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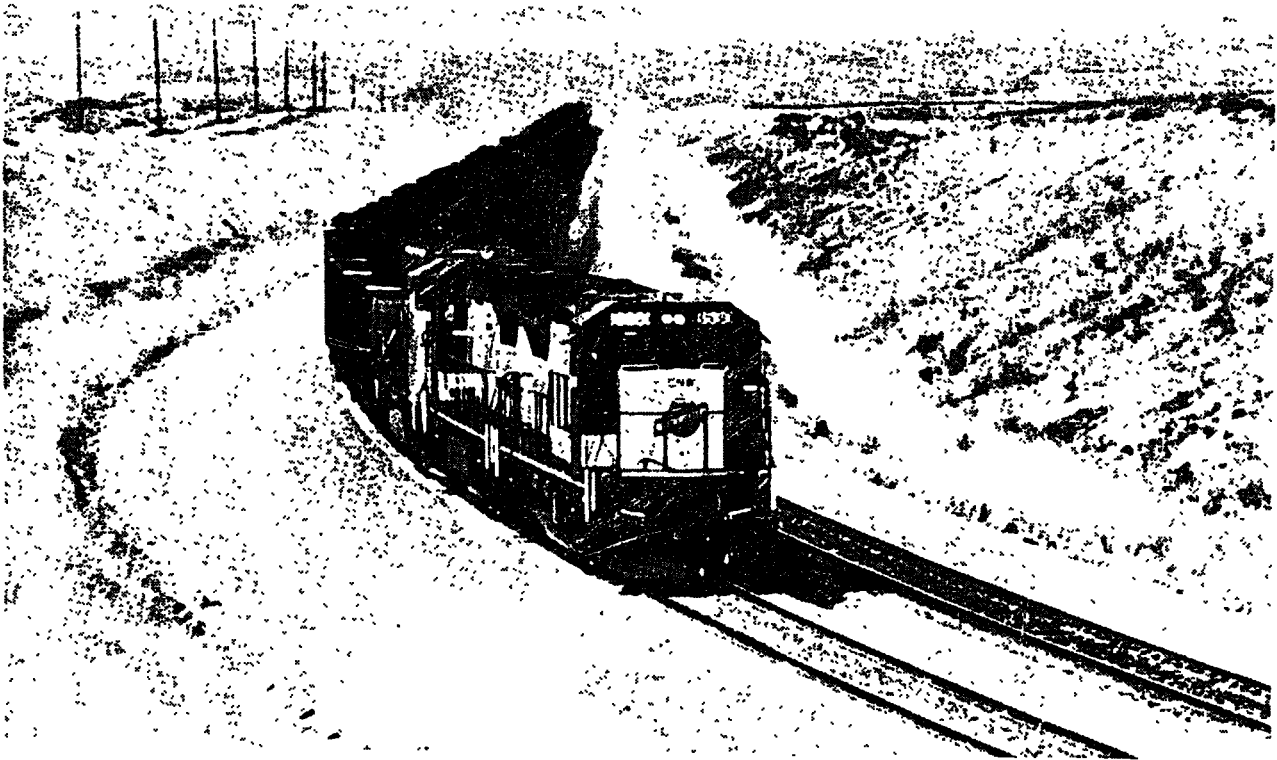
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ACAA- R-1

APPROVED BY OMB
3120-0029
EXPIRES 3-31-93

annual report

**Chicago and North Western Transportation Company
and Lessor Subsidiaries**



to the Interstate Commerce Commission

FOR THE YEAR ENDED DECEMBER 31, 1990

NOTICE

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

(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 3rd 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 that 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, attachments 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; 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 stated below:

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 LESSOR SUBSIDIARIES

TO THE

INTERSTATE COMMERCE COMMISSION

FOR THE

YEAR ENDED DECEMBER 31, 1990

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

(Name) T. A. TINGLEEE (Title) Senior Vice President-
Finance and Accounting

(Telephone number) 312 559-6500

(Office address) (Area code) 165 North Canal Street, Chicago, IL 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:

Changes were made to the following schedules.

Schedule 710 Add new codes to lines 41, 46, 50, 52, 59, 60, 61, 62, 63, 64, 65, 66 and 67.
 Deleted codes from Lines 43, 52, 59, 60, 61, 62, 63, 64, 65, 66 and 67.

SPECIAL NOTICE

Docket No. 38559 Railroad Classification Index, served January 20, 1983, modified the reporting requirements for class. II, III and all Switching and terminal companies. These carriers will notify the Commission only if the calculation results in a different revenue level than its current classification.

The dark border on the schedules represents data that are captured for processing by the Commission

It is estimated that an average of 800 burden hours per response are required to complete this collection of information. This estimate includes time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Comments concerning the accuracy of this burden estimate or suggestions for reducing this burden should be directed to the Section of Administrative Services, Interstate Commerce Commission and the Office of Information and Regulatory Affairs, Office of Management and Budget.

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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 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 of bondholders, or individuals otherwise in possession of the property, state names and facts with precision. If the report is for a consolidated group, pursuant to Special Permission from the 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 organizations, if a reorganization has been effected, give date of reorganization. If a receivership or other trust, give also date which 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 and Lessor Subsidiaries*
- 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.

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 _____
- _____
- _____
- _____

*Lessor of Rail Lines and Other Operating Property:
 Midwestern Railroad Properties, Incorporated
 North Western Leasing Company
 Minor Land Companies:
 Wisconsin Town Lot Company

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 in 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 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 1,000 votes, as of December 31, 1990 (Date)
- 8 State the total number of stockholders of record, as of the date shown in answer to inquiry No 7 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, which 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			Line No
				Common (d)	Stock		
					PREFERRED		
					Second (e)	First (f)	
1	CNW Corporation, Chgo., IL		1,000	1,000			1
2							2
3							3
4							4
5							5
6							6
7							7
8							8
9							9
10							10
11							11
12							12
13							13
14							14
15							15
16							16
17							17
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20							20
21							21
22							22
23							23
24							24
25							25
26							26
27							27
28							28
29							29
30							30

C. VOTING POWERS AND ELECTIONS - Continued

10. State the total number of votes cast at the latest general meeting for the election of directors of the respondent 1,000
votes cast

11. Give the date of such meeting May 15, 1990

12. Give the place of such meeting Chicago, IL

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - ASSETS
(Dollars in Thousands)

Line No.	Cross Check	Account	Title (a)	Balance at close of year (b)	Balance at beginning of year (c)	Line No.
Current Assets						
1		701	Cash	12,656	(744)	1
2		702 *Note	Temporary Cash Investments	148,732	33,065	2
3		703	Special Deposits	114	111	3
4		704	Accounts Receivable	152	255	4
			- Loan and Notes			
5		705	- Interline and Other Balances	14,672	13,460	5
6		706	- Customers	39,535	35,339	6
7		707	- Other	19,767	17,494	7
8		709, 708	- Accrued Accounts Receivables	53,119	57,095	8
9		708.5	- Receivables from Affiliated Companies	10,200	15,706	9
10		709.5	- Less: Allowance for Uncollectible Accounts	(337)	(114)	10
11		710, 711, 714	Working Funds Prepayments Deferred Income Tax Debits	3,541	3,239	11
12		712	Materials and Supplies	31,113	48,053	12
13		713	Other Current Assets	10,327	2,163	13
14			TOTAL CURRENT ASSETS	343,591	225,122	14
Other Assets						
15		715, 716, 717	Special Funds	2,275	3,234	15
16		721, 721.5	Investments and Advances Affiliated Companies (Schedule 310 and 310A)	232,612	231,927	16
17		722, 723	Other Investments and Advances	284	4,564	17
18		724	Allowances for Net Unrealized Loss on Noncurrent Marketable Equity Securities—Cr.	-	-	18
19		737, 738	Property Used in Other than Carrier Operation (less Depreciation)	11,582	12,550	19
20		739, 741	Other Assets	6,687	7,221	20
21		743	Other Deferred Debits	33,812	48,086	21
22		744	Accumulated Deferred Income Tax Debits	6,000	-	22
23			TOTAL OTHER ASSETS	293,252	307,582	23
Road and Equipment						
24		731, 732	Road (Schedule 330) L-30 Col. h & b	908,387	865,475	24
25		731, 732	Equipment (Schedule 330) L-39 Col. h & b	141,743	224,840	25
26		731, 732	Unallocated Items	22,746	39,634	26
27		733, 735	Accumulated Depreciation and Amortization (Schedules 335, 342, 351)	(60,613)	(21,234)	27
28			Net Road and Equipment	1,012,263	1,108,715	28
29	*		TOTAL ASSETS	1,649,106	1,641,419	29

