service.

In reporting highway motor vehicles in nonrevenue service include those used in maintenance, shops, and storehouses, and transportation of company material; also buses used for transportation of company employees. Exclude automobiles used by officials and employees.

A. OPERATED BY RESPONDENT
(Revenue and nonrevenue service)

Line No.	Item (a)	Bogies (b)	Buses (c)	Chassis (d)
REVENUE SERVICE				
Vehicles owned or leased:				
1	Number available at beginning of year			
2	Number installed during the year			
3	Number retired during the year			
4	Number available at close of year			
Vehicle miles (including loaded and empty):				
Line haul (station to station):				
5	Passenger vehicle miles	XXXXXX		XXXXXX
6	Truck miles		XXXXXX	XXXXXX
7	Tractor miles		XXXXXX	XXXXXX
Terminal service:*				
8	Pick-up and delivery			
9	Transfer service			
Traffic carried:				
10	Tons—Revenue freight—Line haul	XXXXXX	XXXXXX	XXXXXX
11	Tons—Revenue freight—Terminal service only	XXXXXX	XXXXXX	XXXXXX
12	Revenue passengers—Line haul	XXXXXX		XXXXXX
13	Revenue passengers—Terminal service only	XXXXXX		XXXXXX
Traffic handled 1 mile:				
14	Ton-miles—Revenue freight—Line haul	XXXXXX	XXXXXX	XXXXXX
15	Revenue passenger-miles—Line haul	XXXXXX		XXXXXX
NONREVENUE SERVICE				
Vehicles owned or leased:				
16	Number available at beginning of year	None	14	None
17	Number installed during the year		-	
18	Number retired during the year		1	
19	Number available at close of year	None	13	None

*When performed by vehicles other than those used for line haul.

B. OPERATED BY OTHERS
(Revenue service)

Line No.	Item (a)	Bogies (b)	Buses (c)	Chassis (d)
Traffic carried:				
20	Tons—Revenue freight	XXXXXX	XXXXXX	XXXXXX
21	Revenue passengers	XXXXXX		XXXXXX
Traffic handled 1 mile:				
22	Ton-miles—Revenue freight	XXXXXX	XXXXXX	XXXXXX
23	Revenue passenger-miles	XXXXXX		XXXXXX

715. HIGHWAY MOTOR VEHICLE OPERATIONS—Concluded

"Trailers" means trailer bodies used in TOFC/COFC service which are permanently mounted on running gear. "Containers" means trailer bodies used in TOFC/COFC service which are not

permanently mounted on wheels or chassis, but are separated from such running gear before being loaded on flat cars.

A. OPERATED BY RESPONDENT—Concluded
(Revenue and nonrevenue service)

Containers (e)	Semitrailers (f)	Tractors (g)	Trailers (h)	Trucks (i)	Combination bus-trucks (j)	Line No.
			1,682			1
			200			2
			245			3
			1,637			4
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX		5
XXXXXX		XXXXXX			XXXXXX	6
XXXXXX				XXXXXX	XXXXXX	7
						8
						9
XXXXXX	XXXXXX	XXXXXX	XXXXXX		XXXXXX	10
XXXXXX	XXXXXX	XXXXXX	XXXXXX		XXXXXX	11
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	12
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	13
XXXXXX	XXXXXX	XXXXXX	XXXXXX		XXXXXX	14
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	15
None	None	17	82	1,518	None	16
		-	6	33		17
		1	1	161		18
None	None	16	87	1,390	None	19

B. OPERATED BY OTHERS—Concluded
(Revenue service)

Containers (e)	Semitrailers (f)	Tractors (g)	Trailers (h)	Truck (i)	Combination bus-trucks (j)	Line No.
XXXXXX	XXXXXX	XXXXXX	XXXXXX	11,256	XXXXXX	20
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	21
XXXXXX	XXXXXX	XXXXXX	XXXXXX	333,444	XXXXXX	22
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	23

716. HIGHWAY MOTOR-VEHICLE ENTERPRISES IN WHICH THE RESPONDENT HAD A DIRECT OR INDIRECT FINANCIAL INTEREST DURING THE YEAR

Give particulars of highway motor-vehicle enterprises in which the respondent had a financial interest, either directly or indirectly, during the year.

In column (a) identify each motor-vehicle enterprise by name and address, and in column (b) state whether the respondent's in-

terest in such enterprise was direct or indirect. If the interest was indirect, give the names of all intermediaries.

In column (c) give the date on which respondent first acquired its direct or indirect interest in the enterprise.

Line No.	Name and address of highway motor-vehicle enterprise (a)	Nature of respondent's interest (b)	Date on which respondent's direct or indirect interest was originally acquired (c)
1			
2	NONE		
3			
4			
5			
6			
7			
8			
9			
10			
11			
12			
13			
14			
15			
16			
17			
18			
19			
20			
21			
22			
23			
24			
25			

GENERAL INSTRUCTIONS FOR PREPARING SCHEDULES 720, 721, 723, 726, 727, and 728

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

*Track category

- A - Freight density of 20 million or more gross ton-miles per mile per year (including track over which passenger service is provided—see Category F).
- B - Freight density of less than 20 million gross ton-miles per mile per year but at least 5 million (does not include track over which passenger service is provided—see Category F).
- C - Freight density of less than 5 million gross ton-miles per mile per year but at least 1 million (does not include track over which passenger service is provided—see Category F).
- D - Freight density of less than 1 million gross ton-miles per year (does not include track over which passenger service is provided—see Category F).
- E - Way and yard switching tracks (passing tracks, crossovers and turnouts shall be included in appropriate Category A, B, C, D, F, and Potential Abandonments, as appropriate).

F - Track over which any passenger service is provided (other than potential abandonments); however, if annual freight traffic density is greater than 20 million gross ton-miles per mile per year, the track shall be included in Track Category A.

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

2. These schedules shall only include those lines maintained by the reporting carrier. It shall not include track maintained by others over which the reporting carrier has trackage rights.

3. If, for two consecutive years, a line segment classified in one track category maintains a traffic density which would place it in another, it shall be reclassified into that category as of the beginning of the second year.

4. Traffic density related to passenger service shall not be included in the determination of the track category of a line segment.

Note: For line segments containing more than single tracks, the total density over the route shall be used to determine track category.

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

720. TRACK AND TRAFFIC CONDITIONS

- 1. Disclose the requested information pertaining to track and traffic conditions.
- 2. Average speed reduction per slow order mile in column (e) shall be based on reduction from the maximum authorized timetable train speeds.

- 3. Miles under slow order in column (f) shall not include those due to ongoing maintenance, or other temporary track conditions such as floods or derailments.

Note: This schedule excludes Rock Island and Milw. Road lines being operated under temporary I.C.C. authority.

Line No.	Track category	Mileage of tracks at end of period	Average annual traffic density in millions of gross ton-miles per mile**	Average running speed limit	Average speed reduction per slow order track mile	Track miles under slow orders at end of period
	(a)	(b)	(c)	(d)	(e)	(f)
1	A	1,283.8	22	48.18	21.26	520.6
2	B	1,553.6	7	34.86	17.97	857.8
3	C	2,253.5	2	25.45	14.30	1,335.7
4	D	1,846.9	-	16.55	15.27	879.6
5	E	2,262.5	XXXXXXXX	XXXXX	XXXXX	1,833.0
6	F	369.5	XXXXXXXX	XXXXX	XXXXX	174.6
7	Potential abandonments	752.3	1	14.89	16.20	515.0
8	Total	10,322.1	6	28.43	16.42	6,116.3

721. TIES LAID IN REPLACEMENT

- (1) Disclose the requested information concerning ties laid in replacement.
- (2) In column (j), report the total board feet of switch and bridge ties laid in replacement.
- (3) The term "spot maintenance" in column (k) means repairs to track components during routing inspections, as opposed to programmed replacements aimed at upgrading the general condition of the tracks. "% of Spot Maintenance" refers to the percentage of total ties or board feet laid in replacement considered to be spot maintenance.

(9) The average cost per tie should include transportation charges on foreign lines, tie trains, loading, inspection, and the cost of handling ties in general supply storage and seasoning yards, and in the case of treating ties, also the cost of handling at treating plants and the cost of treatment. The cost of

unloading, hauling over carriers own lines and placing the ties in tracks, and of train service other than that necessary in connection with loading or treatment, should not be included in this schedule.

Line No.	Track Category (a)	Number of crossties laid in replacement							Total (i)	Switch and Bridge Ties (Board feet) (j)	Crossies Switch and Bridge Ties
		New Ties				Second-hand ties					% of Spot Maintenance (k)
		Wooden		Concrete (d)	Other (e)	Wooden		Other (h)			
		Treated (b)	Untreated (c)			Treated (f)	Untreated (g)				
1	A	116,987				31,366			148,353	168,480	5.5
2	B	84,076				72,987			157,063	189,753	33.0
3	C	91,758				194,316			286,074	312,250	23.9
4	D	80,729				67,149			147,878	108,738	27.0
5	E	1,748				3,060			4,808	3,179	32.8
6	F	26,569				-			26,569	69,612	0.0
7	Potential Abandonments	1,315				18,668			19,983		100.0
8	Total	403,182				387,546			790,728	852,012	29.2

9. Average cost per crosstie \$ 7.69 and switchtie (MBM) \$ 39.29

722. TIES LAID IN ADDITIONAL TRACKS AND IN NEW LINES AND EXTENSIONS

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

In column (a) classify the ties as follows:

(U) Wooden ties untreated when applied.

(T) Wooden ties treated before application.

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

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

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

Line No.	Class of ties	CROSSTIES			SWITCH AND BRIDGE TIES			Remarks
		Total number of ties applied	Average cost per tie	Total cost of crossties laid in new tracks during year	Number of feet (board measure) laid in tracks	Average cost per M feet (board measure)	Total cost of switch and bridge ties laid in new tracks during year	
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
1	T	600	\$ 17.14	\$ 10	35,391	\$ 442.26	\$ 15	New
2	T	717	.58	1	37,515	44.49	2	S.H.
3								
4								
5								
6								
7								
8								
9								
10								
11								
12								
13								
14								
15								
16								
17								
18								
19								
20	Total	1,317	8.12	11	72,906	237.58	17	
21	Number of miles of new running tracks, passing tracks, cross-overs, etc., in which ties were laid						3.43	
22	Number of miles of new yard, station, team, industry, and other switching tracks in which ties were laid						9.05	

723. RAILS LAID IN REPLACEMENT

96

(1) Furnish the requested information concerning rails laid in replacement.

(2) The term "spot maintenance" in column (h) means repairs to track components during routine inspections, as opposed to programmed replacements aimed at upgrading the general condition of the tracks. "% of Spot Maintenance" refers to the percentage of total rails laid in replacement considered to be spot maintenance.

(10) The average costs of new and relay rail should include the cost of loading at the point of purchase ready for shipment, the freight charges paid foreign lines, and the cost of handling rails in general supply and storage yards. The

cost of unloading hauling over carriers own lines, and placing the rails in tracks, and of train service in connection with the distribution of rails, should not be included in this schedule.

Line No.	Track category (a)	Miles of rail laid in replacement (rail-miles)				Total		Percent of spot maintenance (h)
		New rail		Relay rail		Welded rail (f)	Bolted rail (g)	
		Welded rail (b)	Bolted rail (c)	Welded rail (d)	Bolted rail (e)			
1	A	12.1	2.9	59.4	65.6	71.5	68.5	48.1
2	B		0.2	51.5	47.2	51.5	47.4	48.0
3	C		0.4	143.8	99.1	143.8	99.5	48.1
4	D		-	18.3	21.5	18.3	21.5	48.2
5	E	0.2	-	0.3	-	0.5	-	100.0
6	F	21.1	-	-	-	21.1	-	0.0
7	Potential Abandonments	-	-	-	2.0		2.0	100.0
8	Other							
9	TOTAL	33.4	3.5	273.3	235.4	306.7	238.9	46.5

10 Average cost of new and relay rail laid in replacement (gross tons) \$34.72

Road Initials:

CNW

Year 19 82

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

Give particulars of all rails applied during the year in connection with the construction of new track.

In column (a) classify the kind of rail applied as follows:

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

Returns in columns (c) and (g) should be reported in whole numbers. Fractions of less than one-half should be disregarded, and fractions of one-half or more reckoned as one.

The returns in columns (d) and (h) should include the cost of loading at the point of purchase ready for shipment, the freight charges paid foreign lines, and the cost of handling rails in general supply and storage yards. The cost of unloading, hauling over carrier's own lines, and placing the rails in tracks, and of train service in connection with the distribution of the rails, should not be included in this schedule. In these columns, "total cost" is to be reported in thousands.

Line No.	Class of rail	RAIL APPLIED IN RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.				RAIL APPLIED IN YARD, STATION, TEAM, INDUSTRY, AND OTHER SWITCHING TRACKS			
		Weight of Rail		Total cost of rail applied in running tracks, passing tracks, cross-overs, etc., during year	Average cost per ton (2,000 lb.)	Weight of Rail		Total cost of rail applied in yard, station, team, industry, and other switching tracks during year	Average cost per ton (2,000 lb.)
		Pounds per yard of rail	Number of tons (2,000 lb.)			Pounds per yard of rail	Number of tons (2,000 lb.)		
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)
1	2	136	20	9	448.99				
2	4	115	102	4	37.88	115	19	1	35.30
3	4	112	56	2	37.03				
4	4	100	34	1	28.78	100	65	2	26.65
5									
6									
7									
8									
9									
10									
11									
12									
13									
14									
15									
16	Total	XXX	212	16	74.98	XXX	84	3	28.71
17	Number of miles of new running tracks, passing tracks, cross-overs, etc., in which rails were laid								3.43
18	Number of miles of new yard, station, team, industry, and other switching tracks in which rails were laid								9.05
19	Track-miles of welded rail installed this year								147.9
	total to date								2,211.84

725. WEIGHT OF RAIL

Give the particulars below called for concerning the road and track operated by the respondent at the close of the year. Only the respondent's proportion of jointly-owned mileage should be included. Under "Weight of rail," the various weights of rails should

be given. Road and track occupied under trackage right or other form of license should not be included herein, but all road and track held under any form of lease (granting exclusive possession to the lessee) should be included.

Line No.	Weight of rails per yard (a)	Line-haul companies (miles of main track) (b)	Switching and terminal companies (miles of all tracks) (c)	Remarks (d)	
	Pounds				
1	140	4.50	17	67	1.02
2	136	625.01	18	66	10.51
3	133	40.67	19	65	34.44
4	132	11.10	20	62	57.36
5	131	1.18	21	60	116.47
6	115	1,125.79	22	56	1.54
7	112	1,229.88	23	55	-
8	110	157.25	24	54	4.83
9	100	1,626.62	25	52	-
10	90	1,161.46	26	50	4.02
11	85	250.15			
12	80	196.52		Total	7,282.80
13	77½	11.12			
14	75	107.25			
15	72	398.79			
16	70	105.32			

726. SUMMARY OF TRACK MAINTENANCE

1. Disclose the requested information concerning the summary of track maintenance.

2. In column (d), (f), and (i) give the percentage of replacements to total units of property at year end.

Line No.	Track category (a)	Ties				Rail		Ballast	Track surfacing	
		Number of ties replaced		Percent replaced		Miles of rail replaced (rail-miles) (e)	Percent replaced (f)	Cubic yards of ballast placed (g)	Miles surfaced (h)	Percent surfaced (i)
		Crossties (b)	Switch and Bridge Ties (Board Feet) (c)	Crossties (d)	Switch and Bridge Ties (Board Feet) (e)					
1	A	148,353	168,480	3.9	3.6	140.0	10.9 5.5	183,226	733.7	57.2
2	B	157,063	189,753	3.4	3.3	98.9	6.4 3.2	125,391	690.1	44.4
3	C	286,074	312,250	4.3	3.8	243.3	10.8 5.4	271,001	898.8	39.9
4	D	147,878	108,738	2.7	1.6	39.8	2.2 1.1	79,360	140.9	7.6
5	E	4,808	3,179	0.1	-	0.5	0.0	12,497	151.8	6.7
6	F	26,569	69,612	2.4	5.1	21.1	5.7 2.7	30,417	137.9	37.3
7	Potential abandonments	19,983	-	0.9	-	2.0	0.3 0.1	36,264	-	-
8	Total	790,728	852,012	2.6	.9	545.6	5.3 2.6	738,156	2,753.2	26.7

727. TEN-YEAR SUMMARY OF TRACK MAINTENANCE

1. Report in appropriate columns total numbers of replacements for all categories of track lines and the percentage of replacements to the units of property.