NOTES AND REMARKS

*Note: Close of year includes \$112,166 cash reserved to prepay long-term debt.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - LIABILITIES AND SHAREHOLDERS' EQUITY
(Dollars in Thousands)

Line No.	Cross Check	Account	Title (a)	Balance at close of year (b)	Balance at beginning of year (c)	Line No.
Current Liabilities						
30		751	Loans and Notes Payable	1,253	-	30
31		752	Accounts Payable; Interline and Other Balances	5,299	3,377	31
32		753	Audited Accounts and Wages	21,736	29,297	32
33		754	Other Accounts Payable	934	1,787	33
34		755, 756	Interest and Dividends Payable	19,512	19,390	34
35		757	Payables to Affiliated Companies	114,567	60,273	35
36		759	Accrued Accounts Payable	190,257	179,435	36
37		760, 761, 761.5, 762	Taxes Accrued	15,103	16,098	37
38		763	Other Current Liabilities	452	471	38
39		764 *Note	Equipment Obligations and Other Long-Term Debt due Within One Year	136,448	34,603	39
40			TOTAL CURRENT LIABILITIES	505,561	344,731	40
Non-Current Liabilities						
41		765, 767	Funded Debt Unmatured	705,787	991,598	41
42		766	Equipment Obligations	35,522	54,141	42
43		766.5	Capitalized Lease Obligations	35,368	42,044	43
44		768	Debt in Default	-	-	44
45		769	Accounts payable; Affiliated Companies	195,200	-	45
46		770.1, 770.2	Unamortized Debt Premium	(11,237)	(16,381)	46
47		781	Interest in Default	-	-	47
48		783	Deferred Revenues-Transfers from Government Authorities	14,466	14,974	48
49		786	Accumulated Deferred Income Tax Credits	-	-	49
50		771, 772, 774, 775, 782, 784	Other Long-Term Liabilities and Deferred Credits	72,122	59,204	50
51			TOTAL NONCURRENT LIABILITIES	1,047,228	1,145,580	51
Shareholders' Equity						
52		791, 792	Total Capital Stock: (Schedule 230) (L 53&54)	-	-	52
53			Common Stock	-	-	53
54			Preferred Stock	-	-	54
55			Discount on Capital Stock	-	-	55
56		794, 795	Additional Capital (Schedule 230)	184,955	178,738	56
Retained Earnings:						
57		797	Appropriated	-	-	57
58		798	Unappropriated (Schedule 220)	(88,638)	(27,630)	58
59		798.1	Net Unrealized Loss on Noncurrent Marketable Equity Securities	-	-	59
60		798.5	Less Treasury Stock	-	-	60
61			Net Stockholders Equity	96,317	151,108	61
62	*		TOTAL LIABILITIES AND SHAREHOLDERS EQUITY	1,649,106	1,641,419	62

NOTES AND REMARKS

*Note: Close of year includes \$108,515 long-term debt to be prepaid.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES
(Dollars in Thousands)

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

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 \$ 31,800

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 \$ 4,212

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

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

If funding is by trust agreement, list trustee(s) Continental Illinois Natl. Bank of Chicago

Date of trust agreement or latest amendment January 4, 1985

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

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

Disclose the nature and amount of contingency that is material

Examples of contingent liabilities are items which may become obligations as a result of pending or threatened litigation, assessments or possible assessments of additional taxes and agreements or obligations to repurchase securities or property. Additional pages may be added if more space is needed. (Explain and/or reference to the following pages)

Contingent Assets: None

Contingent Liabilities: See Note 20 to Schedule 200.

See Schedule 501 relative to guaranties.

(a) Changes in Valuation Accounts

8. Marketable Equity Securities.

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

(b) At 12/31/⁹⁰ 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 the 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.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION—EXPLANATORY NOTES—Concluded

NOTES TO FINANCIAL STATEMENTS

3. a) PENSIONS

The Railroad has a noncontributory funded pension plan for certain of its employees, which supplements retirement benefits under the Railroad's Profit Sharing and Retirement Savings Plan and the Railroad Retirement Act if they do not reach specified minimum levels. The Railroad makes annual contributions to the plan based on actuarial determinations and cash requirements. The plan's assets are invested in an immediate participation guaranty policy with an insurance company.

Net pension cost for 1990, 1989 and 1988 includes the following components:

(thousands of dollars)	1990	Period July 24- Dec. 31, 1989	Predecessor	
			Period Jan. 1- July 23, 1989	1988
Service cost	\$ 35	\$ (87)	\$(164)	\$(927)
Interest on projected benefit obligation	541	251	470	772
Actual return on assets	(332)	(65)	(120)	(200)
Net amortization and deferral	167	159	298	485
	\$ 411	\$ 258	\$ 484	\$ 130

The estimated funded status of the plans at December 31, 1990 and 1989, was as follows:

(thousands of dollars)	December 31,	
	1990	1989
Actuarial present value of benefit obligations:		
Vested	\$ 6,614	\$ 6,760
Nonvested	1	129
Accumulated benefit obligation	\$ 6,615	\$ 6,889
Additional benefits based on estimated future salary levels	170	774
Projected benefit obligation	\$ 6,785	\$ 7,663
Fair value of plan assets	(2,402)	(2,362)
Excess of projected benefits over plan assets	\$ 4,383	\$ 5,301
Unrecognized net gain	192	-
Accrued liability for pension	\$ 4,575	\$ 5,301

Pension expense was determined using a weighted average discount rate of 8.75%. The projected benefit obligation was determined using weighted average discount rates of 8.25% for 1990 and 1989, and 9.25% for 1988. The long-term rate of return on plan assets was 8.75%. An assumed rate of compensation increase of 7.5% was used for 1990 and 7.8% was used for 1989 and 1988.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION—EXPLANATORY NOTES—Concluded

NOTES TO FINANCIAL STATEMENTS

9. ACQUISITION OF CNW CORPORATION

As a result of a tender offer and merger described below, Chicago and North Western Holdings Corp. ("Holdings") owns 100 percent of the common stock of CNW Corporation ("CNW"), the parent of Chicago and North Western Transportation Company ("Company" or "Railroad").

On July 24, 1989, the Chicago and North Western Acquisition Corp. ("Acquisition"), a wholly owned subsidiary of Holdings, purchased through a cash tender offer 91 percent of the outstanding shares of CNW common and preferred stock. In October 1989, CNW redeemed the remaining outstanding shares of preferred stock and the remaining outstanding shares of common stock of CNW were acquired through an exchange of Holdings' Merger Preferred Stock. The total purchase price, including transaction costs, was approximately \$915 million. Financing costs, including the discount on the Senior Subordinated Debentures, of approximately \$72 million were incurred and are being amortized over the life of the related financing.

The acquisition of CNW has been accounted for using the purchase method of accounting. The excess of the purchase price over the net book value of CNW was approximately \$407 million and has been allocated to CNW's assets and liabilities based upon their fair values. \$105 million was allocated to property; \$222 million was allocated to investment in Western Railroad Properties, Incorporated, a 76 percent owned subsidiary of the Company ("WRPI" or "Western Coal Project"); \$31 million was allocated to preference shares and debt to be redeemed or retired and to other liabilities and equity; and deferred income taxes of \$49 million were eliminated. During 1990, adjustments to revise the initial allocation were due primarily to the resolution of the UTU matter, the use of pre-acquisition tax loss carryforwards and completion of various appraisals.

Such accounting has resulted in increased depreciation. In addition, the capital structure of the Company is different from its Predecessor's. Accordingly, the accompanying financial statements of Predecessor and the Company are not comparable in all material respects since those financial statements report financial condition, results of operations and cash flows of these two separate entities. The allocation will be adjusted for any future utilization of pre-acquisition income tax carryforwards.