2. Explain in "Remarks" changes in track mileage due to acquisition, mergers, major abandonments and other disposals.

Line No.	Year (a)	Ties				Rail		Ballast	Track surfacing	
		Number of ties replaced		Percent replaced		Miles of rail replaced (rail-miles) (e)	Percent replaced (f)	Cubic yards of ballast placed (g)	Miles surfaced (h)	Percent surfaced (i)
		Crossties (b)	Switch and Bridge Ties (Board Feet) (c)	Crossties (d)	Switch and Bridge Ties (Board Feet) (e)					
1	Current year	790,728	852,012	2.6	.9	545.6	5.3 2.6	738,156	2,753.2	26.7
2	First preceding	1,198,826	1,408,103	3.8	1.5	792.5	7.4 3.7	869,387	2,967.2	27.9
3	Second preceding	1,143,247	1,242,480	3.1	Note	780.2	6.6 3.3	873,231	2,989.8	25.3
4	Third preceding	770,779	1,256,565	2.1	-	543.4	2.2	536,750	2,566.3	20.7
5	Fourth preceding	950,127	1,590,771	2.5	-	688.6	2.7	758,594	2,266.7	17.7
6	Fifth preceding	847,190	1,436,443	2.3	-	486.4	1.8	Note	2,012.9	14.4
7	Sixth preceding	690,177	1,383,323	1.8	-	345.6	1.3	-	1,671.4	11.6
8	Seventh preceding	596,629	1,458,705	1.5	-	353.6	1.3	-	1,545.8	10.7
9	Eighth preceding	814,237	1,307,882	2.1	-	452.4	1.6	-	Note	Note
10	Ninth preceding	595,655	656,038	1.5	-	436.0	1.5	-	-	-

REMARKS

Note: Information for track maintenance involving ballast, track surfacing and the percentage of switch and bridge ties replaced is unavailable for prior years.

728. DEFERRED MAINTENANCE-TRACKS

- (1) Disclose the requested information concerning the monetary and quantity of deferred maintenance of tracks.
- (2) Explain in remarks section below the methods and/or calculations used in determining the amounts and quantities reported.

Line No.	Type of Track	Monetary Amount of Deferred Maintenance	
		End of the Year	Beginning of the Year
	(a)	(b)	(c)
1	A Over 20 million gross ton miles per mile	\$ 102,708	\$ 100,360
2	B 5 to 20 " " " " " "	181,443	156,569
3	C 1 to 5 " " " " " "	130,221	98,059
4	D Under 1 " " " " " "	124,901	94,891
5	E Way & Yard Switching Tracks	224,022	199,725
6	F	-	-
7	Potential Abandonments	-	-
8	Total Tracks	763,295	649,604
	Selected Track Maintenance	Quantities of Deferred Maintenance	
		End of the Year	Beginning of the Year
9	Crossties (Each)	7,116,962	7,139,547
10	Rail (Tons)	844,587	844,753
11	Ballast (Cubic Yards)	9,471,450	8,604,350

Remarks

The amount of deferred maintenance is the amount necessary to attain 60 MPH in signaled territory, 49 MPH in non-signal territory and 30 MPH on branch lines, excluding potential abandonments. Also included is an amount needed to operate way and yard switching tracks at optimum speeds. While such additional expenditures would improve efficiency of operations, the Company does not regard them as necessary to its ability to provide competitive service.

Road Initials: CNW

Year 1982

750. CONSUMPTION OF FUEL BY MOTIVE-POWER UNITS

Show hereunder the amounts of the various kinds of fuel consumed by locomotive units and motors or other self-propelled rail cars in the service of the respondent during the year, and the number of kilowatt-hours for such tractive equipment as was propelled by electricity. The ton of 2,000 pounds should be used.

Kilowatt-hours, for entry in column (c) of section A, and column (h) of section B, are to be figures at high tension taps (point of production or point of purchase), and divided among the several classes of service, the division being made on the respondent's best estimate if actual figures are not available.

A. LOCOMOTIVES

Line No.	Kind of locomotive service (a)	Diesel	Electric	Other (Steam, Gas Turbine, Etc.)	
		Diesel oil (gallons) (b)	Kilowatt-hours (c)	Coal (tons) (d)	Fuel oil (gallons) (e)
1	Freight _____	79,008,864			
2	Passenger _____	8,081,856			
3	Yard switching _____	7,049,686			
4	Total _____	94,140,406			
5	Cost of Fuel* _____	\$ 89,812	\$	\$	\$
6	Work Train _____	474,890			

B. RAIL MOTORCARS

Line No.	Kind of locomotive service (f)	Diesel	Electric	Gasoline
		Diesel oil (gallons) (g)	Kilowatt-hours (h)	Gasoline (gallons) (i)
7	Freight _____			
8	Passenger _____			
9	Yard switching _____			
10	Total _____			
11	Cost of Fuel* _____	\$	\$	\$
12	Work Train _____			

*Show cost of fuel charged to train and yard service (Functions 67-Loco. Fuels and 68-Electric Power Purchased/Produced for Motive Power). The cost stated for the various kinds of fuel should be the total charges in the accounts specified, including freight charges and handling expenses. The cost stated for electric current should be the total charges in the accounts enumerated. Fuel and power consumed by mixed and special trains that are predominantly freight should be included in freight service, but where the service of mixed or special trains is predominantly passenger, the fuel and power used should be included in passenger service. (Dollars in thousands)

755 Railroad Operating Statistics

Unit Train, Way Train, and Through data under Items 2, 3, 4, 6, and 12 shall be obtained from conductor's wheel reports (freight) or similar records. Unit Trains, for the purpose of this report, are defined as a solid train with a fixed, coupled consist operated continuously, in shuttle service under load from origin and delivered intact at destination, and returning empty for reloading at the same origin. Way Trains are defined as trains operated primarily to gather and distribute cars in road service and move them between way stations or way points. Through Trains are those trains operated between two or more major concentration or distribution points. Do not include unit train statistics in way and through train statistics. A Work train is a train operated solely or preponderantly for the purpose of transporting company freight, work equipment or company employees. Statistics for work trains should be reported under Item 11 only. Statistics related to company equipment, company employees and company freight moving in transportation trains are not to be reported in Item 11, but are to be reported in Items 4-17, 6-04, 7-02, and 8-04 and 8-05 as instructed in notes I, K, and L.

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

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

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

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

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

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

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

(H) Use car designations shown in Schedule 710. Report under Railroad owned and leased miles. Items 4-1 and 4-11 both foreign cars and respondents' own cars while on the line of the respondent railroad. Report in Items 4-13 and 4-15 miles for private-line cars (whether under railroad control or not) and shipper owned cars under the private-line category. A car-mile is a movement of a unit of car equipment a distance of one mile. Report miles made by flatcars carrying loaded highway trailers or empty highway trailers moving under revenue billings as loaded freight car-miles and miles made by flatcars carrying other empty highway trailers as empty freight car-miles. Exclude miles made by motorcars and report miles made by business cars of other than reporting carrier as sleeping car-miles in Item 5-03. Report mail, express baggage cars and combination cars other than 5-02 combination cars, in Item 5-05.

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

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

(K) Compute from conductors' or dispatchers' train reports or other appropriate source, weight in tons (2,000 pounds). Item 6-01 includes weight of all locomotive units moved one mile in transportation trains. Ton-miles of motorcars should be excluded. Items 6-02 and 6-03 represent tons behind locomotive units (cars and contents, cabooses) moved one mile in transportation trains (excluding non-revenue gross ton-miles). Non-revenue gross ton-miles in transportation trains include work equipment and cars carrying company freight (and their contents). Use 150 lbs. as the average weight per passenger, and 4 tons as the average weight of contents of each headend car.

(L) Compute from conductors' train reports or other appropriate source. Ton-miles represent the number of tons of revenue and non-revenue freight moved one mile in transportation train. Include net ton-miles in motorcar trains. Exclude i.e.l. shipment of freight handled in mixed baggage express cars. Total Ton-Miles Revenue Freight, should correspond to the Ton-Miles reported on Form CBS.

(M) Road service represents elapsed time of transportation trains (both ordinary and light) between the time of leaving the initial terminals and the time at the final terminals including train switching at way stations and delays on road as shown by conductors' or dispatchers' train reports. Include time of motorcar service performed by train locomotives at terminals and way stations. Report in Item 8-02 train switching hours included in Item 8-01. Train switching is the time spent by the train while performing switching service at terminals and way stations where no regular yard service is maintained. A train hour is independent of the number of locomotives in the train.

755 Railroad Operating Statistics—Continued

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

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

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

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

(R) Report total number of loaded revenue trailers/containers picked up plus trailers/containers delivered, when the work is performed at the railroad's expense.

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

(T) Report the total number of foreign per diem cars on line at end of year Foreign Per Diem Cars refers to freight cars other than cabooses owned by other railroads, whose interline rental is settled on a per diem basis under the code of per diem rules.

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

Surplus cars are cars which are in serviceable condition available for loading at the initial count on the last day of the year, but which have not been placed for loading within 48 hours. A record shall be made of all such cars on hand at 12:01 a.m. of the day following the last day of each year and a count of the same cars made 48 hours later to ascertain those still not placed for loading. The count of surplus cars shall include cars assembled in advance to meet loading requirements of more than one day, cars which have not been moved because of infrequent train service as on branch lines, cars set aside or stored for special or future loading such as perishables, grain, autos, rough freight, et cetera, cars stored because of seasonal decline in traffic, such as coal cars, ore cars, et cetera. The count of surplus cars shall not include cars out of service in connection with repairs, cars actually moving en route to owners, cars moving on car service order, cars in transit to loading points on holding road or to another road. The phrase "placed for loading" refers to (1) physical switching of a car into position for loading (2) physical switching of a car into possession of a shipper who will subsequently move it to loading position; and (3) physical switching onto tracks at a freight house, pier, et cetera, for the purpose of being loaded.

Schedule 755 Railroad Operating Statistics

ITEM DESCRIPTION (a)	LINE NO.	FREIGHT TRAIN (b)	PASSENGER TRAIN (c)
1. Miles of Road Operated (A)	1	8,148	156
2. Train Miles-Running (B)			
2-01 Unit Trains	2	503,650	
2-02 Way Trains	3	2,766,767	
2-03 Through Trains	4	7,377,870	1,905,514
2-04 Total Train Miles (lines 2-4)	5	10,648,287	1,905,514
2-05 Motorcars (C)	6		
2-06 Total, All Trains (lines 5,6)	7	10,648,287	1,905,514
3. Locomotive Unit Miles: (D)			
✓ Road Service: (E)			
3-01 Unit Trains	8	1,356,287	
3-02 Way Trains	9	6,282,267	
3-03 Through Trains	10	19,366,374	1,969,398
3-04 Total (lines 8-10)	11	27,004,928	1,969,398
3-11 Train Switching: (F)	12	624,675	
3-21 Yard Switching: (G)	13	5,425,242	46,414
3-31 Total All Services (lines 11,12, 13)	14	33,054,845	2,015,812
4. Freight Car-Miles: (Thousands) (H)			
4-01 RR Owned & Leased Cars-Loaded			
4-010 Box-Plain 40-Foot	15	8,061	
4-11 Box-Plain 50-Foot & Longer	16	37,202	
4-012 Box-Equipped	17	24,632	
4-013 Gondola-Plain	18	10,316	
4-014 Gondola-Equipped	19	2,098	
4-015 Hopper-Covered	20	43,236	
4-016 Hopper-Open Top-General Service	21	35,770	
4-017 Hopper-Open Top-Special Service	22	3,971	
4-018 Refrigerator-Mechanical	23	13,405	
4-019 Refrigerator-Non-Mechanical	24	11,795	
4-020 Flat-TOFC/COFC	25	2,295	
4-021 Flat Multi-Level	26	2,761	
4-022 Flat-General Service	27	829	
4-023 Flat-All Other	28	7,092	
4-024 All Other Car Types-Total	29	4,590	
4-025 Total (lines 15-29)	30	208,053	
4-11 RR Owned & Leased Cars-Empty			

Schedule 755 Railroad Operating Statistics—Continued

ITEM DESCRIPTION (a)	LINE NO.	FREIGHT TRAIN (b)	PASSENGER TRAIN (c)
4-110 Box-Plain 40-Foot	31	8,855	
4-111 Box-Plain 50-Foot & Longer	32	36,509	
4-112 Box-Equipped	33	22,594	
4-113 Gondola-Plain	34	9,844	
4-114 Gondola-Equipped	35	2,270	
4-115 Hopper-Covered	36	47,183	
4-116 Hopper-Open Top-General Service	37	34,927	
4-117 Hopper-Open Top-Special Service	38	4,240	
4-118 Refrigerator-Mechanical	39	10,934	
4-119 Refrigerator-Non-Mechanical	40	9,664	
4-120 Flat-TOFC/COFC	41	240	
4-121 Flat-Multi-Level	42	2,491	
4-123 Flat-General Service	43	969	
4-123 Flat-All Other	44	6,631	
4-124 All Other Car Types	45	3,624	
4-125 Total (lines 31-45)	46	200,975	
4-13 Private Line Cars-Loaded (H)			
4-130 Box-Plain 40-Foot	47	-	
4-131 Box-Plain 50-Foot & Longer	48	1,863	
4-132 Box-Equipped	49	27	
4-133 Gondola-Plain	50	103	
4-134 Gondola-Equipped	51	213	
4-135 Hopper-Covered	52	38,650	
4-136 Hopper-Open Top-General Service	53	160	
4-137 Hopper-Open Top-Special Service	54	991	
4-138 Refrigerator-Mechanical	55	355	
4-139 Refrigerator-Non-Mechanical	56	3,955	
4-140 Flat-TOFC/COFC	57	45,765	
4-141 Flat-Multi-Level	58	12,715	
4-142 Flat-General Service	59	183	
4-143 Flat-All Other	60	2,391	
4-144 Tank Under 22,000 Gallons	61	14,062	
4-145 Tank-22,000 Gallons and Over	62	4,593	
4-146 All Other Car Types	63	1,391	
4-147 Total (lines 47-63)	64	127,417	
4-15 Private Line Cars-Empty (H)			
4-150 Box-Plain 40-Foot	65	-	

Schedule 755 Railroad Operating Statistics--Continued

ITEM DESCRIPTION (a)	LINE NO.	FREIGHT TRAIN (b)	PASSENGER TRAIN (c)
4-151 Box-Plain 50-Foot & Longer	66	952	
4-152 Box Equipped	67	16	
4-153 Gondola-Plain	68	67	
4-154 Gondola-Equipped	69	220	
4-155 Hopper-Covered	70	40,800	
4-156 Hopper-Open Top-General Service	71	133	
4-157 Hopper-Open Top-Special Service	72	948	
4-158 Refrigerator-Mechanical	73	265	
4-159 Refrigerator-Non-Mechanical	74	4,230	
4-160 Flat-TOFC/COFC	75	15,304	
4-161 Flat-Multi-Level	76	12,227	
4-162 Flat-General Service	77	329	
4-163 Flat-All Other	78	3,184	
4-164 Tank-Under 22,000 Gallons	79	15,585	
4-165 Tank-22,000 Gallons and Over	80	4,917	
4-166 All Other Car Types	81	1,347	
4-167 Total (lines 65-81)	82	100,524	
4-17 Work Equipment Car-miles	83	9,485	
4-18 No payment Car miles (I)	84	40,379	
4-19 Total Car-Miles by Train Type			
4-180 Unit Trains	85	53,658	
4-181 Way Trains	86	114,295	
4-182 Through Trains	87	518,880	
4-183 Total (line 85-88)	88	686,833	
4-20 Caboose Miles	89	11,073	
5. Passenger Car-Miles: (Thousands)(j)			
5-01 Coaches	90		10,814
5-02 Combination, Passenger Cars	91		
5-03 Sleeping and Parlor Cars	92		14
5-04 Dining, Grill and Tavern Cars	93		67
5-05 Head-end Cars (Other than 5-02)	94		
5-06 Total (lines 90-94)	95		10,895
5-07 Business Cars	96		
5-08 Crew Cars (Other than C cabooses)	97		
6. Gross Ton-Miles: (Thousands)(k)			
6-01 Road Locomotives	98	5,087,961	289,934
6-02 Freight Trains, Crs., Cnts., and Caboose			

Schedule 755 Railroad Operating Statistic—Concluded

ITEM DESCRIPTION (a)	LINE NO.	FREIGHT TRAIN (b)	PASSENGER TRAIN (c)
6-020 Unit Trains ✓	99	4,783,172	
6-021 Way Trains ✓	100	6,157,875	
6-022 Through Trains ✓	101	34,203,428	
6-03 Passenger Trains, Crs., and Cnts. ✓	102	-	769,028
6-04 Non-Revenue	103	474,264	
6-05 Total (lines 98-103)	104	50,706,700	1,058,962
7. Tons of Freight (Thousands) ✓			
7-01 Revenue	105	68,510	
7-02 Non-Revenue	106	1,702	
7-03 Total (lines 105, 106)	107	70,212	
8. Ton-Miles of Freight (Thousands)(L)			
8-01 Revenue-Road Service	108	21,940,110	
8-02 Revenue-Lake Transfer Service	109		
8-03 Total (lines 108, 109) ✓	110	21,940,110	
8-04 Non-Revenue-Road Service	111	363,641	
8-05 Non-Revenue-Lake Transfer	112		
8-06 Total (lines 111, 112)	113	363,641	
8-07 Total-Revenue & Non-Revenue (lines 110, 113)	114	22,303,751	
9. Train Hours: (M)			
9-01 Road Service	115	587,287	58,743
9-02 Train Switching ✓	116	53,096	
10. Total Yard-Switching Hours (N)	117	704,881	7,447
11. Train-Miles Work Trains: (O)			
11-01 Locomotives	118	54,980	
11-02 Motorcars	119		
12. Number of Loaded Freight Cars: (P)			
12-01 Unit Trains	120	56,667	
12-02 Way Trains	121	556,253	
12-03 Through Trains	122	1,215,444	
13. TOFC/COFC-Number of Rev. Trailers & Containers Loaded & Unloaded (Q)	123	197,041	
14. Multi-Level Cars-Number of Motor Vehicles Loaded & Unloaded (Q)	124	154,362	
15. TOFC/COFC Number of Rev. Trailers Picked Up and Delivered (R)	125	3,177	
16. Revenue Tons-Marine Terminal (S)			
16-01 Marine Terminals-Coal	126		
16-02 Marine Terminals-Ore	127	5,957,617	
16-03 Marine Terminals-Other	128		
16-04 Total (lines 126-128)	129	5,957,617	
17. Number of Foreign Per Diem Cars on Line (T)			
17-01 Serviceable	130	3,832	
17-02 Unserviceable	131	15	
17-03 Surplus	132	1,473	
17-04 Total (Lines 130-132)	133	5,320	

800. CONTRACTS, AGREEMENTS, ETC.

1. Hereunder give a concise statement of each important contract, agreement, arrangement, etc., with other companies or persons, together with important revisions, modifications, terminations, and other changes thereof, which became effective during the year, and concerned in any way the rail transportation of persons or items at other than tariff rates, or the purchase of equipment under conditional sales plans without the issuance of securities by respondent, making such statements in the following order:

- (a) Freight or transportation companies or lines.
- (b) Other railway companies.
- (c) Steamboat or steamship companies.
- (d) Telegraph companies.
- (e) Telephone companies.
- (f) Equipment purchased under conditional sales contracts.
- (g) Routing traffic of affiliated companies.
- (h) Other contracts.

2. Under item 1(b), include particulars of joint facility arrangements entered into during the year by the respondent, including those maintained or operated by other carriers as well as those maintained or operated by respondent. For each joint facility, give a brief statement of the basis or bases on which revenues, expenses, taxes, interest on investment, and other items, if any, related to the facility are apportioned among the carriers using the facility or otherwise deriving benefit therefrom.

3. Under item 1(f), 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.

4. Under item 1(g), give particulars of arrangements, written or oral with affiliated companies for routing of traffic. Through route arrangements for handling of traffic interchanged with carrier affiliates should not be reported.

5. Under item 1(h), Other contracts, describe briefly the particulars of all contracts or agreements, including estimated amounts receivable, under which a government agency, or instrumentality thereof, seeks to assist respondent with grants or aid for providing passenger commuter or other passenger-train services.

6. Information concerning contracts of minor importance may be omitted. A contract of minor importance is defined as one involving receipts or payments of less than \$50,000 per year, and which, by its terms, is otherwise unimportant.

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

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

9. Compliance with the requirements of this schedule does not relieve the respondent of the duty placed upon common carriers by 49 U.S.C. 10764 of the revised, Interstate Commerce Act, which reads as follows:

(a)(1) A common carrier providing transportation subject to the jurisdiction of the Interstate Commerce Commission under subchapter I of chapter 105 of this title shall file with the Commission a copy of each arrangement related to transportation affected by this subtitle that the carrier has with another common carrier. The Commission may require other carriers and brokers subject to its jurisdiction under chapter 105 to file a copy of each arrangement related to transportation or service affected by this subtitle that they have with other persons.

(2) When the Commission finds that filing a class of arrangements by a carrier subject to its jurisdiction under subchapter I of that chapter is not necessary in the public interest, the Commission may except the class from paragraph (1) of this subsection.

(b) The Commission may disclose the existence or contents of an arrangement between a contract carrier and a shipper filed under subsection (a) of this section only if the disclosure is—

(1) limited to those parts of the arrangement that are necessary to indicate the extent of its failure to conform to a tariff then in effect under section 10762 of this title; or

(2) consistent with the public interest and made as a part of the record in a formal proceeding

Dollars in Thousands

1. (a) Various contracts with trucking or cartage companies, covering the transfer of freight between various locations on the Respondent's lines and usual arrangements for use of the equipment.

Various contracts with connecting carriers covering exempt commodities.

- (b) Finance Docket 30000 (Sub. 43) wherein the Interstate Commerce Commission as part of the Union Pacific-Missouri Pacific-Western Pacific consolidation approved CNW's Pooling Agreement in Finance Docket 30000 (Sub 43) which while effective upon consummation of the merger has not yet been implemented. The merger became effective in December of 1982.

800. CONTRACTS, AGREEMENTS, ETC. (Continued)

Agreement dated May 4, 1981, providing for C&NW use of Burlington Northern Railroad trackage between St. Paul, Minnesota and Superior, Wisconsin, a distance of 140.3 miles. These rights were consummated effective October 10, 1982 after approval of ICC in Finance Docket 29732 as amended by Finance Docket 30022. Rental is based on a user proportion and maintenance and operation expenses are based on the car mileage proportions of users operating over same.

Agreement dated June 10, 1982, providing for C&NW use of DM&IR Railroad trackage between Saunders and South Itasca, Wisconsin, a distance of 5.26 miles. These rights were consummated effective October 10, 1982 after approval of ICC in Finance Docket 30022. Rental is charged C&NW at a rate per loaded car mile and maintenance and operations expenses are assumed on the basis of gross ton miles of each of the users operating over same.

Agreement dated May 15, 1981, providing for Burlington Northern use of C&NW trackage between St. Paul and Bayport, Minnesota, a distance of 21.5 miles. These rights were authorized by ICC Finance Docket 29783 with a service date of February 4, 1982, effective as of March 5, 1982. Rental, maintenance and operation expenses are paid by BN on a train mile basis.

(c) None

(d) None

(e) None

800. CONTRACTS, AGREEMENTS, ETC. (Continued)

- (f) Conditional Sales Agreements as follows between North Western Leasing Company, Seller, and the respondent-Buyer and Agreements and Assignments thereto, whereby rights, title and interest of Seller are assigned to First National Bank of Chicago, Assignee, all covering the purchase by Respondent of equipment:

<u>Date Of Agreement</u>	<u>Description of Equipment</u>	<u>Cost</u>	
		<u>Aggregate</u>	<u>Financed</u>
3/10/82	19 Gondolas, 166 Covered Hoppers, 50 Ballast Cars and 15 Locomotives	\$8,414	\$7,511 (1)

- Note (1) To be paid by respondent in 40 equal quarterly installments on February 15, May 15, August 15 and November 15 of each year commencing on May 15, 1983, to and including February 15, 1993. The unpaid indebtedness shall bear interest at a rate equal to the lower of 1.0% over the fixed CD rate, or 0.875% over the Euro-dollar rate.

Conditional Sales Agreements as follows between North Western Leasing Company, Seller, and the respondent-Buyer and Agreements and Assignments thereto, whereby rights, title and interest of Seller are assigned to Continental Illinois National Bank and Trust Company at Chicago, Assignee, all covering the purchase by Respondent of equipment:

<u>Date Of Agreement</u>	<u>Description of Equipment</u>	<u>Cost</u>	
		<u>Aggregate</u>	<u>Financed</u>
3/19/82	6 Gondolas, 111 Hoppers and 6 Locomotives	\$3,605	\$3,196 (2)
6/22/82	8 Freight Train Cars and Miscellaneous Work Equipment	845	664 (3)
8/20/82	13 Freight Train Cars and Miscellaneous Work Equipment	1,464	1,140 (3)

- Note (2) To be paid by respondent in 40 equal quarterly installments on March 15, June 15, September 15 and December 15 of each year commencing on March 15, 1983, to and including December 15, 1992. The unpaid indebtedness shall bear interest at a rate equal to 0.875% over the Euro-dollar rate, 1.0% over the fixed CD rate or 0.5% over the prime rate.

800. CONTRACTS, AGREEMENTS, ETC. (Continued)

Note (3) To be paid by respondent in 28 equal quarterly installments on March 15, June 15, September 15 and December 15 of each year commencing on March 15, 1983, to and including November 15, 1989. The unpaid indebtedness shall bear interest at a rate equal to 0.875% over the Euro-dollar rate, 1.0% over the fixed CD rate or 0.5% over the prime rate.

An unsecured Term Loan dated March 30, 1982 between Bank of America National Trust and Savings Association (BoFA) and respondent (CNW) covering \$8,000 for money loaned CNW. CNW is obligated to repay BoFA the principal in 28 equal quarterly installments on February 15, May 15, August 15 and November 15 of each year commencing August 15, 1985. The unpaid indebtedness shall bear interest at a rate determined by reference to the prime, Euro-dollar, or CD rates plus margin from time to time, generally at borrower's option.

Conditional Sales Agreements as follows between North Western Leasing Company, Seller, and the respondent-Buyer and Agreements and Assignments thereto, whereby rights, title and interest of Seller are assigned to Citibank, N.A. at New York, Assignee, all covering the purchase by Respondent of equipment:

<u>Date Of Agreement</u>	<u>Description of Equipment</u>	<u>Cost</u>	
		<u>Aggregate</u>	<u>Financed</u>
3/1/82	25 Locomotives	\$15,500	\$13,500 (4)

Note (4) To be paid by respondent in 27 equal quarterly installments on March 31, June 30, September 30 and December 31 of each year commencing on June 30, 1983, to and including December 31, 1989. The unpaid indebtedness shall bear interest at a rate equal to the lower of 1.25% over either the Euro-dollar or CD rate.

Conditional Sales Agreements as follows between North Western Leasing Company, Seller, and the respondent-Buyer and Agreements and Assignments thereto, whereby rights, title and interest of Seller are assigned to Chemical Bank at New York, Assignee, all covering the purchase by Respondent of equipment:

<u>Date Of Agreement</u>	<u>Description of Equipment</u>	<u>Cost</u>	
		<u>Aggregate</u>	<u>Financed</u>
3/30/82	15 Hopper Cars and 5 Locomotives	\$1,555	\$1,504 (5)

800. CONTRACTS, AGREEMENTS, ETC. (Continued)

<u>Date Of Agreement</u>	<u>Description of Equipment</u>	<u>Cost</u>	
		<u>Aggregate</u>	<u>Financed</u>
10/20/82	43 Freight Train Cars, 5 Covered Hoppers and Miscellaneous Roadway and Work Equipment	\$4,412	\$3,496 (5)

Note (5) To be paid by respondent in 24 equal quarterly installments on February 15, May 15, August 15, and November 15 of each year commencing on May 15, 1986, to and including February 15, 1992. The unpaid indebtedness shall bear interest at a rate determined by reference to the prime, LIBOR, or CD rate plus margin from time to time, generally at borrower's option.

An unsecured Euro-dollar Term Loan dated April 15, 1982 between Credit Lyonnais and respondent (CNW) covering \$4,000 for money loaned CNW. CNW is obligated to repay Credit Lyonnais the principal in five equal annual installments commencing on May 5, 1983. The unpaid indebtedness shall bear interest at a rate determined by reference, to the LIBOR rate from time to time, generally at borrower's option.

Finance Agreement dated June 15, 1982 between Northwestern National Bank of Minneapolis and respondent (CNW) covering \$3,000 for money loaned CNW for the purchase of miscellaneous equipment. CNW is obligated to repay Northwestern National Bank the principal in nine semi-annual installments of \$214 commencing January 15, 1983 and one installment of \$1,075 on July 15, 1987. The unpaid indebtedness shall bear interest at a rate determined by reference to the prime, Euro-dollar, or CD rates plus margin from time to time, generally at borrower's option.

Equipment Lease Agreement dated September 1, 1982 between The Corporate Capital Group, Inc., lessor, and respondent, lessee, covering maintenance of way equipment. Respondent is obligated to pay 40 quarterly rental installments of \$16 commencing on April 1, 1983.

Security Agreement dated December 8, 1982 between First National Bank of Chicago (FNB) and North Western Leasing Company (NWL) covering \$4,489 for money loaned NWL for the purchase of 8 locomotives and 181 freight train cars. NWL is obligated to repay FNB the principal in 32 equal quarterly installments on February 15, May 15, August 15, and November 15 of each year commencing May 15, 1983. The unpaid indebtedness shall bear interest at a rate equal to the lower of 1.0% over the CD rate or 0.875% over the Euro-dollar rate.

800. CONTRACTS, AGREEMENTS, ETC. (Continued)

Security Agreement dated December 10, 1982 between European American Bank and Trust Company and North Western Leasing Company (NWL) covering \$1,934 for money loaned NWL for the purchase of 4 locomotives and 150 freight train cars. NWL is obligated to repay European American the principal in 20 equal semi-annual installments each year commencing June 1, 1986. The unpaid indebtedness shall bear interest at a rate determined by reference to the prime, Euro-dollar or CD rate plus margin from time to time, generally at borrower's option.

Equipment Lease Agreement dated July 12, 1982 between MDFC Equipment Leasing Corporation, lessor, and respondent, lessee, covering 200 dry vans. Respondent is obligated to pay 40 quarterly rental installments of \$87 commencing on February 1, 1983.

Equipment Lease Agreement dated September 1, 1982 between Neuberger & Berman Management, Inc., lessor and respondent, lessee, covering miscellaneous work equipment. Respondent is obligated to pay 32 quarterly rental installments of \$16 commencing on April 1, 1983.

Installment Payment Agreements between International Business Machines Corporation and respondent covering the purchase of various computer equipment:

<u>Date Of Agreement</u>	<u>Description of Equipment</u>	<u>Financed</u>
11/1/82	18 Disk Storage/Control	\$585
12/1/82	Misc. Computer Equipment	\$697

(g) None.