Generally accepted accounting principles require that a portion of CNW management's investment in Holdings be valued using the carryover basis of their prior interest in CNW. The capital contributions from Holdings and the recorded value of the equity of the Company have been reduced by \$15 million to reflect this carryover basis.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION—EXPLANATORY NOTES—Concluded

NOTES TO FINANCIAL STATEMENTS

10. ACCOUNTING POLICIES

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

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, except that Western Railroad Properties, Incorporated (WRPI), a Class I operating railroad, is included under the equity method.

As a result of the guaranties described in Note 17e, the debt of Acquisition is included in the financial statements of the Company.

11. PROPERTY AND DEPRECIATION

Property amounts are net of adjustments to reflect purchase accounting asset revaluations, including the elimination of the reserve for depreciation and the allocation of the excess of purchase price over net book value of the assets as of July 23, 1989, as follows (thousands of dollars):

	Eliminate Depreciation Reserve	Allocate Excess of Purchase Price Over Book Value	Purchase Accounting Revaluation
C&NW railroad and other:			
Road	\$(249,559)	\$ 14,773	\$(234,786)
Equipment	(208,763)	78,998	(129,765)
Nonoperating	(18)	11,715	11,697
	<u>\$(458,340)</u>	<u>\$ 105,486</u>	<u>\$(352,854)</u>
Accumulated depreciation	458,340	-	458,340
	<u>\$ -</u>	<u>\$ 105,486</u>	<u>\$ 105,486</u>

Depreciation is provided at composite straight-line rates. For 1990 and 1989, after purchase accounting adjustments, the provision approximated an annual rate of 4.6 percent and 4.8 percent, respectively. For 1988, the depreciation provision approximated an annual rate of 3.2 percent of the depreciable property. Capital leases are depreciated over the terms of the respective leases, from 3 to 30 years. The average life was approximately 13 years for 1990, 12 years for 1989 and 11 years for 1988.

Additions and renewals constituting a unit of property are capitalized. Other renewals, repairs and maintenance are charged to expense. Track removal costs and costs of units of property retired or replaced, less salvage, are charged to accumulated depreciation. All overhead costs related to track construction and payroll additives related to other construction are capitalized.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION—EXPLANATORY NOTES—Concluded

NOTES TO FINANCIAL STATEMENTS

12. INCOME TAXES AND EXTRAORDINARY GAIN

The Company and its subsidiaries join Holdings in the filing of consolidated income tax returns.

The Company provides deferred income taxes on timing differences between income reported in its financial statements and its tax return. Investment tax credits have been recorded under the flow-through method of accounting.

As a result of permanent and timing differences, the consolidated group has, for tax return purposes, net operating loss carryforwards at December 31, 1990 of approximately \$31.8 million and \$6.8 million for regular and alternative minimum tax ("AMT"), respectively (none of which are available to reduce the book income tax provisions). Of these net operating losses, approximately \$10.0 million and \$6.8 million for regular and AMT, respectively, are pre-acquisition losses subject to certain limitations as to their future use. The consolidated group's net operating losses expire in 1999 through 2004.

In addition, the consolidated group has approximately \$61 million of investment tax credits for tax return purposes which expire in years 1991 through 2004 (none of which are available to reduce the book income tax provisions). These investment credits are pre-acquisition credits which are subject to certain limitations as to their future use.

The Company had a pre-tax book loss carryforward of \$22.5 million at December 31, 1989. The loss carryforward was utilized in 1990 to reduce the liability for income taxes, resulting in an extraordinary gain of \$8.7 million.

In December 1987, the Financial Accounting Standards Board issued Statement No. 96 on Accounting for Income Taxes. Adoption of SFAS No. 96 will result in a catch-up adjustment, which may be reported in the year it is adopted or in an earlier year if the Company elects retroactive application. The Company is required to adopt SFAS No. 96 not later than January 1, 1992. The Company has not decided when it will adopt SFAS No. 96 or if it will restate prior periods. The cumulative effect of this change in accounting cannot be determined until adoption due to the potential impact of existing net operating loss and investment tax credit carryforwards which may or may not be available at adoption. Had the new standard been adopted without restatement at December 31, 1990, there would have been a significant increase in deferred income taxes with a related reduction of retained earnings.

See schedule 450, analysis of taxes.

13. LONG-TERM LEASES

The Company has substantial lease commitments for railroad, highway and data processing equipment, and WRPI has a lease for portions of the track structure and related facilities for the Wyoming Coal Project. Those leases which meet the criteria established by SFAS No. 13 are capitalized. The remainder are reported as operating leases.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION—EXPLANATORY NOTES—Concluded

NOTES TO FINANCIAL STATEMENTS

13. LONG-TERM LEASES - (Cont'd.)

Minimum annual rental commitments for noncancellable leases at December 31, 1990 were as follows:

	<u>Capital Leases</u>	<u>Operating leases</u>
	(thousands of dollars)	
1991	\$ 10,578	\$ 82,206
1992	9,416	79,520
1993	8,304	77,896
1994	6,994	76,667
1995	4,997	70,741
After 1995	<u>22,366</u>	<u>403,182</u>
Total	\$ 62,655	<u>\$790,212</u>
Less amount representing interest on capital leases	<u>20,622</u>	
Present value of net minimum lease payments	<u>\$ 42,033</u>	

Lease rental expense for operating leases (including cancelable leases) was as follows:

1990	\$84,849,000
1989 Post-acquisition	35,988,000
1989 Pre-acquisition	45,599,000
1988	83,064,000

The above amounts include insignificant amounts of rental income from subleases. There are no contingent rentals.

14. Gross interest expense was \$156,966,000 for 1990, \$80,221,000 and \$24,257,000 for the 1989 post-acquisition and pre-acquisition periods, respectively, and \$57,591,000 for 1988. Of these amounts, \$249,000 was capitalized in the 1989 pre-acquisition period and \$505,000 was capitalized in 1988. No interest was capitalized in 1990.
15. Cash and temporary cash investments total \$49.3 million at December 31, 1990 compared with \$32.4 million at December 31, 1989. The 1990 amount excludes \$112.2 million held to prepay debt in 1991.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION—EXPLANATORY NOTES—Concluded

NOTES TO FINANCIAL STATEMENTS

15. (Cont'd.)

Under the Merger Credit Agreement, the Company has credit lines available through a \$30 million Revolving Credit Facility ("Revolver") and a \$75 million Standby Loan Facility ("Standby"). The Revolver and Standby are available until 1994 and 1993, respectively. Loans under the Revolver are due upon its expiration and loans under the Standby are payable over 27 quarterly installments after its expiration. Approximately \$96 million is available under the credit lines at December 31, 1990.

16. Concentration of Credit Risk

Although the Company is not dependent upon a single customer or on a few customers, 27 percent of the Company's business (including WRPI) is conducted with electric utilities in the Midwest and West and 10 percent is conducted with automobile manufacturers. In addition, approximately 60 percent of the Company's traffic (including WRPI) is interchanged with the Union Pacific.

17. See Schedule 510, debt holdings, relative to long-term outstanding balances.

- a) Debt principal payments (including capital lease obligations) due in 1992 through 1995 are as follows (thousands of dollars):

1992	\$37,460
1993	47,246
1994	45,205
1995	38,130

- b) On December 12, 1990 and December 28, 1990 the Company completed sale leaseback transactions pursuant to which the Company sold and leased back certain locomotives and freight cars (the "Sale Leaseback Transactions"). The net after tax proceeds of the Sale Leaseback Transactions were approximately \$96 million.

In connection with the WRPI Refinancing and the Sale Leaseback Transactions, the Company has made approximately \$179 million in Term Loan and other debt prepayments. In addition, the Company is required to prepay, repay or purchase \$112.2 million of other debt of the Company, including up to approximately \$106 million which may include Senior Subordinated Debentures. The Company currently intends to apply all or a portion of such amount to the acquisition of Senior Subordinated Debentures if market prices for the Debentures are considered favorable by the Company. The balance sheet reflects the Company's requirement to use \$112.2 million to prepay debt and the estimated debt retirements, net of applicable debt discounts.

- c) The 1990 extraordinary loss resulted from the writeoff of financing fees related to the Term Loans in connection with the WRPI Refinancing and Sale Leaseback Transactions. The total pre-tax loss was \$7,294,000.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION—EXPLANATORY NOTES—Concluded

NOTES TO FINANCIAL STATEMENTS

17. c) (Cont'd.)

A pretax extraordinary loss of \$1,661,000 is included in Investment in Affiliated Companies from the write off of financing fees related to the original WRPI financing.

- d) The Senior Subordinated Debentures pay interest at 15.5 percent each April 15 and October 15. The Senior Subordinated Debentures are not redeemable prior to October 15, 1994, and 50 percent are subject to mandatory redemption in each of the years 2000 and 2001.

Interest on the Term Loans is based on floating rates plus various margins. The Company has entered into interest rate protection agreements which effectively limit the interest rate on \$200 million of the Term Loans to a maximum of 8.5 percent plus the same margins provided for in the Term Loans until January 31, 1995. The \$277 million of Merger Facility Term Loans are to be repaid over 31 quarterly installments beginning in 1990 and the \$200 million of Term Facility Loans are to be repaid over 12 quarterly installments in years 1997-1999. Proceeds from the WRPI Refinancing and the Sale Leaseback Transactions applied to repurchase of Term Loans will reduce the required repayments on a pro-rata basis. Prepayments of the Term Loans are required under certain levels of asset sales and other circumstances.

e) Principal Encumbrances

The Company and all of its subsidiaries other than WRPI guarantee borrowings under the Merger Credit Agreement and, on a subordinated basis, the Senior Subordinated Debentures. In addition, indebtedness under the Merger Credit Agreement is secured, subject to existing equipment obligations, by liens on substantially all of the assets of the Company and its subsidiaries, other than WRPI, and by liens on all the capital stock of Acquisition and its subsidiaries, other than WRPI.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION—EXPLANATORY NOTES—Concluded

NOTES TO FINANCIAL STATEMENTS

18. POSTRETIREMENT BENEFITS

The Railroad provides postretirement health care benefits until age 65 for employees who elect to retire before that age and are covered by collective bargaining agreements. These benefits are provided through a multi-employer insurance plan. The cost of these benefits was \$2,012,000 in 1990, \$1,186,000 and \$921,000 for the pre-acquisition and post-acquisition periods of 1989, respectively, and \$1,614,000 in 1988. Certain employees not covered by collective bargaining agreements who retire prior to age 65 also receive post-retirement health care benefits to age 65 and life insurance. The cost of these benefits was \$510,000 in 1990, \$406,000 and \$320,000 for the pre-acquisition and post-acquisition periods of 1989, respectively, and \$508,000 in 1988.

In December 1990, the Financial Accounting Standards Board issued Statement No. 106 on Accounting for Postretirement Benefits other than Pensions. This new standard requires that the expected cost of these benefits must be charged to expense during the years that the employees render service. This is a change from the Company's current policy of recognizing these costs on a cash basis. The Company is required to adopt the new accounting and disclosure rules no later than 1993, although earlier implementation is permitted. The Company may adopt the new standard prospectively or via a cumulative catch-up adjustment.

The Company has not decided when it will adopt the new standard but anticipates that it will adopt it by recording a cumulative catch-up adjustment in the year of adoption. Although management has not quantified the effect, it does not believe the change in accounting will have a material effect on the Company's reported financial position or results of operations.

19. EMPLOYEE REDUCTION AND RELOCATION COSTS AND LITIGATION SETTLEMENTS

During 1990 the Railroad accrued \$13.4 million for an employee reduction program which covered non-operating employees and locomotive engineers. During 1989 the Company accrued \$23.6 million for an employee reduction program which covered non-operating employees, locomotive engineers and an additional accrual for the crew consist reductions, as described below.

On September 9, 1988, the United States Congress legislated a resolution of a dispute on train crew size between the Railroad and the UTU, making the recommendations of the Presidential Emergency Board No. 213 the new labor contract on crew size. The contract calls for all freight trains and yard assignments to be operated with three employees instead of four and on nonstop through-freight trains, crew size can be further reduced to two employees through arbitration. Pursuant to the legislation, the Railroad paid \$15.6 million to buyout 270 brakemen during 1990 and accrued the cost of additional buyouts anticipated to be required.

In August 1988, the Railroad entered into an agreement to settle an anti-trust claim brought against it in connection with the Wyoming Coal Project. The agreement requires cash payments spread over several years having a net present value of up to \$9 million.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION—EXPLANATORY NOTES—Concluded

NOTES TO FINANCIAL STATEMENTS

20. CONTINGENT LIABILITIES AND COMMITMENTS

The Railroad is a party to several proceedings before federal and state regulatory agencies relating to environmental issues. The Railroad has been named a potentially responsible party in several administrative proceedings for the cleanup of various waste sites, including some Superfund sites. In the opinion of management, based on the information currently available and reserves provided for such costs, the ultimate liability resulting from these environmental matters will not materially affect the results of operations or financial position of the Company.

Labor relations in the railroad industry are governed by the Railway Labor Act ("RLA") instead of the National Labor Relations Act. The national collective bargaining agreements with the major national railway labor organizations covering the union employees of certain railroads, including the Company, became open for modification in July, 1988. The Company has given a power of attorney to the National Carrier's Conference Committee ("NCCC") which represents nearly all Class I railroads in collective bargaining with all of the standard rail labor unions in matters pertaining to wages, work rules and health insurance.

The NCCC and the rail unions failed to reach agreement on these matters and President Bush established Presidential Emergency Board No. 219 ("EB 219") under Section 10 of the RLA to investigate the dispute and make recommendations as to settlement. The report of EB 219 was issued January 15, 1991. The recommendations contained in the report of EB 219 may become the basis of a settlement between the parties, either through collective bargaining or through legislation by the Congress. While the Company cannot predict the ultimate liability resulting from this matter, management believes it will not materially affect the results of operations or financial position of the Company.

The Railroad is a party to service interruption insurance agreements under which additional premiums up to a maximum of \$18.1 million may arise in the event of work stoppages on other railroads. Conversely, the Railroad is entitled to receive payments under certain conditions if work stoppage occurs on its property.

The Company (including WRPI) has approved a capital budget of \$84.1 million for 1991 and anticipates acquiring equipment under operating leases with a cost to the lessors of \$76.6 million.

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION—EXPLANATORY NOTES—Concluded

NOTES TO FINANCIAL STATEMENTS

SUPPLEMENT REQUIRED BY EX PARTE 346

(SUB NO. 1)

The number of carloads and trailer loads of exempted fresh fruits and vegetables handled in 1990 was 8,669. In 1978, prior to exemption, 11,378 carload 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 1990 was 261. In 1979, prior to exemption, 6,382 carloads and trailer loads of the same commodities were handled.

(SUB NO. 14)

The number of carloads and trailer loads of exempted farm products handled in 1990 was 929. In 1982, prior to exemption 1,017 carloads and trailer loads of the same commodities were handled.

210. RESULTS OF OPERATIONS

(Dollars in Thousands)

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 18.

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 under the "Income from Affiliated Companies" subsection of this schedule.