(h) Various contracts with shippers pursuant to the Staggers Act on file with the Interstate Commerce Commission.

On July 15, 1982, the Company and the Union Pacific Corporation (UPC) and related subsidiaries signed agreements dated June 1, 1982 with a group of banks to finance the acquisition of a one-half interest in the joint coal line constructed by the Burlington Northern serving the Wyoming Powder River Basin and construction of the remainder of the Wyoming Powder River Basin Coal Transportation Project. Portions of the agreement also provide terms for the future operation of the properties and other related matters. The financing agreements were approved by the ICC in a decision served August 10, 1982 and supplemented by a clarifying decision served October 8, 1982. See Note 17, Schedule 200.

RC-130900

CHICAGO & NORTHWESTERN

1982

4/6

800. CONTRACTS, AGREEMENTS, ETC. (Continued)

Project Contract - Track Rehabilitation

Amendments to agreement dated September 11, 1981, between the CNW and Regional Transportation Authority (RTA), providing for additional fixed facility upgrading, at a cost to the RTA of \$10,923.

Project Contract - Car Rehabilitation

Amendments to agreement dated July 2, 1981, between the CNW and Regional Transportation Authority (RTA), providing for additional car rehabilitation, at a cost to the RTA of \$1,351.

850. COMPETITIVE BIDDING-CLAYTON ANTITRUST ACT

Section 10 of the Clayton Antitrust Act (15 U.S.C. 20) states that "no common carrier engaged in commerce shall have any dealings in securities, supplies or other articles of commerce, or shall make or have any contracts for construction or maintenance of any kind, to the amount of more than \$50,000, in the aggregate, in any one year, with another corporation, firm, partnership or association when the said common carrier shall have upon its board of directors or as its president, manager or as its purchasing or selling officer, or agent in the particular transaction, any person who is at the same time a director, manager, or purchasing or selling officer of, or who has any substantial interest in, such other corporation, form, partnership or association, unless and

except such purchases shall be made from, or such dealings shall be made with, the bidder whose bid is the most favorable to such common carrier, to be ascertained by competitive bidding under regulations to be prescribed by rule or otherwise by the Interstate Commerce Commission." The specification for competitive bids is found in the Code of Federal Regulations, Part 1010-Competitive Bids through Part 1010.7 - Carriers Subject to the Interstate Commerce Act.

In column (g), identify the company awarded the bid by including company name and address, name and title of respondent officers, directors, selling officer, purchasing officer and/or general manager that has an affiliation with the seller.

	Nature of bid (a)	Date Published (b)	Contract number (c)	No. of bidders (d)	Method of awarding bid (e)	Date filed with the Commission (f)	Company awarded bid (g)
1	Financing on New or Used	Feb. 22 & 23	102	1	Best competitive bid	April 8,	Continental Illinois
2	Rolling Stock and	Mar. 1 & 2,				1982	National Bank & Trust
3	Maintenance of Way	1982					Co. of Chicago
4	Equipment						231 S. LaSalle Street
5							Chicago, Ill. 60693
6							
7							
8							Marvin G. Mitchell,
9							Chairman
10							CBI Industries, Inc.
11							
12							
13							
14							
15							
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17							
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24							
25							
26							
27							
28							
29							
30							

VERIFICATION

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

OATH

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

State of Illinois

County of Cook

J. M. Butler

(Insert here name of the affiant)

makes oath and says that he is Sr.V.P.-Finance & Accounting

(Insert here the official title of the affiant)

Of CHICAGO AND NORTH WESTERN TRANSPORTATION COMPANY AND SUBSIDIARIES

(Insert here the exact legal title or name of the respondent)

that it is his duty to have supervision over the books of accounts of the respondent and to control the manner in which such books are kept; that he knows that such books have been kept in good faith during the period covered by this report; that he knows that the entries contained in this report relating to accounting matters have been prepared in accordance with the provisions of the Uniform System of Accounts for Railroads and other accounting and reporting directives of this Commission; that he believes that all other statements of fact contained in this report are true, and that this report is a correct and complete statement, accurately taken from the books and records, of the business and affairs of the above-named respondent during the period of time from and including

January 1, 1982, to and including December 31, 1982

J. M. Butler
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public in and for the State and county above named, this 31st day of March, 1983

My commission expires October 3, 1984

Use an
L.S.
impression seal

Fran Haussmann
(Signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH

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

State of _____

County of _____

_____ makes oath and says that he is _____
(Insert here name of the affiant) (Insert here the official title of the affiant)

Of _____
(Insert here the exact legal title or name of the respondent)

that he has carefully examined the foregoing report; that he believes that all statements of fact contained in the said report are true, and that the said report is a correct and complete statement of the business and affairs of the above-named respondent and the operations of its property during the period of time from and including

_____, 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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SUPPLEMENTAL
SCHEDULES
CHICAGO AND NORTHWESTERN
TRANSPORTATION COMPANY
FOR THE
YEAR ENDED DECEMBER 31, 1982

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - ASSETS

Line No.	Account	Title (a)	Balance at Close of Year (b)	Balance at Beginning of Year (c)
		Current Asset	\$	\$
1	701	Cash	10,175	12,807
2	702	Temporary Cash Investments	45,335	54,042
3	703	Special Deposits	127	79
		Accounts Receivable		
4	704	— Loan and Notes	711	824
5	705	— Interline and Other Balances	9,268	9,348
6	706	— Customers	24,177	23,299
7	707	— Other	20,853	21,441
8	709, 708	— Accrued Accounts Receivables	29,822	42,646
9	708.5	— Receivables from Affiliated Companies	-	100
10	709.5	— Less: Allowance for Uncollectible Accounts	(85)	(115)
11	710, 711, 714	Working funds prepayments deferred income tax debits	2,065	2,949
12	712	Materials and Supplies	43,470	51,408
13	713	Other Current Assets	1,347	1,104
14		Total Current Assets	187,265	219,932
		Other Assets		
15	715, 716, 717	Special funds	3,507	6,556
16	721, 721.5	Investments and Advances Affiliated Companies (sch 310)	53,513	91,073
17	722, 723	Other Investments and Advances	86	169
18	724	Allowances for Net Unrealized Loss on Noncurrent Marketable Equity Securities—Cr	-	-
19	737, 738	Property used in other than Carrier Operation (less depreciation \$ 54)	2,760	2,653
20	739, 741	Other Assets	7,861	9,769
21	743	Other Deferred Debits	3,316	5,585
22	744	Accum. deferred Income Tax debits	-	-
23		Total Other Assets	71,043	115,805
		Road and Equipment		
24	731, 732	Road (Sch. 330 & 330A)	210,545	176,386
25		Equipment	352,139	316,426
26		Unallocated Items	14,214	25,365
27		Accumulated Depreciation and amortization (Schs. 335, 351, 342, 340)	(171,270)	(161,635)
28		Net road and Equipment	405,628	356,542
29		Total Assets	663,936	692,279

NOTES AND REMARKS

See Consolidated Report Schedule 200

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

Line No.	Account	Title (a)	Balance at Close of Year (b)	Balance at Beginning of Year (c)
		Current Liabilities	\$	\$
30	751	Loans and Notes Payable	-	-
31	752	Accounts Payable; Interline and Other Balances	2,525	4,915
32	753	Audited Accounts and Wages	22,022	24,169
33	754	Other Accounts Payable	3,795	3,838
34	755, 756	Interest and Dividends Payable	6,255	6,399
35	757	Payables to Affiliated Companies	6,506	17,614
36	759	Accrued accounts Payable	128,387	143,982
37	760, 761, 761.5, 762	Taxes Accrued	12,464	13,909
38	763	Other Current Liabilities	537	487
39	764	Equipment obligations and other long-term debt due within one year	38,753	34,217
40		Total Current Liabilities	221,244	249,530
		Non Current Liabilities		
41	765, 767	Funded debt unmatured	103,324	99,712
42	766	Equipment obligations	123,499	113,830
43	766.5	Capitalized Lease Obligations	50,849	53,764
44	768	Debt in default	-	-
45	769	Accounts payable: Affiliated Companies	19,431	13,358
46	770.1, 770.2	Unamortized debt premium	(24)	(32)
47	781	Interest in default	-	-
48	783	Deferred revenues-Transfers from Government Authorities	631	638
49	786	Accumulated deferred income tax credits	143	93
50	771, 772, 774, 775, 782, 784	Other long-term liabilities and deferred credits	50,507	46,109
51		Total Noncurrent Liabilities	348,360	327,472
		Shareholders' Equity		
52	791, 792	Capital Stock (Sch. 230)		
53		Common Stock	3,791	3,736
54		Preferred Stock - Redeemable	143,850	140,810
55	793	Discount on Capital Stock	-	-
56	794, 795	Additional Capital (230)	5,104	1,654
		Retained Earnings		
57	797	Appropriate (221)	-	-
58	798	Unappropriated (226)	(58,310)	(30,904)
59	798.1	Net Unrealized loss on noncurrent marketable equity securities	-	-
60	798.5	Less Treasury Stock	(103)	(19)
61		Net Stockholders Equity	94,332	115,277
62		Total Liabilities and Shareholders Equity	663,936	692,279

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES

The notes listed below are provided to disclose supplementary information on matters which have an important effect on the financial condition of the carrier. The carrier shall give the particulars called for herein and where there is nothing to report, insert the word "none"; and in addition thereto shall enter in separate notes with suitable particulars other matters involving material amounts of the character commonly disclosed in financial statements under generally accepted accounting and reporting principles, except as shown in other schedules. This includes statements explaining (1)

service interruption insurance policies and indicating the amount of indemnity to which respondent will be entitled for work stoppage losses and the maximum amount of additional premium respondent may be obligated to pay in the event such losses are sustained by other railroads; (2) particulars concerning obligations for stock purchase options granted to officers and employees; and (3) what entries have been made for net income or retained income restricted under provisions of mortgages and other arrangements (Dollars in thousands).

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

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

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

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

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

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

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

Date of trust agreement or latest amendment _____

If respondent is affiliated in any way with the trustee(s), explain affiliation: _____

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

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

Yes _____ No _____

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

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

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

5. (a) The amount of employers contribution to employee stock ownership plans for the current year was \$ _____

(b) The amount of investment tax credit used to reduce current income tax expense resulting from contributions to qualified employee stock ownership plans for the current year was \$ _____

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

Note: See Consolidated Report Schedule 200.

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

Marketable Equity Securities - to be completed by companies with \$10.0 million or more in gross operating revenues.

(a) Changes in Valuation Accounts

	Cost	Market	Dr. (Cr) to Income	Dr. (Cr) to Stockholders Equity
(Current Yr.) Current Portfolio _____				XXXXXX
as of / / Noncurrent Portfolio _____			XXXXXX	\$ _____
(Previous Yr.) Current Portfolio _____			XXXXXX	XXXXXX
as of / / Noncurrent Portfolio _____			XXXXXX	XXXXXX

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

	Gains	Losses
Current	\$ _____	\$ _____
Noncurrent	_____	_____

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

Significant net realized and net unrealized gains and losses arising after date of the financial statements but prior to their filing, applicable to marketable equity securities owned at balance sheet date shall be disclosed below:

NOTE: / / - date - Balance sheet date of reported year unless specified as previous year.

NOTES AND REMARKS

See Consolidated Report Schedule 200.

210. RESULTS OF OPERATIONS

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

2. Report total operating expenses from Schedule 410 of this report. Any disparities in expense amounts shown in this schedule and expense amounts reported in Schedule 410 must be fully explained on page 12 Results of Operations.

3. List dividends from investments accounted for under the cost method on the appropriate line No. 19, for, Account No. 513, "Dividend income." List dividends accounted for by the equity method on the appropriate dividend line No. 25 for Account No. 512 under the "Income from Affiliated Companies" subsection of this schedule.

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

5. Dollars in thousands.

Line No.	Item (a)	Amount for Current Year (b)	Amount for Preceding Year (c)	Freight-Related Revenue & Expenses (d)	Passenger-Related Revenue & Expenses (e)
	ORDINARY ITEMS				
	OPERATING INCOME				
	Railway Operating Income				
1	(101) Freight **	\$ 707,298	\$ 882,746	\$	\$
2	(102) Passenger **	51,991	50,355		
2	(103) Passenger-Related	202	197		
4	(104) Switching	19,015	16,671		
5	(105) Water Transfers	-	-		
6	(106) Demurrage	7,225	9,756		
7	(110) Incidental	4,185	4,821		
8	(121) Joint Facility-Credit	303	425		
9	(122) Joint Facility-Debit	(2)	(1)		
10	(501) Railway operating revenues (Exclusive of transfers from Government Authorities-lines 1-9)	790,217	964,970		
11	(502) Railway operating revenues-Transfers from Government Authorities for current operations	16,928	17,511		
12	(503) Railway operating revenues-Amortization of deferred transfers from Government Authorities	8	24		
13	Total railway operating revenues (lines 10-12)	807,153	982,505		
14	(531) Railway operating expenses	839,535	977,146		
15	*Net revenue from railway operations	(32,382)	5,359		
	OTHER INCOME				
16	(506) Revenue from property used in other than carrier operations	(8)	-		
17	(510) Miscellaneous rent income	3,836	3,294		
18	(512) Separately operated properties-Profit	-	-		
19	(513) Dividend Income (cost method)	-	5		
20	(514) Interest income	9,260	12,751		
21	(516) Income from sinking and other funds	487	759		
22	(517) Release of premiums on funded debt	4	4		
23	(518) Contributions from other companies	-	-		
24	(519) Miscellaneous income	29,223	22,728		
	Income from affiliated companies				
25	(513) Dividends (equity method)	6,126	-		
26	Equity in undistributed earnings (losses)	(1,167)	5,335		
27	Total other income (lines 16-26)	47,761	44,876		
28	Total income (lines 15, 27)	15,379	50,235		
	MISCELLANEOUS DEDUCTIONS FROM INCOME				
29	(534) Expenses of property used in other than carrier operations	-	-		
30	(535) Taxes on property used in other than carrier operations	-	-		
31	(543) Miscellaneous rent expense	988	1,303		
32	(544) Miscellaneous taxes	113	146		
33	(545) Separately operated properties-Loss	-	-		
34	(549) Maintenance of investment organization	-	-		
35	(550) Income transferred to other companies	-	-		
36	(551) Miscellaneous income charges	4,741	1,835		
37	(553) Uncollectible accounts	-	-		
38	Total miscellaneous deductions (lines 29-37)	5,842	3,284		
39	Income available for fixed charges (Lines 28, 38)	9,537	46,951		

210. RESULTS OF OPERATIONS-Continued

Line No.	Item (a)	Amount for Current Year (b)	Amount for Preceding Year (c)
	FIXED CHARGES	\$	\$
	(546) Interest on funded debt:		
40	(a) Fixed interest not in default	36,012	36,031
41	(b) Interest in default	-	-
42	(547) Interest on unfunded debt	697	1,989
43	(548) Amortization of discount on funded debt	184	255
44	Total fixed charges (lines 40-43)	36,893	38,275
45	Income after fixed charges (lines 39, 44)	(27,356)	8,676
	OTHER DEDUCTIONS		
	(546) Interest on funded debt:		
46	(c) Contingent interest	-	101
	UNUSAL OR INFREQUENT ITEMS		
47	(555) Unusual or infrequent items (debit) credit	-	-
48	Income (loss) from continuing operations (before income taxes)	(27,356)	8,575
	PROVISIONS FOR INCOME TAXES		
	(556) Income taxes on ordinary income		
49	Federal income taxes	-	-
50	State income taxes	-	-
51	Other income taxes	-	-
52	(557) Provision for deferred taxes	50	225
53	Total provisions for income taxes (lines 49-52)	50	225
54	Income from continuing operations	(27,406)	8,350
	DISCONTINUED OPERATIONS		
55	(560) Income or loss from operations of discontinued segments (less applicable income taxes of \$)	-	-
56	(562) Gain or loss on disposal of discontinued segments (less applicable income taxes of \$)	-	-
57	Income before extraordinary items	(27,406)	8,350
	EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES		
58	(570) Extraordinary items (Net)	-	11,721
59	(590) Income taxes on extraordinary items	-	-
60	(591) Provision for deferred taxes - Extraordinary items	-	750
61	Total extraordinary items (lines 57-59)	-	10,971
62	(592) Cumulative effect of changes in accounting principles (less applicable income taxes of \$)	-	-
63	Net income (Loss)	(27,406)	19,321
	*Reconciliation of net railway operating income (NROI)		
64	Net revenues from railway operations	(32,382)	5,359
65	(556) Income taxes on ordinary income (-)	-	-
66	(557) Provision for deferred income taxes (-)	50	225
67	Income from lease of road and equipment (-)	246	291
68	Rent for leased roads and equipment (+)	6,487	6,458
69	Net railway operating income (loss)	(26,191)	11,301

220. RETAINED EARNINGS—UNAPPROPRIATED

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

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

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

4. Segregate in column (c) all amounts applicable to the equity in undistributed earnings (losses) of affiliated companies based on the equity method of accounting.