4. All contra entries hereunder should be indicated in parenthesis

5. Cross-checks**Schedule 210**

Line 15, column (b)
Line 47 plus 48 plus 49, column (b)
Line 50, column (b)

Line 14, column (b)
Line 14, column (d)
Line 14, column (e)
Line 49, column (b)

Schedule 210

= Line 62, column (b)
= Line 63, column (b)
= Line 64, column (b)

Schedule 410

= Line 620, column (h)
= Line 620, column (f)
= Line 620, column (g)

Line No.	Cross Check	Item (a)	Amount for current year (b)	Amount for preceding year (c)	Freight-related revenue & expenses (d)	Passenger-related revenue & expenses (e)	Line No.
		ORDINARY ITEMS					
		OPERATING INCOME					
		Railway Operating Income					
1		(101) Freight	698,907	700,600	698,907	-	1
2		(102) Passenger	55,345	53,731	-	55,345	2
3		(103) Passenger-Related	171	176	-	171	3
4		(104) Switching	17,436	18,311	17,436	-	4
5		(105) Water Transfers	-	-	-	-	5
6		(106) Demurrage	4,011	5,357	4,011	-	6
7		(110) Incidental	4,653	4,486	3,889	764	7
8		(121) Joint Facility-Credit	334	343	334	-	8
9		(122) Joint Facility-Debit	(4)	(6)	(4)	-	9
10		(501) Railway operating revenues (Exclusive of transfers from Government Authorities-lines 1-9)	780,853	782,998	724,573	56,280	10
11		(502) Railway operating revenues-Transfers from Government Authorities for current operations	28,351	28,826	-	28,351	11
12		(503) Railway operating revenues-Amortization of deferred transfers from Government Authorities	750	360	750	-	12
13		TOTAL RAILWAY OPERATING REVENUES (lines 10-12)	809,954	812,184	725,323	84,631	13
14	*	(531) Railway operating expenses	721,673	756,669	641,160	80,513	14
15	*	Net revenue from railway operations	88,281	55,515	84,163	4,118	15
		OTHER INCOME					
16		(506) Revenue from property used in other than carrier operations	47	7			16
17		(510) Miscellaneous rent income	3,069	4,790			17
18		(512) Separately operated properties-Profit	-	-			18
19		(513) Dividend Income (cost method)	832	-			19
20		(514) Interest Income	2,889	6,937			20
21		(516) Income from sinking and other funds	91	162			21
22		(517) Release of premiums on funded debt	-	-			22
23		(518) Reimbursements received under contracts and agreements	-	-			23
24		(519) Miscellaneous income	3,295	14,686			24
25		Income from affiliated companies: 519 a. Dividends (equity method)	37,000	22,200			25
26		b. Equity in undistributed earnings (losses) *	(19,669)	10,211			26
27		TOTAL OTHER INCOME (lines 16-26) *	27,554	58,993			27
28		TOTAL INCOME (lines 15, 27) *	115,835	114,508			27
		MISCELLANEOUS DEDUCTIONS FROM INCOME					
29		(534) Expenses of property used in other than carrier operations	513	556			29
30		(544) Miscellaneous taxes	126	108			30
31		(545) Separately operated properties-Loss	-	-			31
32		(549) Maintenance of investment organization	-	-			32
33		(550) Income Transferred under contracts and agreements	-	-			33
34		(551) Miscellaneous income charges	3,844	4,532			34
35		(553) Uncollectible accounts	-	-			35
36		TOTAL MISCELLANEOUS DEDUCTIONS (lines 29-35) *	4,483	5,196			36
37		Income available for fixed charges (lines 28, 36)	111,352	109,312			37

210. RESULTS OF OPERATIONS—Continued
(Dollars in Thousands)

Line No.	Cross Check	Item (a)	Amount for current year (b)	Amount for preceding year (c)	Line No.
FIXED CHARGES					
38		(546) Interest on funded debt:			38
		(a) Fixed interest not in default	148,306	87,733	
39		(b) Interest in default	-	-	39
40		(547) Interest on unfunded debt	1,688	1,422	40
41		(548) Amortization of discount on funded debt	6,972	15,074	41
42		TOTAL FIXED CHARGES (lines 38-41)	156,966	104,229	42
43		Income after fixed charges (lines 37, 42)	(45,614)	5,083	43
OTHER DEDUCTIONS					
44		(546) Interest on funded debt:			44
		(c) Contingent interest	-	-	
UNUSUAL OR INFREQUENT ITEMS					
45		(555) Unusual or infrequent items (debit) credit	-	-	45
46		Income (Loss) from continuing operations (before income taxes)	(45,614)	5,083	46
PROVISIONS FOR INCOME TAXES					
47	*	(556) Income taxes on ordinary income:	1,100	1,000	47
		(a) Federal income taxes			
48	*	(b) State income taxes	-	-	48
49	*	(c) Other income taxes	-	-	49
50	*	(557) Provision for deferred taxes	18,500	6,100	50
51		TOTAL PROVISIONS FOR INCOME TAXES (lines 47-50)	19,600	7,100	51
52	*	Income from continuing operations (lines 46-51)	(65,214)	(2,017)	52
DISCONTINUED OPERATIONS					
53		(560) Income or loss from operations of discontinued segments (less applicable income taxes of \$)	-	-	53
54		(562) Gain or loss on disposal of discontinued segments (less applicable income taxes of \$)	-	-	54
55		Income before extraordinary items (lines 52 + 53 + 54)	(65,214)	(2,017)	55
EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES					
56		(570) Extraordinary items (Net)	1,406	-	56
57		(590) Income taxes on extraordinary items	-	-	57
58		(591) Provision for deferred taxes—Extraordinary items	(2,800)	-	58
59		TOTAL EXTRAORDINARY ITEMS (lines 56-58)	4,206	-	59
60		(592) Cumulative effect of changes in accounting principles (less applicable tax of \$)	-	-	60
61	*	Net income (Loss) (lines 55 + 59 + 60)	(61,008)	(2,017)	61
Reconciliation of net railway operating income (NROI)					
62	*	Net revenues from railway operations	88,281	55,515	62
63	*	(556) Income taxes on ordinary income (—)	1,100	1,000	63
64	*	(557) Provision for deferred income taxes (—)	18,500	6,100	64
65		Income from lease of road and equipment (—)	272	272	65
66		Rent for leased roads and equipment (+)	63	73	66
67		Net railway operating income (loss)	68,472	48,216	67

Note: See notes to Schedule 200.

*Adjustment to 1989 of \$4,019 between equity in undistributed earnings and miscellaneous income charges for additional depreciation on WRPI property written up in purchase accounting due to company decision to push-down the applicable portion of the purchase price to WRPI's financial statements.

NOTES AND REMARKS FOR SCHEDULES 210 and 220

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220. RETAINED EARNINGS
(Dollars in Thousands)

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

2. All contra entries 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 61 column (b), Schedule 210.

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

Line No.	Cross Check	Item (a)	Retained earnings— Unappropriated (b)	Equity in undistributed earnings (losses) of affiliated companies (c)	Line No.
1		Balances at beginning of year *	\$ (34,542)	\$ 6,912	1
2		(601.5) Prior period adjustments to beginning retained earnings			2
		CREDITS			
3	*	(602) Credit balance transferred from income			3
4		(603) Appropriations released			4
5		(606) Other credits to retained earnings			5
6		TOTAL	-	-	6
		DEBITS			
7	*	(612) Debit balance transferred from income	41,339	19,669	7
8		(616) Other debits to retained earnings			8
9		(620) Appropriations for sinking and other funds			9
10		(621) Appropriations for other purposes			10
11		(623) Dividends: Common stock			11
12		Preferred stock ¹			12
13		TOTAL	41,339	19,669	13
14		Net increase (decrease) during year (Line 6 minus line 13)	(41,339)	(19,669)	14
15	*	Balances at close of year (Lines 1, 2 and 14)	(75,881)	(12,757)	15
16	*	Balances from line 15(c)	(12,757)	N/A	16
17	(796)	Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of year	(88,638)	NA	17
18	(797)	Total appropriated retained earnings:			18
19		Credits during year \$ _____			19
20		Debits during year \$ _____			20
21		Balance at Close of year \$ _____			21
		Amount of assigned Federal income tax consequences:			
22		Account 606 \$ _____			22
23		Account 616 \$ _____			23

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

*Adjustment to 1989 of \$4,019 between equity in undistributed earnings and miscellaneous income charges for additional depreciation on WRPI property written up in purchase accounting due to company decision to push-down the applicable portion of the purchase price to WRPI's financial statements.