5. Line 3 (line 7 if debit balance), column (c), should agree with line 26, column (b), Schedule 210. The total of columns (b) and (c), lines 3 and 7, should agree with line 62, column (b), Schedule 210.

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

Line No.	Item (a)	Retained earnings— Unappropriated (b)	Equity in undistributed earnings (losses), of affiliated companies (c)
1	Balances of beginning of year	\$ (47,914)	\$ 17,010
2	(601.5) Prior period adjustments to beginning retained earnings		
	CREDITS		
3	(602) Credit balance transferred from income		4,959
4	(603) Appropriations released		
5	(606) Other credits to retained earnings equity in undistributed earnings (losses of affiliated companies)		
6	Total		4,959
	DEBITS		
7	(612) Debit balance transferred from income	26,239	
8	(616) Other debits to retained earnings equity in undistributed earnings (losses of affiliated companies)		
9	(620) Appropriations for sinking and other funds		
10	(621) Appropriations for other purposes		
11	(623) Dividends: Common stock		6,126
12	Preferred stock ¹		
13	Total	26,239	6,126
14	Net increase (decrease) during year (Line 6 minus line 13)	(26,239)	(1,167)
15	Balances at close of year (Lines 1, 2 and 14)	(74,153)	15,843
16	Balances from line 15(c)	15,843	XXXXX
17	Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of Year	(58,310)	XXXXX
	REMARKS		
	Amount of assigned Federal income tax consequences		
18	Account 606		XXXXX
19	Account 616		XXXXX

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

SUPPLEMENTAL

SCHEDULES

OSHKOSH TRANSPORTATION COMPANY

FOR THE

YEAR ENDED DECEMBER 31, 1982

B. IDENTITY OF RESPONDENT

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

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

Board, indicate such fact on line 1 below and list the consolidated group on page 4.

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

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

1. Exact name of common carrier making this report Oshkosh Transportation Company
2. Date of incorporation January 11, 1868
3. Under laws of what Government, State, or Territory organized? If more than one, name all. If in bankruptcy, give court of jurisdiction and dates of beginning of receivership or trusteeship and of appointment of receivers or trustees Wisconsin. No changes during the year.
4. If the respondent was reorganized during the year, involved in a consolidation or merger, or conducted its business under a different name, give full particulars. It was not.

STOCKHOLDERS REPORTS

5. 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.

C. VOTING POWERS AND ELECTIONS

1. State the par value of each share of stock: Common, \$ 100 per share; first preferred, \$ — per share; second preferred, \$ — per share; debenture stock, \$ — per share.
2. State whether or not each share of stock has the right to one vote; if not, give full particulars in a footnote Yes
3. Are voting rights proportional to holdings? Yes If not, state in a footnote the relation between holdings and corresponding voting rights.
4. Are voting rights attached to any securities other than stock? No If so, name in a footnote each security, other than stock to which voting rights are attached (as of the close of the year), and state in detail the relation between holdings and corresponding voting rights, stating whether voting rights are actual or contingent, and if contingent showing the contingency.
5. Has any class or issue of securities any special privileges in the election of directors, trustees, or managers, or in the determination of corporate action by any method? No If so, describe fully in a footnote each such class or issue and give a succinct statement showing clearly the character and extent of such privileges.
6. Give the date of the latest closing of the stock book prior to the actual filing of this report, and state the purpose of such closing Stock books have not been closed.
7. State the total voting power of all security holders of the respondent at the date of such closing, if within one year of the date of such filing; if not, state as of the close of the year. 700 votes, as of December 31, 1982 (Date)
8. State the total number of stockholders of record, as of the date shown in answer to inquiry No. 7. Four (4) stockholders.
9. Give the names of the thirty security holders of the respondent who, at the date of the latest closing of the stock book or compilation of list of stockholders of the respondent (if within 1 year prior to the actual filing of this report), had the highest voting powers in the respondent, showing for each his address, the number of votes which he would have had a right to cast on that date had a meeting then been in order, and the classification of the number of votes to which he was entitled, with respect to securities held by him, such securities being classified as common stock, second preferred stock, first preferred stock, and other securities, stating in a footnote the names of such other securities (if any). If any such holder held in trust, give (in a footnote) the particulars of the trust. In the case of voting trust agreements give, as supplemental information the names and addresses of the thirty largest holders of the voting trust certificates and the amount of their individual holdings. If the stock book was not closed or the list of stockholders compiled within such year, show such thirty security holders as of the close of the year.

Line No.	Name of security holder	Address of security holder	Number of votes to which security holder was entitled	NUMBER OF VOTES, CLASSIFIED WITH RESPECT TO SECURITIES ON WHICH BASED		
				Stocks		
				Common	PREFERRED	
	(a)	(b)	(c)	(d)	Second (e)	First (f)
1	Chicago and North					
2	Western Transportation					
3	Company	Chicago, IL	697	697		
4	James R. Wolfe	Chicago, IL	1*	1*		
5	Louis T. Duerinck	Chicago, IL	1*	1*		
6	Robert D. Smith	Chicago, IL	1*	1*		
7						
8						
9	*Director's qualifying stock held for and					
10	in behalf of Chicago and North Western					
11	Transportation Company.					
12						
13						
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27						
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29						
30						

C. VOTING POWERS AND ELECTIONS - Continued

10. State the total number of votes cast at the latest general meeting for the election of directors of the respondent. 700
votes cast.

11. Give the date of such meeting. October 14, 1982

12. Give the place of such meeting. Chicago, Illinois

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - ASSETS

Line No	Account	Title (a)	Balance at Close of Year (b)	Balance at Beginning of Year (c)
		Current Asset	\$	\$
1	701	Cash		
2	702	Temporary Cash Investments		
3	703	Special Deposits		
		Accounts Receivable		
4	704	— Loan and Notes		
5	705	— Interline and Other Balances		
6	706	— Customers		
7	707	— Other		
8	709, 708	— Accrued Accounts Receivables		
9	708 5	— Receivables from Affiliated Companies		
10	709 5	— Less: Allowance for Uncollectible Accounts		
11	710, 711, 714	Working funds prepayments deferred income tax debits		
12	712	Materials and Supplies		
13	713	Other Current Assets		
14		Total Current Assets	None	None
		Other Assets		
15	715, 716, 717	Special funds		
16	721, 721 5	Investments and Advances Affiliated Companies (sch 310)	3	3
17	722, 723	Other Investments and Advances		
18	724	Allowances for Net Unrealized Loss on Noncurrent Marketable Equity Securities—Cr		
19	737, 738	Property used in other than Carrier Operation (less depreciation)		
20	739, 741	Other Assets		
21	743	Other Deferred Debits		
22	744	Accum. deferred Income Tax debits		
23		Total Other Assets	3	3
		Road and Equipment		
24	731, 732	Road (Sch. 330 & 330A)	42	42
25		Equipment		
26		Unallocated Items		
27		Accumulated Depreciation and amortization (Schs. 335, 351, 342, 340)		
28		Net road and Equipment	42	42
29		Total Assets	45	45

NOTES AND REMARKS

100. COMPARATIVE STATEMENT OF FINANCIAL POSITION - LIABILITIES AND SHAREHOLDERS' EQUITY

Line No.	Account	Title (a)	Balance at Close of Year (b)	Balance at Beginning of Year (c)
		Current Liabilities	\$	\$
30	751	Loans and Notes Payable		
31	752	Accounts Payable: Interline and Other Balances		
32	753	Audited Accounts and Wages		
33	754	Other Accounts Payable		
34	755, 756	Interest and Dividends Payable		
35	757	Payables to Affiliated Companies		
36	759	Accrued accounts Payable		
37	760, 761, 761.5, 762	Taxes Accrued		
38	763	Other Current Liabilities		
39	764	Equipment obligations and other long-term debt due within one year		
40		Total Current Liabilities	None	None
		Non Current Liabilities		
41	765, 767	Funded debt unmatured		
42	766	Equipment obligations		
43	766.5	Capitalized Lease Obligations		
44	768	Debt in default		
45	769	Accounts payable: Affiliated Companies		
46	770.1, 770.2	Unamortized debt premium		
47	781	Interest in default		
48	783	Deferred revenues-Transfers from Government Authorities		
49	786	Accumulated deferred income tax credits		
50	771, 772, 774, 775, 782, 784	Other long-term liabilities and deferred credits		
51		Total Noncurrent Liabilities	None	None
		Shareholders' Equity		
52	791, 792	Capital Stock (Sch. 230)		
53		Common Stock	70	70
54		Preferred Stock		
55	793	Discount on Capital Stock		
56	794, 795	Additional Capital (230)		
		Retained Earnings		
57	797	Appropriate (221)		
58	798	Unappropriated (220)	(25)	(25)
59	798.1	Net Unrealized loss on noncurrent marketable equity securities		
60	798.5	Less Treasury Stock		
61		Net Stockholders Equity	45	45
62		Total Liabilities and Shareholders Equity	45	45

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES

The notes listed below are provided to disclose supplementary information on matters which have an important effect on the financial condition of the carrier. The carrier shall give the particulars called for herein and where there is nothing to report, insert the word "none"; and in addition thereto shall enter in separate notes with suitable particulars other matters involving material amounts of the character commonly disclosed in financial statements under generally accepted accounting and reporting principles, except as shown in other schedules. This includes statements explaining (1)

service interruption insurance policies and indicating the amount of indemnity to which respondent will be entitled for work stoppage losses and the maximum amount of additional premium respondent may be obligated to pay in the event such losses are sustained by other railroads; (2) particulars concerning obligations for stock purchase options granted to officers and employees; and (3) what entries have been made for net income or retained income restricted under provisions of mortgages and other arrangements (Dollars in thousands).

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

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

3. (a) Explain the procedure in accounting for pension funds and recording in the accounts the current and past service pension costs, indicating whether or not consistent with the prior year: None

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

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

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

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

Date of trust agreement or latest amendment

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

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

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

Yes No

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

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

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

5. (a) The amount of employers contribution to employee stock ownership plans for the current year was \$

(b) The amount of investment tax credit used to reduce current income tax expense resulting from contributions to qualified employee stock ownership plans for the current year was \$

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

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

Marketable Equity Securities - to be completed by companies with \$10.0 million or more in gross operating revenues.

(a) Changes in Valuation Accounts

	Cost	Market	Dr. (Cr) to Income	Dr. (Cr) to Stockholders Equity
(Current Yr.) Current Portfolio _____				XXXXXX
as of / / Noncurrent Portfolio _____			XXXXXX	\$
(Previous Yr.) Current Portfolio _____			XXXXXX	XXXXXX
as of / / Noncurrent Portfolio _____			XXXXXX	XXXXXX

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

	Gains	Losses
Current	\$ _____	\$ _____
Noncurrent	_____	_____

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

Significant net realized and net unrealized gains and losses arising after date of the financial statements but prior to their filing, applicable to marketable equity securities owned at balance sheet date shall be disclosed below:

NOTE: / / - date - Balance sheet date of reported year unless specified as previous year.

NOTES AND REMARKS

210. RESULTS OF OPERATIONS

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

2. Report total operating expenses from Schedule 410 of this report. Any disparities in expense amounts shown in this schedule and expense amounts reported in Schedule 410 must be fully explained on page 12 Results of Operations.

3. List dividends from investments accounted for under the cost method on the appropriate line No. 19, for, Account No. 513, "Di-

vidend income." List dividends accounted for by the equity method on the appropriate dividend line No. 25 for Account No. 512 under the "Income from Affiliated Companies" subsection of this schedule.

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

5. Dollars in thousands.

Line No	Item (a)	Amount for Current Year (b)	Amount for Preceding Year (c)	Freight-Related Revenue & Expenses (d)	Passenger-Related Revenue & Expenses (e)
	ORDINARY ITEMS				
	OPERATING INCOME				
	Railway Operating Income				
1	(101) Freight **	\$	\$	\$	\$
2	(102) Passenger **				
2	(103) Passenger-Related				
4	(104) Switching				
5	(105) Water Transfers				
6	(106) Demurrage				
7	(110) Incidental				
8	(121) Joint Facility-Credit				
9	(122) Joint Facility-Debit				
10	(501) Railway operating revenues (Exclusive of transfers from Government Authorities-lines 1-9)				
11	(502) Railway operating revenues-Transfers from Government Authorities for current operations				
12	(503) Railway operating revenues-Amortization of deferred transfers from Government Authorities				
13	Total railway operating revenues (lines 10-12)				
14	(531) Railway operating expenses				
15	*Net revenue from railway operations	None	None		
	OTHER INCOME				
16	(506) Revenue from property used in other than carrier operations				
17	(510) Miscellaneous rent income				
18	(512) Separately operated properties-Profit				
19	(513) Dividend Income (cost method)				
20	(514) Interest income				
21	(516) Income from sinking and other funds				
22	(517) Release of premiums on funded debt				
23	(518) Contributions from other companies				
24	(519) Miscellaneous income				
	Income from affiliated companies				
25	(513) Dividends (equity method)				
26	Equity in undistributed earnings (losses)				
27	Total other income (lines 16-26)				
28	Total income (lines 15, 27)	None	None		
	MISCELLANEOUS DEDUCTIONS FROM INCOME				
29	(534) Expenses of property used in other than carrier operations				
30	(535) Taxes on property used in other than carrier operations				
31	(543) Miscellaneous rent expense				
32	(544) Miscellaneous taxes				
33	(545) Separately operated properties-Loss				
34	(549) Maintenance of investment organization				
35	(550) Income transferred to other companies				
36	(551) Miscellaneous income charges				
37	(553) Uncollectible accounts				
38	Total miscellaneous deductions (lines 29-37)				
39	Income available for fixed charges Lines 28, 38	None	None		

210. RESULTS OF OPERATIONS-Continued

Line No.	Item (a)	Amount for Current Year (b)	Amount for Preceding Year (c)
	FIXED CHARGES	\$	\$
	(546) Interest on funded debt:		
40	(a) Fixed interest not in default		
41	(b) Interest in default		
42	(547) Interest on unfunded debt		
43	(548) Amortization of discount on funded debt		
44	Total fixed charges (lines 40-43)		
45	Income after fixed charges (lines 39, 44)	None	None
	OTHER DEDUCTIONS		
	(546) Interest on funded debt:		
46	(c) Contingent interest		
	UNUSAL OR INFREQUENT ITEMS		
47	(555) Unusual or infrequent items (debit) credit	None	None
48	Income (loss) from continuing operations (before income taxes)		
	PROVISIONS FOR INCOME TAXES		
	(556) Income taxes on ordinary income:		
49	Federal income taxes		
50	State income taxes		
51	Other income taxes		
52	(557) Provision for deferred taxes		
53	Total provisions for income taxes (lines 49-52)		
54	Income from continuing operations	None	None
	DISCONTINUED OPERATIONS		
55	(560) Income or loss from operations of discontinued segments (less applicable income taxes of \$)		
56	(562) Gain or loss on disposal of discontinued segments (less applicable income taxes of \$)		
57	Income before extraordinary items	None	None
	EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES		
58	(570) Extraordinary items (Net)		
59	(590) Income taxes on extraordinary items		
60	(591) Provision for deferred taxes - Extraordinary items		
61	Total extraordinary items (lines 57-59)		
62	(592) Cumulative effect of changes in accounting principles (less applicable income taxes of \$)		
63	Net income (Loss)	None	None
	*Reconciliation of net railway operating income (NROI)		
64	Net revenues from railway operations		
65	(556) Income taxes on ordinary income (-)		
66	(557) Provision for deferred income taxes (-)		
67	Income from lease of road and equipment (-)		
68	Rent for leased roads and equipment (+)		
69	Net railway operating income (loss)	None	None

220. RETAINED EARNINGS—UNAPPROPRIATED

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

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

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

4. Segregate in column (c) all amounts applicable to the equity in undistributed earnings (losses) of affiliated companies based on the equity method of accounting.

5. Line 3 (line 7 if debit balance), column (c), should agree with line 26, column (b), Schedule 210. The total of columns (b) and (c), lines 3 and 7, should agree with line 62, column (b), Schedule 210.

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

Line No.	Item (a)	Retained earnings— Unappropriated (b)	Equity in undistributed earnings (losses), of affiliated companies (c)
1	Balances of beginning of year _____	\$ (25)	\$
2	(601.5) Prior period adjustments to beginning retained earnings _____		
	CREDITS		
3	(602) Credit balance transferred from income _____		
4	(603) Appropriations released _____		
5	(606) Other credits to retained earnings equity in undistributed earnings (losses) of affiliated companies _____		
6	Total _____	None	
	DEBITS		
7	(612) Debit balance transferred from income _____		
8	(616) Other debits to retained earnings equity in undistributed earnings (losses) of affiliated companies _____		
9	(620) Appropriations for sinking and other funds _____		
10	(621) Appropriations for other purposes _____		
11	(623) Dividends: Common stock _____		
12	Preferred stock ¹ _____		
13	Total _____	None	
14	Net increase (decrease) during year (Line 6 minus line 13) _____	None	
15	Balances at close of year (Lines 1, 2 and 14) _____	(25)	
16	Balances from line 15(c) _____		XXXXX
17	Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of Year _____	(25)	XXXXX
	REMARKS		
18	Amount of assigned Federal income tax consequences Account 606 _____		XXXXX
19	Account 616 _____		XXXXX

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

230. CAPITAL STOCK

PART I. CAPITAL STOCK

1. Disclose in column (a) the particulars of the various issues of capital stock of the respondent, distinguishing separate issues of any general class, if different in any respect.
2. Present in column (b) the par or stated value of each issue. If none, so state.
3. Disclose in columns (c), (d), (e) and (f) the required information concerning the number of shares authorized, issued, in treasury and outstanding for the various issues.
4. For the purposes of this report, capital stock and other securities are considered to be nominally issued when certificates are signed and sealed and placed with the proper officer for

sale and delivery or are pledged or otherwise placed in some special fund of the respondent. They are considered to be actually issued when sold to a bona fide purchaser who holds them free from control by the respondent. All securities actually issued and not reacquired by or for the respondent are considered to be actually outstanding. If reacquired by or for the respondent, and not canceled or retired, they are considered to be nominally outstanding.

5. Dollars in thousands.

Line No.	Class of Stock (a)	Par Value (b)	Number of Shares				Book Value at End of Year	
			Authorized (c)	Issued (d)	In Treasury (e)	Outstanding (f)	Outstanding (g)	In Treasury (h)
1	Common	\$100	700	700	None	700	\$70	
2								
3								
4	Preferred							
5								
6								
7								
8								
9								
10	TOTAL	XXXXX	700	700	None	700	\$70	

PART II. SUMMARY OF CAPITAL STOCK CHANGES DURING YEAR

1. The purpose of this part is to disclose capital stock changes during the year.
2. Column (a) presents the items to be disclosed.
3. Columns (b), (d) and (f) require disclosures of the number of preferred, common and treasury stock, respectively, applicable to the items presented in column (a).
4. Columns (c), (e) and (g) requires the applicable disclosure of the book values of preferred, common and treasury stock.

5. Disclose in column (h) the additional paid-in capital realized from changes in capital stock during year.
6. Unusual circumstances arising from changes in capital stock changes shall be fully explained in footnotes to this schedule.
7. Report dollars in thousands.

Line No.	Items (a)	Preferred Stock		Common Stock		Treasury Stock		Additional Capital (h)
		Number of Shares (b)	Amount (c)	Number of Shares (d)	Amount (e)	Number of Shares (f)	Amount (g)	
11	Balance at beginning of year		\$	700	\$70		\$	\$
12	Capital Stock Sold ¹							
13	Capital Stock Reacquired							
14	Capital Stock Canceled							
15	Stock Dividends							
16	Balance at Close of Year			700	\$70			

¹ By footnote on page 18 state the purpose of the issue and authority.

Road Initials: OSH Year 1982

SUPPLEMENTAL
SCHEDULES
MINNEAPOLIS INDUSTRIAL RAILWAY
COMPANY
FOR THE
YEAR ENDED DECEMBER 31, 1982

B. IDENTITY OF RESPONDENT

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

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

Board, indicate such fact on line 1 below and list the consolidated group on page 4.

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

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

1. Exact name of common carrier making this report Minneapolis Industrial Railway Company
2. Date of incorporation October 3, 1932
3. Under laws of what Government, State, or Territory organized? If more than one, name all. If in bankruptcy, give court of jurisdiction and dates of beginning of receivership or trusteeship and of appointment of receivers or trustees Organized under General Corporation Laws of the State of Delaware, Chapter 65 and all Acts amendatory thereto. No changes effected during the year. Amendment previously effected September 3, 1959.
4. If the respondent was reorganized during the year, involved in a consolidation or merger, or conducted its business under a different name, give full particulars. It was not.

STOCKHOLDERS REPORTS

5. 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.

C. VOTING POWERS AND ELECTIONS

1. State the par value of each share of stock: Common, \$ 100 per share; first preferred, \$ 100 per share; second preferred, \$ — per share; debenture stock, \$ — per share.
2. State whether or not each share of stock has the right to one vote; if not, give full particulars in a footnote Yes
3. Are voting rights proportional to holdings? Yes If not, state in a footnote the relation between holdings and corresponding voting rights.
4. Are voting rights attached to any securities other than stock? No If so, name in a footnote each security, other than stock to which voting rights are attached (as of the close of the year), and state in detail the relation between holdings and corresponding voting rights, stating whether voting rights are actual or contingent, and if contingent showing the contingency.
5. Has any class or issue of securities any special privileges in the election of directors, trustees, or managers, or in the determination of corporate action by any method? No If so, describe fully in a footnote each such class or issue and give a succinct statement showing clearly the character and extent of such privileges.
6. Give the date of the latest closing of the stock book prior to the actual filing of this report, and state the purpose of such closing Stock book has not been closed.
7. State the total voting power of all security holders of the respondent at the date of such closing, if within one year of the date of such filing; if not, state as of the close of the year. 1,000 votes, as of December 31, 1982 (Date)
8. State the total number of stockholders of record, as of the date shown in answer to inquiry No. 7. One (1) stockholders.
9. Give the names of the thirty security holders of the respondent who, at the date of the latest closing of the stock book or compilation of list of stockholders of the respondent (if within 1 year prior to the actual filing of this report), had the highest voting powers in the respondent, showing for each his address, the number of votes which he would have had a right to cast on that date had a meeting then been in order, and the classification of the number of votes to which he was entitled, with respect to securities held by him, such securities being classified as common stock, second preferred stock, first preferred stock, and other securities, stating in a footnote the names of such other securities (if any). If any such holder held in trust, give (in a footnote) the particulars of the trust. In the case of voting trust agreements give, as supplemental information the names and addresses of the thirty largest holders of the voting trust certificates and the amount of their individual holdings. *If the stock book was not closed or the list of stockholders compiled within such year, show such thirty security holders as of the close of the year.*

Line No.	Name of security holder (a)	Address of security holder (b)	Number of votes to which security holder was entitled (c)	NUMBER OF VOTES, CLASSIFIED WITH RESPECT TO SECURITIES ON WHICH BASED		
				Stocks		
				Common (d)	PREFERRED Second (e)	First (f)
1	Chicago and North					
2	Western Transportation					
3	Company	Chicago, IL	1,000	1,000	—	—
4						
5						
6						
7						
8						
9						
10						
11						
12						
13						
14						
15						
16						
17						
18						
19						
20						
21						
22						
23						
24						
25						
26						
27						
28						
29						
30						

C. VOTING POWERS AND ELECTIONS - Continued

10. State the total number of votes cast at the latest general meeting for the election of directors of the respondent. 1,000
votes cast.
11. Give the date of such meeting. October 14, 1982
12. Give the place of such meeting. Chicago, Illinois

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - ASSETS

Line No	Account	Title (a)	Balance at Close of Year (b)	Balance at Beginning of Year (c)
		Current Asset	\$	\$
1	701	Cash	1	1
2	702	Temporary Cash Investments		
3	703	Special Deposits		
4	704	Accounts Receivable		
		— Loan and Notes		
5	705	— Interline and Other Balances		
6	706	— Customers		
7	707	— Other		
8	709, 708	— Accrued Accounts Receivables		
9	708.5	— Receivables from Affiliated Companies		
10	709.5	— Less: Allowance for Uncollectible Accounts		
11	710, 711, 714	Working funds prepayments deferred income tax debits		
12	712	Materials and Supplies		
13	713	Other Current Assets	27	23
14		Total Current Assets	28	24
		Other Assets		
15	715, 716, 717	Special funds		
16	721, 721.5	Investments and Advances Affiliated Companies (sch 310)		
17	722, 723	Other Investments and Advances		
18	724	Allowances for Net Unrealized Loss on Noncurrent Marketable Equity Securities—Cr		
19	737, 738	Property used in other than Carrier Operation (less depreciation)	65	65
20	739, 741	Other Assets		
21	743	Other Deferred Debits		
22	744	Accum. deferred Income Tax debits		
23		Total Other Assets	65	65
		Road and Equipment		
24	731, 732	Road (Sch. 330 & 330A)	499	494
25		Equipment	2,257	2,559
26		Unallocated Items	(236)	(236)
27		Accumulated Depreciation and amortization (Schs. 335, 351, 342, 340)	(416)	(363)
28		Net road and Equipment	2,104	2,454
29		Total Assets	2,197	2,543

NOTES AND REMARKS

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

Line No.	Account	Title (a)	Balance at Close of Year (b)	Balance at Beginning of Year (c)
		Current Liabilities	\$	\$
30	751	Loans and Notes Payable		
31	752	Accounts Payable: Interline and Other Balances		
32	753	Audited Accounts and Wages		
33	754	Other Accounts Payable		
34	755, 756	Interest and Dividends Payable		
35	757	Payables to Affiliated Companies		
36	759	Accrued accounts Payable		
37	760, 761, 761.5, 762	Taxes Accrued		
38	763	Other Current Liabilities		
39	764	Equipment obligations and other long-term debt due within one year		
40		Total Current Liabilities	None	None
		Non Current Liabilities		
41	765, 767	Funded debt unmatured		
42	766	Equipment obligations		
43	766.5	Capitalized Lease Obligations		
44	768	Debt in default		
45	769	Accounts payable: Affiliated Companies	872	1,204
46	770.1, 770.2	Unamortized debt premium		
47	781	Interest in default		
48	783	Deferred revenues-Transfers from Government Authorities		
49	786	Accumulated deferred income tax credits	134	82
50	771, 772, 774, 775, 782, 784	Other long-term liabilities and deferred credits	63	65
51		Total Noncurrent Liabilities	1,069	1,351
		Shareholders' Equity		
52	791, 792	Capital Stock (Sch. 230)		
53		Common Stock	100	100
54		Preferred Stock		
55	793	Discount on Capital Stock		
56	794, 795	Additional Capital (230)	978	978
		Retained Earnings:		
57	797	Appropriate (221)		
58	798	Unappropriated (220)	50	114
59	798.1	Net Unrealized loss on noncurrent marketable equity securities		
60	798.5	Less Treasury Stock		
61		Net Stockholders Equity	1,128	1,192
62		Total Liabilities and Shareholders Equity	2,197	2,543

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES

The notes listed below are provided to disclose supplementary information on matters which have an important effect on the financial condition of the carrier. The carrier shall give the particulars called for herein and where there is nothing to report, insert the word "none"; and in addition thereto shall enter in separate notes with suitable particulars other matters involving material amounts of the character commonly disclosed in financial statements under generally accepted accounting and reporting principles, except as shown in other schedules. This includes statements explaining (1)

service interruption insurance policies and indicating the amount of indemnity to which respondent will be entitled for work stoppage losses and the maximum amount of additional premium respondent may be obligated to pay in the event such losses are sustained by other railroads; (2) particulars concerning obligations for stock purchase options granted to officers and employees; and (3) what entries have been made for net income or retained income restricted under provisions of mortgages and other arrangements (*Dollars in thousands*).

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

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

3. (a) Explain the procedure in accounting for pension funds and recording in the accounts the current and past service pension costs, indicating whether or not consistent with the prior year: None

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

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

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

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

Date of trust agreement or latest amendment

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

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

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

Yes No

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

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

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

5. (a) The amount of employers contribution to employee stock ownership plans for the current year was \$

(b) The amount of investment tax credit used to reduce current income tax expense resulting from contributions to qualified employee stock ownership plans for the current year was \$

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

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

Marketable Equity Securities - to be completed by companies with \$10.0 million or more in gross operating revenues.

(a) Changes in Valuation Accounts

	Cost	Market	Dr. (Cr) to Income	Dr. (Cr) to Stockholders Equity
(Current Yr.) Current Portfolio _____				XXXXXX
as of / / Noncurrent Portfolio _____			XXXXXX	\$ XXXXX
(Previous Yr.) Current Portfolio _____			XXXXXX	XXXXXX
as of / / Noncurrent Portfolio _____			XXXXXX	XXXXXX

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

	Gains	Losses
Current	\$ _____	\$ _____
Noncurrent	_____	_____

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

Significant net realized and net unrealized gains and losses arising after date of the financial statements but prior to their filing, applicable to marketable equity securities owned at balance sheet date shall be disclosed below:

NOTE: / / - date - Balance sheet date of reported year unless specified as previous year.

NOTES AND REMARKS

210. RESULTS OF OPERATIONS

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

2. Report total operating expenses from Schedule 410 of this report. Any disparities in expense amounts shown in this schedule and expense amounts reported in Schedule 410 must be fully explained on page 12 Results of Operations.

3. List dividends from investments accounted for under the cost method on the appropriate line No. 19, for, Account No. 513, "Dividend income." List dividends accounted for by the equity method on the appropriate dividend line No. 25 for Account No. 512 under the "Income from Affiliated Companies" subsection of this schedule.

vidend income." List dividends accounted for by the equity method on the appropriate dividend line No. 25 for Account No. 512 under the "Income from Affiliated Companies" subsection of this schedule.