230. CAPITAL STOCK

PART I. CAPITAL STOCK
(Dollars in Thousands)

1. Disclose in column (a) the particulars of the various issues of capital stock of the respondent, distinguishing separate issues of any general class, if different in any respect.
2. Present in column (b) the par or stated value of each issue. If none, so state.
3. Disclose in columns (c), (d), (e) and (f) the required information concerning the number of shares authorized, issued, in treasury and outstanding for the various issues.
4. For the purposes of this report, capital stock and other securities are considered to be nominally issued when certificates are signed and sealed with the proper officer for sale and delivery or are pledged or otherwise placed in some special fund of the respondent. They are considered to be actually issued when sold to a bona fide purchaser who holds them free from control by the respondent. All securities actually issued and not reacquired by or for the respondent are considered to be actually outstanding. If reacquired by or for the respondent, and not canceled or retired, they are considered to be nominally outstanding.

Line No.	Class of Stock (a)	Par Value (b)	Number of Shares				Book Value at End of Year		Line No.
			Authorized (c)	Issued (d)	In Treasury (e)	Outstanding (f)	Outstanding (g)	In Treasury (h)	
1	Common Class A	.28	1,000	1,000	-	1,000	-	-	1
2									2
3									3
4	Preferred								4
5									5
6									6
7									7
8									8
9									9
10	TOTAL		1,000	1,000	-	1,000	-	-	10

PART II. SUMMARY OF CAPITAL STOCK CHANGES DURING YEAR
(Dollars in Thousands)

1. The purpose of this part is to disclose capital stock changes during the year.
2. Column (a) presents the items to be disclosed.
3. Columns (b), (d) and (f) require 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) require 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.

Line No.	Items (a)	Preferred Stock		Common Stock		Treasury Stock		Additional Capital \$ (h)	Line No.
		Number of Shares (b)	Amount \$ (c)	Number of Shares (d)	Amount \$ (e)	Number of Shares (f)	Amount \$ (g)		
11	Balance at beginning of year	0	0	1,000	0	0	0	178,738	11
12	Capital Stock Sold ¹								12
13	Capital Stock Reacquired								13
14	Capital Stock Canceled								14
15									15
16	Contribution from Parent							6,217	16
17	Balance at close of year	0	0	1,000	0	0	0	184,955	17

¹By footnote on page 17 state the purpose of the issue and authority.

240. STATEMENT OF CASH FLOWS
(Dollars in Thousands)

Give the information as requested concerning the cash flows during the year. Either the direct or indirect method can be used. The direct method shows as its principal components operating cash receipts and payments, such as cash received from customers and cash paid to suppliers and employees, the sum of which is net cash flow from operating activities. The indirect method starts with net income and adjusts it for revenue and expense items that were not the result of operating cash transactions in the current period to reconcile it to net cash flow from operating activities. If direct method is used complete lines 1-41; indirect method complete lines 10-41. Cash for the purpose of this schedule shall include cash and cash equivalents which are short-term, highly liquid investments readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Information about all investing and financing activities which do not directly affect cash shall be separately disclosed in footnotes to this schedule. They shall clearly relate the cash (if any) and noncash aspects of transactions. Examples of noncash investing and transactions include converting debt to equity acquiring assets by assuming directly related liabilities, such as purchasing a building by incurring a mortgage to the seller; obtaining an asset by entering into a capital lease; and exchanging noncash assets or liabilities for other noncash assets or liabilities. Some transactions are part cash and part noncash; only the cash portion shall be reported directly in the statement of cash flows. Refer to FAS Statement No. 95, Statement of Cash Flows, for further details.

Line No.	Cross Check	Description (a)	Current Year (b)	Prior Year (c)	Line No.
		CASH FLOWS FROM OPERATING ACTIVITIES			
1		Cash received from operating revenues			1
2		Dividends received from affiliates			2
3		Interest received			3
4		Other Income			4
5		Cash paid for operating expenses			5
6		Interest paid (net of amounts capitalized)			6
7		Income taxes paid			7
8		Other-net			8
9		NET CASH PROVIDED BY OPERATING ACTIVITIES			9

240. STATEMENT OF CASH FLOWS
(Dollars in Thousands)

Line No.	Cross Check	Description (a)	Current Year (b)	Prior Year (c)	Line No.
RECONCILIATION OF NET INCOME TO NET CASH PROVIDED BY OPERATING ACTIVITIES					
10	*	Income from continuing operations	(65,214)	(2,017)	10
ADJUSTMENTS TO RECONCILE INCOME FROM CONTINUING OPERATIONS TO NET CASH PROVIDED BY OPERATING ACTIVITIES					
11		Loss (gain) on sale or disposal of tangible property and investments	0	(3,000)	11
12	*	Depreciation and amortization expenses	56,427	60,232	12
13	*	Increase (decrease) Provision for Deferred Income Taxes	18,500	6,100	13
14	*	Net decrease (increase) in undistributed earnings (losses) of affiliates	19,669	(14,230)	14
15	*	(Increase) decrease in accounts receivable	2,127	7,910	15
16	*	(Increase) decrease in materials and supplies, and other current assets	8,776	(9,609)	16
17	*	Increase (decrease) in current liabilities other than debt	58,985	13,520	17
18		Increase (decrease) in other-net	(25,293)	11,630	18
19		Net cash provided from continuing operations	73,977	70,536	19
20	*	Add (subtract) cash generated (paid) by reason of discontinued operations and extraordinary items	4,206	-	20
21		NET CASH PROVIDED FROM OPERATING ACTIVITIES	78,183	70,536	21
CASH FLOWS FROM INVESTING ACTIVITIES					
22		Proceeds from sale of property	18,212	31,210	22
23		Capital expenditures	(59,427)	(90,808)	23
24		Net change in temporary cash investments not qualifying as cash equivalents	-	-	24
25		Proceeds from sale/repayment of investment and advances	-	-	25
26		Purchase price of long-term investment and advances	-	-	26
27	*	Net decrease (increase) in sinking and other special funds	959	311	27
28		Other-net	1,109	1,533	28
29		NET CASH USED IN INVESTING ACTIVITIES	(39,147)	(57,754)	29
CASH FLOWS FROM FINANCING ACTIVITIES					
30		Proceeds from issuance of long-term debt	206,858	159,861	30
31		Principal payments of long-term debt	(214,228)	(286,141)	31
32		Proceeds from issuance of capital stock	-	-	32
33		Purchase price of acquiring treasury stock	-	-	33
34		Cash dividends paid	-	(20,000)	34
35		Other-net Note 3	97,404	(1,830)	35
36		NET CASH FROM FINANCING ACTIVITIES	90,034	(148,110)	36
37		NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	129,070	(135,328)	37
38	*	Cash and cash equivalents at beginning of the year	32,432	167,760	38
39	*	CASH AND CASH EQUIVALENTS AT END OF THE YEAR	161,502	32,432	39

Footnotes to Schedule 240

Cash paid during the year for:

40		Interest (net of amount capitalized)	33,307	72,858	40
41		Income taxes (net)	-	478	41

Note 1: Capital lease obligations of \$8,557 were incurred in 1989. No capital lease obligations were incurred in 1990.

Note 2: The Company considers all short-term investments which have an original maturity of less than 90 days as cash equivalents.

Note 3: 1990 other, net contains \$97,404 proceeds related to the sale/lease back transaction.

245. WORKING CAPITAL
(Dollars in Thousands)

- 1 This schedule should include only data pertaining to railway transportation services
2 Carry out calculation of lines 9, 10, 20, and 21, to the nearest whole number.