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

5. Dollars in thousands.

Line No	Item (a)	Amount for Current Year (b)	Amount for Preceding Year (c)	Freight-Related Revenue & Expenses (d)	Passenger-Related Revenue & Expenses (e)
	ORDINARY ITEMS				
	OPERATING INCOME				
	Railway Operating Income				
1	(101) Freight **	\$	\$	\$	\$
2	(102) Passenger **				
2	(103) Passenger-Related				
4	(104) Switching				
5	(105) Water Transfers				
6	(106) Demurrage				
7	(110) Incidental				
8	(121) Joint Facility-Credit				
9	(122) Joint Facility-Debit				
10	(501) Railway operating revenues (Exclusive of transfers from Government Authorities-lines 1-9)				
11	(502) Railway operating revenues-Transfers from Government Authorities for current operations				
12	(503) Railway operating revenues-Amortization of deferred transfers from Government Authorities				
13	Total railway operating revenues (lines 10-12)				
14	(531) Railway operating expenses				
15	*Net revenue from railway operations	None	None		
	OTHER INCOME				
16	(506) Revenue from property used in other than carrier operations				
17	(510) Miscellaneous rent income	75	75		
18	(512) Separately operated properties-Profit				
19	(513) Dividend Income (cost method)				
20	(514) Interest income				
21	(516) Income from sinking and other funds				
22	(517) Release of premiums on funded debt				
23	(518) Contributions from other companies				
24	(519) Miscellaneous income	63	68		
	Income from affiliated companies				
25	(513) Dividends (equity method)				
26	Equity in undistributed earnings (losses)				
27	Total other income (lines 16-26)	138	143		
28	Total income (lines 15, 27)	138	143		
	MISCELLANEOUS DEDUCTIONS FROM INCOME				
29	(534) Expenses of property used in other than carrier operations				
30	(535) Taxes on property used in other than carrier operations				
31	(543) Miscellaneous rent expense				
32	(544) Miscellaneous taxes				
33	(545) Separately operated properties-Loss				
34	(549) Maintenance of investment organization				
35	(550) Income transferred to other companies				
36	(551) Miscellaneous income charges				
37	(553) Uncollectible accounts				
38	Total miscellaneous deductions (lines 29-37)				
39	Income available for fixed charges (Lines 28, 38)	138	143		

210. RESULTS OF OPERATIONS-Continued

Line No.	Item (a)	Amount for Current Year (b)	Amount for Preceding Year (c)
	FIXED CHARGES	\$	\$
	(546) Interest on funded debt:		
40	(a) Fixed interest not in default		
41	(b) Interest in default		
42	(547) Interest on unfunded debt		
43	(548) Amortization of discount on funded debt		
44	Total fixed charges (lines 40-43)		
45	Income after fixed charges (lines 39, 44)	138	143
	OTHER DEDUCTIONS		
	(546) Interest on funded debt:		
46	(c) Contingent interest		
	UNUSAL OR INFREQUENT ITEMS		
47	(555) Unusual or infrequent items (debit) credit		
48	Income (loss) from continuing operations (before income taxes)	138	143
	PROVISIONS FOR INCOME TAXES		
	(556) Income taxes on ordinary income:		
49	Federal income taxes		
50	State income taxes		
51	Other income taxes		
52	(557) Provision for deferred taxes	52	45
53	Total provisions for income taxes (lines 49-52)	52	45
54	Income from continuing operations	86	98
	DISCONTINUED OPERATIONS		
55	(560) Income or loss from operations of discontinued segments (less applicable income taxes of \$)		
56	(562) Gain or loss on disposal of discontinued segments (less applicable income taxes of \$)		
57	Income before extraordinary items	86	98
	EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES		
58	(570) Extraordinary items (Net)		
59	(590) Income taxes on extraordinary items		
60	(591) Provision for deferred taxes - Extraordinary items		
61	Total extraordinary items (line, 57-59)		
62	(592) Cumulative effect of changes in accounting principles (less applicable income taxes of \$)		
63	Net income (Loss)	86	98
	*Reconciliation of net railway operating income (NR:OI)		
64	Net revenues from railway operations		
65	(556) Income taxes on ordinary income (-)		
66	(557) Provision for deferred income taxes (-)	52	45
67	Income from lease of road and equipment (-)		
68	Rent for leased roads and equipment (+)		
69	Net railway operating income (loss)	(52)	(45)

220. RETAINED EARNINGS—UNAPPROPRIATED

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

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

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

4. Segregate in column (c) all amounts applicable to the equity in undistributed earnings (losses) of affiliated companies based on the equity method of accounting.

5. Line 3 (line 7 if debit balance), column (c), should agree with line 26, column (b), Schedule 210. The total of columns (b) and (c), lines 3 and 7, should agree with line 62, column (b), Schedule 210.

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

Line No.	Item (a)	Retained earnings—Unappropriated (b)	Equity in undistributed earnings (losses), of affiliated companies (c)
1	Balances of beginning of year	\$ 114	\$
2	(601.5) Prior period adjustments to beginning retained earnings		
	CREDITS		
3	(602) Credit balance transferred from income	86	
4	(603) Appropriations released		
5	(606) Other credits to retained earnings equity in undistributed earnings (losses of affiliated companies)		
6	Total	86	
	DEBITS		
7	(612) Debit balance transferred from income		
8	(616) Other debits to retained earnings equity in undistributed earnings (losses of affiliated companies)		
9	(620) Appropriations for sinking and other funds		
10	(621) Appropriations for other purposes		
11	(623) Dividends Common stock	150	
12	Preferred stock ¹		
13	Total		
14	Net increase (decrease) during year (Line 6 minus line 13)	(64)	
15	Balances at close of year (Lines 1, 2 and 14)	50	
16	Balances from line 15(c)		XXXXX
17	Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of Year	50	XXXXX
	REMARKS		
	Amount of assigned Federal income tax consequences		
18	Account 606		XXXXX
19	Account 616		XXXXX

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

230. CAPITAL STOCK

PART I. CAPITAL STOCK

1. Disclose in column (a) the particulars of the various issues of capital stock of the respondent, distinguishing separate issues of any general class, if different in any respect.
2. Present in column (b) the par or stated value of each issue. If none, so state.
3. Disclose in columns (c), (d), (e) and (f) the required information concerning the number of shares authorized, issued, in treasury and outstanding for the various issues.
4. For the purposes of this report, capital stock and other securities are considered to be nominally issued when certificates are signed and sealed and placed with the proper officer for

sale and delivery or are pledged or otherwise placed in some special fund of the respondent. They are considered to be actually issued when sold to a bona fide purchaser who holds them free from control by the respondent. All securities actually issued and not reacquired by or for the respondent are considered to be actually outstanding. If reacquired by or for the respondent, and not canceled or retired, they are considered to be nominally outstanding.

5. Dollars in thousands.

Line No.	Class of Stock (a)	Par Value (b)	Number of Shares				Book Value at End of Year	
			Authorized (c)	Issued (d)	In Treasury (e)	Outstanding (f)	Outstanding (g)	In Treasury (h)
1	Common	\$100	1,250	1,000	None	1,000	\$100	\$ -
2								
3								
4	Preferred	\$100	1,250	None	None	None	\$ -	\$ -
5								
6								
7								
8								
9								
10	TOTAL	XXXXX	2,500	1,000	None	1,000	\$100	\$ -

PART II. SUMMARY OF CAPITAL STOCK CHANGES DURING YEAR

1. The purpose of this part is to disclose capital stock changes during the year.
2. Column (a) presents the items to be disclosed.
3. Columns (b), (d) and (f) require disclosures of the number of preferred, common and treasury stock, respectively, applicable to the items presented in column (a).
4. Columns (c), (e) and (g) requires the applicable disclosure of the book values of preferred, common and treasury stock.

5. Disclose in column (h) the additional paid-in capital realized from changes in capital stock during year.
6. Unusual circumstances arising from changes in capital stock changes shall be fully explained in footnotes to this schedule.
7. Report dollars in thousands.

Line No.	Items (a)	Preferred Stock		Common Stock		Treasury Stock		Additional Capital (h)
		Number of Shares (b)	Amount (c)	Number of Shares (d)	Amount (e)	Number of Shares (f)	Amount (g)	
11	Balance at beginning of year	None	\$ -	1,000	\$100	None	\$ -	\$978
12	Capital Stock Sold ¹							
13	Capital Stock Reacquired							
14	Capital Stock Canceled							
15	Stock Dividends							
16	Balance at Close of Year	None	-	1,000	\$100	None	\$ -	\$978

¹ By footnote on page 18 state the purpose of the issue and authority.

SUPPLEMENTAL

SCHEDULES

THE RAILWAY TRANSFER COMPANY OF

THE CITY OF MINNEAPOLIS

FOR THE

YEAR ENDED DECEMBER 31, 1982

B. IDENTITY OF RESPONDENT

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

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

Board, indicate such fact on line 1 below and list the consolidated group on page 4.

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

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

1. Exact name of common carrier making this report The Railway Transfer Company of the City of Minneapolis
2. Date of incorporation March 31, 1883
3. Under laws of what Government, State, or Territory organized? If more than one, name all. If in bankruptcy, give court of jurisdiction and dates of beginning of receivership or trusteeship and of appointment of receivers or trustees
Organized under the laws of the State of Minnesota.
No changes effected during the year. Amendments previously effected February 28, 1947 and September 1, 1954.
4. If the respondent was reorganized during the year, involved in a consolidation or merger, or conducted its business under a different name, give full particulars. It was not.

STOCKHOLDERS REPORTS

5. 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.

C. VOTING POWERS AND ELECTIONS

1. State the par value of each share of stock: Common, \$ 100 per share; first preferred, \$ — per share; second preferred, \$ — per share; debenture stock, \$ — per share.
2. State whether or not each share of stock has the right to one vote; if not, give full particulars in a footnote Yes
3. Are voting rights proportional to holdings? Yes If not, state in a footnote the relation between holdings and corresponding voting rights.
4. Are voting rights attached to any securities other than stock? No If so, name in a footnote each security, other than stock to which voting rights are attached (as of the close of the year), and state in detail the relation between holdings and corresponding voting rights, stating whether voting rights are actual or contingent, and if contingent showing the contingency.
5. Has any class or issue of securities any special privileges in the election of directors, trustees, or managers, or in the determination of corporate action by any method? No If so, describe fully in a footnote each such class or issue and give a succinct statement showing clearly the character and extent of such privileges.
6. Give the date of the latest closing of the stock book prior to the actual filing of this report, and state the purpose of such closing Stock book has not been closed.
7. State the total voting power of all security holders of the respondent at the date of such closing, if within one year of the date of such filing; if not, state as of the close of the year. 3,000 votes, as of December 31, 1982 (Date)
8. State the total number of stockholders of record, as of the date shown in answer to inquiry No. 7. One (1) stockholders.
9. Give the names of the thirty security holders of the respondent who, at the date of the latest closing of the stock book or compilation of list of stockholders of the respondent (if within 1 year prior to the actual filing of this report), had the highest voting powers in the respondent, showing for each his address, the number of votes which he would have had a right to cast on that date had a meeting then been in order, and the classification of the number of votes to which he was entitled, with respect to securities held by him, such securities being classified as common stock, second preferred stock, first preferred stock, and other securities, stating in a footnote the names of such other securities (if any). If any such holder held in trust, give (in a footnote) the particulars of the trust. In the case of voting trust agreements give, as supplemental information the names and addresses of the thirty largest holders of the voting trust certificates and the amount of their individual holdings. If the stock book was not closed or the list of stockholders compiled within such year, show such thirty security holders as of the close of the year.

Line No.	Name of security holder	Address of security holder	Number of votes to which security holder was entitled	NUMBER OF VOTES, CLASSIFIED WITH RESPECT TO SECURITIES ON WHICH BASED		
				Stocks		
				Common	PREFERRED	
	(a)	(b)	(c)	(d)	Second (e)	First (f)
1	Chicago and North					
2	Western Transporta-					
3	tion Company	Chicago, IL	3,000	3,000		
4						
5						
6						
7						
8						
9						
10						
11						
12						
13						
14						
15						
16						
17						
18						
19						
20						
21						
22						
23						
24						
25						
26						
27						
28						
29						
30						

C. VOTING POWERS AND ELECTIONS - Continued

10. State the total number of votes cast at the latest general meeting for the election of directors of the respondent. 3,000
votes cast.
11. Give the date of such meeting. October 14, 1982
12. Give the place of such meeting. Chicago, Illinois

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - ASSETS

Line No	Account	Title (a)	Balance at Close of Year (b)	Balance at Beginning of Year (c)
		Current Asset	\$	\$
1	701	Cash		
2	702	Temporary Cash Investments		
3	703	Special Deposits		
		Accounts Receivable		
4	704	— Loan and Notes		
5	705	— Interline and Other Balances		
6	706	— Customers		
7	707	— Other		
8	709, 708	— Accrued Accounts Receivables	23	15
9	708 5	— Receivables from Affiliated Companies		
10	709 5	— Less: Allowance for Uncollectible Accounts		
11	710, 711, 714	Working funds prepayments deferred income tax debits		
12	712	Materials and Supplies		
13	713	Other Current Assets		
14		Total Current Assets	23	15
		Other Assets		
15	715, 716, 717	Special funds		
16	721, 721 5	Investments and Advances Affiliated Companies (sch 310)	100	120
17	722, 723	Other Investments and Advances		
18	724	Allowances for Net Unrealized Loss on Noncurrent Marketable Equity Securities—Cr		
19	737, 738	Property used in other than Carrier Operation (less depreciation)		
		\$ —)		
20	739, 741	Other Assets		
21	743	Other Deferred Debits		
22	744	Accum. deferred Income Tax debits		
23		Total Other Assets	100	120
		Road and Equipment		
24	731, 732	Road (Sch. 330 & 330A)		
25		Equipment		
26		Unallocated Items		
27		Accumulated Depreciation and amortization (Schs. 335, 351, 342, 340)		
28		Net road and Equipment	None	None
29		Total Assets	123	135

NOTES AND REMARKS

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

Line No.	Account	Title (a)	Balance at Close of Year (b)	Balance at Beginning of Year (c)
		Current Liabilities	\$	\$
30	751	Loans and Notes Payable		
31	752	Accounts Payable; Interline and Other Balances		
32	753	Audited Accounts and Wages		
33	754	Other Accounts Payable		
34	755, 756	Interest and Dividends Payable		
35	757	Payables to Affiliated Companies		
36	759	Accrued accounts Payable		
37	760, 761, 761.5, 762	Taxes Accrued	21	21
38	763	Other Current Liabilities		
39	764	Equipment obligations and other long-term debt due within one year		
40		Total Current Liabilities	21	21
		Non Current Liabilities		
41	765, 767	Funded debt unmatured		
42	766	Equipment obligations		
43	766.5	Capitalized Lease Obligations		
44	768	Debt in default		
45	769	Accounts payable; Affiliated Companies	357	357
46	770.1, 770.2	Unamortized debt premium		
47	781	Interest in default		
48	783	Deferred revenues-Transfers from Government Authorities		
49	786	Accumulated deferred income tax credits		
50	771, 772, 774, 775, 782, 784	Other long-term liabilities and deferred credits		
51		Total Noncurrent Liabilities	357	357
		Shareholders' Equity		
52	791, 792	Capital Stock: (Sch. 230)		
53		Common Stock	300	300
54		Preferred Stock		
55	793	Discount on Capital Stock	(300)	(300)
56	794, 795	Additional Capital (230)	257	257
		Retained Earnings:		
57	797	Appropriate (221)		
58	798	Unappropriated (220)	(512)	(500)
59	798.1	Net Unrealized loss on noncurrent marketable equity securities		
60	798.5	Less Treasury Stock		
61		Net Stockholders Equity	(255)	(243)
62		Total Liabilities and Shareholders Equity	123	135

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES

The notes listed below are provided to disclose supplementary information on matters which have an important effect on the financial condition of the carrier. The carrier shall give the particulars called for herein and where there is nothing to report, insert the word "none"; and in addition thereto shall enter in separate notes with suitable particulars other matters involving material amounts of the character commonly disclosed in financial statements under generally accepted accounting and reporting principles, except as shown in other schedules. This includes statements explaining (1)

service interruption insurance policies and indicating the amount of indemnity to which respondent will be entitled for work stoppage losses and the maximum amount of additional premium respondent may be obligated to pay in the event such losses are sustained by other railroads; (2) particulars concerning obligations for stock purchase options granted to officers and employees; and (3) what entries have been made for net income or retained income restricted under provisions of mortgages and other arrangements (Dollars in thousands).