Line No.	Item (a)	Source No	Amount (b)	Line
	CURRENT OPERATING ASSETS			
1	Interline and Other Balances (705)	Schedule 200, line 5, column b	14,672	1
2	Customers (706)	Schedule 200, line 6, column b	39,535	2
3	Other (707)	Note A	19,767	3
4	TOTAL CURRENT OPERATING ASSETS	Line 1 + 2 + 3	73,974	4
	OPERATING REVENUE			
5	Railway Operating Revenue	Schedule 210, line 13, column b	809,954	5
6	Rent Income	Note B	88,082	6
7	TOTAL OPERATING REVENUES	Lines 5 + 6	898,036	7
8	Average Daily Operating Revenues	Line 7 ÷ 360 days	2,494.54	8
9	Days of Operating Revenue in Current Operating Assets	Line 4 ÷ line 8	30	9
10	Revenue Delay Days Plus Buffer	Lines 9 + 15 days	45	10
	CURRENT OPERATING LIABILITIES			
11	Interline and Other Balances (752)	Schedule 200, line 31, column b	5,299	11
12	Audited Accounts and Wages Payable (753)	Note A	21,736	12
13	Accounts Payable—Other (754)	Note A	934	13
14	Other Taxes Accrued (761.5)	Note A	11,829	14
15	TOTAL CURRENT OPERATING LIABILITIES	Sum of lines 11 to 14	39,798	15
	OPERATING EXPENSES			
16	Railway Operating Expenses	Schedule 210, line 14, column b	721,673	16
17	Depreciation	Schedule 410, lines 136, 137, 138, 213, 232, 317, column h	49,384	17
18	Cash Related Operating Expenses	Line 16 + line 6 - line 17	760,371	18
19	Average Daily Expenditures	Line 18 ÷ 360 days	2,112.14	19
20	Days of Operating Expenses in Current Operating Liabilities	Line 15 ÷ line 19	19	20
21	Days of Working Capital Required	Line 10 - line 20 (Note C)	26	21
22	Cash Working Capital Required	Line 21 x line 19	54,916	22
23	Cash and Temporary Cash Balance	Schedule 200, line 1 + line 2, column b	161,388	23
24	Cash Working Capital Allowed	Lesser line 22 and line 23	54,916	24
	MATERIALS AND SUPPLIES			
25	Total Material and Supplies (712)	Note A	31,113	25
26	Scrap and Obsolete Material included in Acct. 712	Note A	2,995	26
27	Materials and Supplies held for Common Carrier Purposes	Line 25 - line 26	28,118	27
28	TOTAL WORKING CAPITAL	Line 24 + line 27	83,034	28

- Notes: (A) Use common carrier portion only. Common carrier refers to railway transportation service.
- (B) Rent Income is the sum of Schedule 410, column h, lines 121, 122, 123, 127, 128, 129, 133, 134, 135, 208, 210, 212, 227, 229, 231, 312, 314, and 316. Rent income is added to railway operating revenues to produce total revenues. Rent income is also added to total operating expenses to exclude the rent revenue items from operating expense.
- (C) If result is negative, use zero

NOTES AND REMARKS

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GENERAL INSTRUCTIONS CONCERNING RETURNS IN SCHEDULES 310, 310A

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

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

- (A) Stocks
 - (1) Carriers-active
 - (2) Carriers-inactive
 - (3) Noncarriers-active
 - (4) Noncarriers-inactive
- (B) Bonds (including 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.

316. 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 18, 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

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	Line No.
	(a)	(b)	(c)	(d)	(e)	
1	721	A-1	VII	Peoria & Pekin Union Ry. Co. Stock (a)	12.50	1
2	721	A-1	VII	MT Properties Inc. Stock (b)	36.73	2
3						3
4						4
5	721	A-1	VII	Trailer Train Co. Stock (c)	2.632	5
6	721	A-1	VII	Iowa Transfer Railway Co. Stock (d)	25.00	6
7	721	A-1	VII	Kansas City Terminal Ry. Co. Stock (e)	8.333	7
8	721	A-1	VII	Western Railroad Properties Inc. Stock (f)	74.00	8
9				Total A-1		9
10						10
11						11
12	721	D-1	VII	Trailer Train Co.		12
13				Subordinate Notes:		13
14				6-1/2% dated 4/17/67 (c)	5.263	14
15				7-1/2% dated 1/9/69 (c)	5.263	15
16				Total D-1		16
17						17
18						18
19						19
20						20
21	721	E-1	VII	Kansas City Terminal		21
22				Railway Co. Advances (e)	8.333	22
23						23
24				Total E-1		24
25						25
26	721	E-3	X	CNW Corporation-Parent	-	26
27						27
28				Total E-3		28
29						29
30						30
31						31
32						32
33						33
34						34
35						35
36						36
37						37
38						38
39						39
40				Total Account 721		40

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

be used to conserve space.

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

Line No.	Investments and advances				Disposed of: profit (loss)	Adjustments Account 721.5	Dividends or interest credited to income (l)	Line No.
	Opening balance (f)	Additions (g)	Deductions (if other than sale, explain) (h)	Closing balance (i)				
1							270	1
2	274			274			239	2
3								3
4								4
5	100			100				5
6	55			55				6
7								7
8	221,544	20,689 (1)	377 (2)	241,856			37,000	8
9	221,973	20,689	377	242,285			37,509	9
10								10
11								11
12								12
13								13
14	589			589			38	14
15	547	42 (3)		589			44	15
16	1,136	42		1,178			82	16
17								17
18								18
19								19
20								20
21								21
22	1,906		-	1,906				22
23								23
24	1,906		-	1,906				24
25								25
26							633	26
27								27
28							633	28
29								29
30								30
31								31
32								32
33								33
34								34
35								35
36								36
37								37
38								38
39								39
40	225,015	20,731	377	245,369			38,224	40

(1) Allocation of excess of the purchase price of CNW over the net book value of CNW.

(2) Amortization of investment costs 377

(3) Correction of 1989 interest received.

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

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	Line No
	(a)	(b)	(c)	(d)	(e)	
1	Other	parties and	particulars of joint control are as follows:			1
2						2
3			Name of Party to Joint Control	How Established		3
4	(a)	Illinois Central Gulf RR Co.		Ownership of capital stock		4
5		Norfolk & Western Ry. Co.		Ownership of capital stock		5
6		Consolidated Rail Corp.		Ownership of capital stock		6
7	(b)	Burlington Northern, Inc.		Ownership of capital stock		7
8		CRIP (Chicago Pacific Corp.)		Ownership of capital stock		8
9		Soo Line RR Co.		Ownership of capital stock		9
10	(c)	Atchison, Topeka & Santa Fe Ry. Co.		Ownership of capital stock		10
11		Baltimore & Ohio RR. Co. (CSX Corp.)		Ownership of capital stock		11
12		Boston & Maine Corp. (Conrail)		Ownership of capital stock		12
13		Burlington Northern, Inc.		Ownership of capital stock		13
14		Central of Georgia Ry. Co.		Ownership of capital stock		14
15		Chesapeake & Ohio Ry. Co. (CSX Corp.)		Ownership of capital stock		15
16		Chicago, Milw., St. Paul & Pac. RR. Co. (Soo Line)		Ownership of capital stock		16
17		Consolidated Rail Corp.		Ownership of capital stock		17
18		Denver & Rio Grande Western RR. Co.		Ownership of capital stock		18
19		Detroit, Toledo & Ironton RR. Co.		Ownership of capital stock		19
20		Florida East Coast Ry. Co.		Ownership of capital stock		20
21		Illinois Central Gulf RR. Co.		Ownership of capital stock		21
22		Kansas City Southern Ry. Co.		Ownership of capital stock		22
23		Louisville & Nashville RR. Co. (CSX Corp.)		Ownership of capital stock		23
24		Missouri-Kansas-Texas RR. Co.		Ownership of capital stock		24
25		Missouri Pacific RR. Co. (UP RR. Co.)		Ownership of capital stock		25
26		Norfolk & Western Ry. Co.		Ownership of capital stock		26
27		Reading Company (Conrail)		Ownership of capital stock		27
28		Richmond Fredericksburg & Potomac RR.		Ownership of capital stock		28
29		St. Louis-San Francisco Ry. Co. (BN Inc.)		Ownership of capital stock		29
30		St. Louis-Southwestern Ry. Lines		Ownership of capital stock		30
31		Seaboard Coast Line RR. Co. (CSX Corp.)		Ownership of capital stock		31
32		Southern Pacific Transp. Co.		Ownership of capital stock		32
33		Southern Railway Co.		Ownership of capital stock		33
34		Toledo, Peoria & Western RR. Co.		Ownership of capital stock		34
35		Union Pacific RR. Co.		Ownership of capital stock		35
36		Wabash RR. Co. (Leased to N&W Ry. Co.)		Ownership of capital stock		36
37		Western Maryland Ry. Co.		Ownership of capital stock		37
38		Western Pacific RR. Co. (UP RR. Co.)		Ownership of capital stock		38
39						39
40				(Continued on Page 23)		40