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

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

3. (a) Explain the procedure in accounting for pension funds and recording in the accounts the current and past service pension costs, indicating whether or not consistent with the prior year: None

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

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

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

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

Date of trust agreement or latest amendment

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

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

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

Yes No

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

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

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

5. (a) The amount of employers contribution to employee stock ownership plans for the current year was \$

(b) The amount of investment tax credit used to reduce current income tax expense resulting from contributions to qualified employee stock ownership plans for the current year was \$

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

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

Marketable Equity Securities - to be completed by companies with \$10.0 million or more in gross operating revenues.

(a) Changes in Valuation Accounts

	Cost	Market	Dr. (Cr) to Income	E. (Cr) to Stockholders Equity
(Current Yr.) Current Portfolio _____				XXXXXX
as of / / Noncurrent Portfolio _____			XXXXXX	\$
(Previous Yr.) Current Portfolio _____			XXXXXX	XXXXXX
as of / / Noncurrent Portfolio _____			XXXXXX	XXXXXX

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

	Gains	Losses
Current	\$ _____	\$ _____
Noncurrent	_____	_____

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

Significant net realized and net unrealized gains and losses arising after date of the financial statements but prior to their filing, applicable to marketable equity securities owned at balance sheet date shall be disclosed below:

NOTE: / / - date - Balance sheet date of reported year unless specified as previous year.

NOTES AND REMARKS

210. RESULTS OF OPERATIONS

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

2. Report total operating expenses from Schedule 410 of this report. Any disparities in expense amounts shown in this schedule and expense amounts reported in Schedule 410 must be fully explained on page 12 Results of Operations.

3. List dividends from investments accounted for under the cost method on the appropriate line No. 19, for, Account No. 513, "Dividend income." List dividends accounted for by the equity method on the appropriate dividend line No. 25 for Account No. 512 under the "Income from Affiliated Companies" subsection of this schedule.

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

5. Dollars in thousands.

Line No	Item (a)	Amount for Current Year (b)	Amount for Preceding Year (c)	Freight-Related Revenue & Expenses (d)	Passenger-Related Revenue & Expenses (e)
	ORDINARY ITEMS				
	OPERATING INCOME				
	Railway Operating Income				
1	(101) Freight **	\$	\$	\$	\$
2	(102) Passenger **				
2	(103) Passenger-Related				
4	(104) Switching	463	307		
5	(105) Water Transfers				
6	(106) Demurrage	4	6		
7	(110) Incidental				
8	(121) Joint Facility-Credit				
9	(122) Joint Facility-Debit				
10	(501) Railway operating revenues (Exclusive of transfers from Government Authorities-lines 1-9)	467	313		
11	502) Railway operating revenues-Transfers from Government Authorities for current operations				
12	503) Railway operating revenues-Amortization of deferred transfers from Government Authorities				
13	Total railway operating revenues (lines 10-12)	467	313		
14	(531) Railway operating expenses	488	374		
15	*Net revenue from railway operations	(21)	(61)		
	OTHER INCOME				
16	(506) Revenue from property used in other than carrier operations				
17	(510) Miscellaneous rent income				
18	(512) Separately operated properties-Profit				
19	(513) Dividend Income (cost method)				
20	(514) Interest income				
21	(516) Income from sinking and other funds				
22	(517) Release of premiums on funded debt				
23	(518) Contributions from other companies				
24	(519) Miscellaneous income	1			
	Income from affiliated companies				
25	(513) Dividends (equity method)				
26	Equity in undistributed earnings (losses)				
27	Total other income (lines 16-26)	1			
28	Total income (lines 15, 27)	(20)	(61)		
	MISCELLANEOUS DEDUCTIONS FROM INCOME				
29	(534) Expenses of property used in other than carrier operations				
30	(535) Taxes on property used in other than carrier operations				
31	(543) Miscellaneous rent expense				
32	(544) Miscellaneous taxes				
33	(545) Separately operated properties-Loss				
34	(549) Maintenance of investment organization				
35	(550) Income transferred to other companies				
36	(551) Miscellaneous income charge				
37	(553) Uncollectible accounts				
38	Total miscellaneous deductions (lines 29-37)				
39	Income available for fixed charges (Lines 28, 38)	(20)	(61)		

210. RESULTS OF OPERATIONS-Continued

Line No.	Item (a)	Amount for Current Year (b)	Amount for Preceding Year (c)
	FIXED CHARGES	\$	\$
	(546) Interest on funded debt:		
40	(a) Fixed interest not in default		
41	(b) Interest in default		
42	(547) Interest on unfunded debt		
43	(548) Amortization of discount on funded debt		
44	Total fixed charges (lines 40-43)		
45	Income after fixed charges (lines 39, 44)	(20)	(61)
	OTHER DEDUCTIONS		
	(546) Interest on funded debt:		
46	(c) Contingent interest		
	UNUSAL OR INFREQUENT ITEMS		
47	(555) Unusual or infrequent items (debit) credit		
48	Income (loss) from continuing operations (before income taxes)	(20)	(61)
	PROVISIONS FOR INCOME TAXES		
	(556) Income taxes on ordinary income:		
49	Federal income taxes		
50	State income taxes	(8)	-
51	Other income taxes		
52	(557) Provision for deferred taxes		
53	Total provisions for income taxes (lines 49-52)	(8)	-
54	Income from continuing operations	(12)	(61)
	DISCONTINUED OPERATIONS		
55	(560) Income or loss from operations of discontinued segments (less applicable income taxes of \$)		
56	(562) Gain or loss on disposal of discontinued segments (less applicable income taxes of \$)		
57	Income before extraordinary items	(12)	(61)
	EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES		
58	(570) Extraordinary items (Net)		
59	(590) Income taxes on extraordinary items		
60	(591) Provision for deferred taxes - Extraordinary items		
61	Total extraordinary items (lines 57-59)		
62	(592) Cumulative effect of changes in accounting principles (less applicable income taxes of \$)		
63	Net income (Loss)	(12)	(61)
	*Reconciliation of net railway operating income (NROI)		
64	Net revenues from railway operations	(21)	(61)
65	(556) Income taxes on ordinary income (-)		
66	(557) Provision for deferred income taxes (-)		
67	Income from lease of road and equipment (-)		
68	Rent for leased roads and equipment (+)	(20)	(20)
69	Net railway operating income (loss)	(1)	(41)

220. RETAINED EARNINGS—UNAPPROPRIATED

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

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

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

4. Segregate in column (c) all amounts applicable to the equity in undistributed earnings (losses) of affiliated companies based on the equity method of accounting.

5. Line 3 (line 7 if debit balance), column (c), should agree with line 26, column (b), Schedule 210. The total of columns (b) and (c), lines 3 and 7, should agree with line 62, column (b), Schedule 210.

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

Line No.	Item (a)	Retained earnings— Unappropriated (b)	Equity in undistributed earnings (losses), of affiliated companies (c)
1	Balances of beginning of year _____	\$ (500)	\$
2	(601.5) Prior period adjustments to beginning retained earnings _____		
	CREDITS		
3	(602) Credit balance transferred from income _____		
4	(603) Appropriations released _____		
5	(606) Other credits to retained earnings equity in undistributed earnings (losses of affiliated companies) _____		
6	Total _____		
	DEBITS		
7	(612) Debit balance transferred from income _____	12	
8	(616) Other debits to retained earnings equity in undistributed earnings (losses of affiliated companies) _____		
9	(620) Appropriations for sinking and other funds _____		
10	(621) Appropriations for other purposes _____		
11	(623) Dividends: Common stock _____		
12	Preferred stock ¹ _____		
13	Total _____	12	
14	Net increase (decrease) during year (Line 6 minus line 13) _____	(12)	
15	Balances at close of year (Lines 1, 2 and 14) _____	(512)	
16	Balances from line 15(c) _____		XXXXX
17	Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of Year _____	(512)	XXXXX
	REMARKS		
18	Amount of assigned Federal income tax consequences: Account 606 _____		XXXXX
19	Account 616 _____		XXXXX

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

230. CAPITAL STOCK

PART I. CAPITAL STOCK

1. Disclose in column (a) the particulars of the various issues of capital stock of the respondent, distinguishing separate issues of any general class, if different in any respect.
 2. Present in column (b) the par or stated value of each issue. If none, so state.
 3. Disclose in columns (c), (d), (e) and (f) the required information concerning the number of shares authorized, issued, in treasury and outstanding for the various issues.
 4. For the purposes of this report, capital stock and other securities are considered to be nominally issued when certificates are signed and sealed and placed with the proper officer for

sale and delivery or are pledged or otherwise placed in some special fund of the respondent. They are considered to be actually issued when sold to a bona fide purchaser who holds them free from control by the respondent. All securities actually issued and not reacquired by or for the respondent are considered to be actually outstanding. If reacquired by or for the respondent, and not canceled or retired, they are considered to be nominally outstanding.

5. Dollars in thousands.

Line No.	Class of Stock (a)	Par Value (b)	Number of Shares				Book Value at End of Year	
			Authorized (c)	Issued (d)	In Treasury (e)	Outstanding (f)	Outstanding (g)	In Treasury (h)
1	Common	\$100	3,000	3,000	None	3,000	\$300	
2								
3								
4	Preferred							
5								
6								
7								
8								
9								
10	TOTAL	XXXXX	3,000	3,000	None	3,000	\$300	

PART II. SUMMARY OF CAPITAL STOCK CHANGES DURING YEAR

1. The purpose of this part is to disclose capital stock changes during the year.
 2. Column (a) presents the items to be disclosed.
 3. Columns (b), (d) and (f) require disclosures of the number of preferred, common and treasury stock, respectively, applicable to the items presented in column (a).
 4. Columns (c), (e) and (g) requires the applicable disclosure of the book values of preferred, common and treasury stock.

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

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

7. Report dollars in thousands.

Line No.	Items (a)	Preferred Stock		Common Stock		Treasury Stock		Additional Capital (h)
		Number of Shares (b)	Amount (c)	Number of Shares (d)	Amount (e)	Number of Shares (f)	Amount (g)	
11	Balance at beginning of year		\$	3,000	\$300	None	\$ -	\$257
12	Capital Stock Sold ¹							
13	Capital Stock Reacquired							
14	Capital Stock Canceled							
15	Stock Dividends							
16	Balance at Close of Year			3,000	\$300	None	\$ -	\$257

¹ By footnote on page 18 state the purpose of the issue and authority.

SUPPLEMENTAL
SCHEDULES
DES MOINES AND CENTRAL IOWA
RAILWAY COMPANY
FOR THE
YEAR ENDED DECEMBER 31, 1982

B. IDENTITY OF RESPONDENT

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

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

Board, indicate such fact on line 1 below and list the consolidated group on page 4.

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

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

1. Exact name of common carrier making this report Des Moines and Central Iowa Railway Company
2. Date of incorporation March 7, 1949
3. Under laws of what Government, State, or Territory organized? If more than one, name all. If in bankruptcy, give court of jurisdiction and dates of beginning of receivership or trusteeship and of appointment of receivers or trustees Organized under Chapter 491 of the 1946 Code of Iowa. Company began operating July 1, 1949 succeeding the bankrupt Des Moines and Central Iowa Railroad. The reorganization was approved by the Interstate Commerce Commission in F.D. No. 15525. No changes effected during the year.
4. If the respondent was reorganized during the year, involved in a consolidation or merger, or conducted its business under a different name, give full particulars. It was not.

STOCKHOLDERS REPORTS

5. 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.

C. VOTING POWERS AND ELECTIONS

1. State the par value of each share of stock: Common, \$ 25 per share; first preferred, \$ — per share; second preferred, \$ — per share; debenture stock, \$ — per share.
2. State whether or not each share of stock has the right to one vote; if not, give full particulars in a footnote Yes
3. Are voting rights proportional to holdings? Yes If not, state in a footnote the relation between holdings and corresponding voting rights.
4. Are voting rights attached to any securities other than stock? No If so, name in a footnote each security, other than stock to which voting rights are attached (as of the close of the year), and state in detail the relation between holdings and corresponding voting rights, stating whether voting rights are actual or contingent, and if contingent showing the contingency.
5. Has any class or issue of securities any special privileges in the election of directors, trustees, or managers, or in the determination of corporate action by any method? No If so, describe fully in a footnote each such class or issue and give a succinct statement showing clearly the character and extent of such privileges.
6. Give the date of the latest closing of the stock book prior to the actual filing of this report, and state the purpose of such closing Stock book has not been closed.
7. State the total voting power of all security holders of the respondent at the date of such closing, if within one year of the date of such filing; if not, state as of the close of the year. 35,380 votes, as of December 31, 1982
(Date)
8. State the total number of stockholders of record, as of the date shown in answer to inquiry No. 7. Three (3) stockholders.
9. Give the names of the thirty security holders of the respondent who, at the date of the latest closing of the stock book or compilation of list of stockholders of the respondent (if within 1 year prior to the actual filing of this report), had the highest voting powers in the respondent, showing for each his address, the number of votes which he would have had a right to cast on that date had a meeting then been in order, and the classification of the number of votes to which he was entitled, with respect to securities held by him, such securities being classified as common stock, second preferred stock, first preferred stock, and other securities, stating in a footnote the names of such other securities (if any). If any such holder held in trust, give (in a footnote) the particulars of the trust. In the case of voting trust agreements give, as supplemental information the names and addresses of the thirty largest holders of the voting trust certificates and the amount of their individual holdings. If the stock book was not closed or the list of stockholders compiled within such year, show such thirty security holders as of the close of the year.

Line No.	Name of security holder	Address of security holder	Number of votes to which security holder was entitled	NUMBER OF VOTES, CLASSIFIED WITH RESPECT TO SECURITIES ON WHICH BASED		
				Stocks		
				Common	PREFERRED	
	(a)	(b)	(c)	(d)	Second (e)	First (f)
1	Chicago and North					
2	Western Transportation					
3	Company	Chicago, IL	35,343	35,343		
4	Louis L. Woods	Montrose, CA	24	24		
5	C. Avery Swen	Chicago, IL	13	13		
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C. VOTING POWERS AND ELECTIONS - Continued

10. State the total number of votes cast at the latest general meeting for the election of directors of the respondent. 35,343
votes cast.
11. Give the date of such meeting. October 14, 1982
12. Give the place of such meeting. Chicago, Illinois

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - ASSETS

Line No	Account	Title (a)	Balance at Close of Year (b)	Balance at Beginning of Year (c)
		Current Asset	\$	\$
1	701	Cash	967	442
2	702	Temporary Cash Investments	999	1,335
3	703	Special Deposits		
		Accounts Receivable		
4	704	— Loan and Notes		
5	705	— Interline and Other Balances		
6	706	— Customers		
7	707	— Other	10	10
8	709, 708	— Accrued Accounts Receivables	25	2
9	708 5	— Receivables from Affiliated Companies		831
10	709 5	— Less: Allowance for Uncollectible Accounts		
11	710, 711, 714	Working funds prepayments deferred income tax debits		
12	712	Materials and Supplies		
13	713	Other Current Assets		
14		Total Current Assets	2,001	2,620
		Other Assets		
15	715, 716, 717	Special funds		
16	721, 721 5	Investments and Advances Affiliated Companies (sch 310)	1,350	2,094
17	722, 723	Other Investments and Advances		
18	724	Allowances for Net Unrealized Loss on Noncurrent Marketable Equity Securities—Cr		
19	737, 738	Property used in other than Carrier Operation (less depreciation)	15	11
20	739, 741	Other Assets	(167)	58
21	743	Other Deferred Debits		
22	744	Accum. deferred Income Tax debits		
23		Total Other Assets	1,198	2,163
		Road and Equipment		
24	731, 732	Road (Sch. 330 & 330A)	811	1,298
25		Equipment		
26		Unallocated Items	(194)	(323)
27		Accumulated Depreciation and amortization (Schs. 335, 351, 342, 340)	(411)	(621)
28		Net road and Equipment	206	354
29		Total Assets	3,405	5,137

NOTES AND REMARKS