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

Investments and advances					Disposed of profit (loss)	Adjustments Account 721 5	Dividends or interest credited to income (l)	Line No
Opening balance	Additions	Deductions (if other than sale, explain)	Closing balance					
(f)	(g)	(h)	(i)	(j)				
1	Other parties and particulars of joint control are as follows: (Continued)							1
2								2
3		Name of Party to Joint Control			How Established			3
4	(d)	Burlington Northern, Inc.			Ownership of capital stock			4
5		CRIP (Chicago Pacific Corp.)			Ownership of capital stock			5
6		Des Moines Union Ry. Co.			Ownership of capital stock			6
7	(e)	Atchison, Topeka & Santa Fe Ry.			Ownership of capital stock			7
8		Burlington Northern, Inc.			Ownership of capital stock			8
9		Chicago, Milw., St. Paul & Pac. RR. Co. (Sho Line)			Ownership of capital stock			9
10		Illinois Central Gulf RR. Co.			Ownership of capital stock			10
11		Kansas City Southern Ry. Co.			Ownership of capital stock			11
12		Missouri-Kansas-Texas Ry. Co.			Ownership of capital stock			12
13		Missouri Pacific RR. Co. (UP RR. Co.)			Ownership of capital stock			13
14		Norfolk & Western Ry. Co.			Ownership of capital stock			14
15		St. Louis-San Francisco Ry. Co. (BN Inc.)			Ownership of capital stock			15
16		Union Pacific RR. Co.			Ownership of capital stock			16
17		St. Louis Southwestern Ry. Co.			Ownership of capital stock			17
18	(f)	CNW Corporation			Ownership of capital stock			18
19								19
20								20
21								21
22								22
23								23
24								24
25								25
26								26
27								27
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35								35
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39								39
40								40

310A. INVESTMENTS IN COMMON STOCKS OF AFFILIATED COMPANIES
(Dollars in Thousands)

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.

Line No.	Name of issuing company and description of security held (a)	Balance at beginning of year (b)	Adjustment for investments equity method (c)	Equity in undistributed earnings (losses) during year (d)	Amortization during year (e)	Adjustment for investments disposed of or written down during year (f)	Balance at close of year (g)	Line No.
1	Carriers: (List specifics for each company) Western Railroad Properties Incorporated	6,912		(19,669)			(12,757)	1
2								2
3								3
4								4
5								5
6								6
7								7
8								8
9								9
10								10
11								11
12								12
13								13
Noncarrier (List specifics for each company)								
14								14
15								15
16								16
17								17
18								18
19								19
20								20
21								21
22								22
23								23
24								24
25								25
26								26
27								27

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 330

1 Give particulars of balances at the beginning and close of the year and of all changes during the year in Account No 731, "Road and Equipment Property," and Account No 732, "Improvements on Leased Property," classified by primary accounts in accordance with the Uniform System of Accounts for Railroad Companies. The balances, by primary accounts, should insofar as known, be stated in column (b) and all changes made during the year should be analyzed in columns (c) to (f), inclusive. Column (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 column (c) and (e) should be included all entries covering expenditures for additions and betterments, as defined, whether or not replacing other property.

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 29 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 \$2,000 is used as the minimum for additions and betterments to property investment accounts as provided for in Instruction 2-2 of the Uniform System of Accounts for Railroad Companies, state in a footnote the amount used.

NOTES AND REMARKS

Amounts in Column (d) reflect purchase accounting adjustments to restate property to fair market value on a net book basis.

\$49,215 of Line 31 Column F and \$48,189 of Line 32 Column F are due to Sale Leaseback transaction.

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

Line No	Cross Check	Account (a)	Balance at beginning of year (b)	Expenditures during the year for original road and equipment ment, and road extensions (c)	Expenditures during the year for purchase of existing lines, reorganizations, etc (d)	Line No
1		(2) Land for transportation purposes	44,613		(14,958)	1
2		(3) Grading	23,813		(142)	2
3		(4) Other right-of-way expenditures	1,358			3
4		(5) Tunnels and subways				4
5		(6) Bridges, trestles, and culverts	33,317		(78)	5
6		(7) Elevated structures				6
7		(8) Ties	211,015		(253)	7
8		(9) Rail and other track material	300,862		(16)	8
9		(11) Ballast	66,367		(100)	9
10		(13) Fences, snowsheds, and signs	2,316		(2)	10
11		(16) Station and office buildings	29,091		(1,454)	11
12		(17) Roadway buildings	1,552		(2)	12
13		(18) Water stations	485			13
14		(19) Fuel stations	1,879		(1)	14
15		(20) Shops and enginehouses	16,823		(9)	15
16		(22) Storage warehouses				16
17		(23) Wharves and docks	3			17
18		(24) Coal and ore wharves	906		(1)	18
19		(25) TOFC/COFC terminals	38,174		(10)	19
20		(26) Communication systems	15,816		(30)	20
21		(27) Signals and interlockers	29,075		(16)	21
22		(29) Power plants	1			22
23		(31) Power-transmission systems	193			23
24		(35) Miscellaneous structures				24
25		(37) Roadway machines	30,942		(357)	25
26		(39) Public improvements - Construction	8,111		(16)	26
27		(44) Shop machinery	8,669		(2)	27
28		(45) Power-plant machinery	94			28
29		Other (specify and explain)				29
30		TOTAL EXPENDITURES FOR ROAD	865,475		(17,447)	30
31		(52) Locomotives	102,580		(7,010)	31
32		(53) Freight-train cars	107,559		29,643	32
33		(54) Passenger-train cars	11			33
34		(55) Highway revenue equipment	1,174		(15)	34
35		(56) Floating equipment				35
36		(57) Work equipment	8,554		(30)	36
37		(58) Miscellaneous equipment	2,131		(15)	37
38		(59) Computer systems and word processing equipment	2,831		(4)	38
39		TOTAL EXPENDITURES FOR EQUIPMENT	224,840		22,569	39
40		(76) Interest during construction				40
41		(80) Other elements of investment	31			41
42		(90) Construction in progress	39,603			42
43		GRAND TOTAL	1,129,949		5,122	43

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

Line No	Cross Check	Expenditures for additions during the year (e)	Credits for property retired during the year (f)	Net changes during the year (g)	Balance at close of year (h)	Line No
1		137	(7,341)	(22,162)	22,451	1
2		400	(6)	252	24,065	2
3		12	1	13	1,371	3
4						4
5		4,109	(61)	3,970	37,287	5
6						6
7		21,130	(329)	20,548	231,563	7
8		10,312	550	10,846	311,708	8
9		10,584	(44)	10,440	76,807	9
10				(2)	2,314	10
11		2,046	81	673	29,764	11
12		195	1	194	1,746	12
13			(1)	(1)	484	13
14		58	(30)	27	1,906	14
15		59	(14)	36	16,859	15
16						16
17					3	17
18		42	(8)	33	939	18
19		412	(212)	190	38,364	19
20		4,485	(113)	4,342	20,158	20
21		4,733	(53)	4,664	33,739	21
22			(1)	(1)		22
23					193	23
24						24
25		6,124	(254)	5,513	36,455	25
26		2,489	(83)	2,390	10,501	26
27		972	(23)	947	9,616	27
28					94	28
29						29
30		68,299	(7,940)	42,912	908,387	30
31		223	(53,806)	(60,593)	41,987	31
32		5,224	(58,536)	(23,669)	83,890	32
33					11	33
34			11	(4)	1,170	34
35						35
36		347	(1,635)	(1,318)	7,236	36
37		18	898	901	3,032	37
38		1,968	(378)	1,586	4,417	38
39		7,780	(113,446)	(83,097)	141,743	39
40						40
41					31	41
42		(16,888)		(16,888)	22,715	42
43		59,191	(121,386)	(57,073)	1,072,876	43

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

(Dollars in Thousands)

1 Show in columns (b) and (e), for each primary account, the depreciation base used to compute the depreciation charges for the month of January, and in columns (c) and (f) show the depreciation base used to compute the depreciation charges for the month of December; in columns (d) and (g) show the composite rates used in computing the depreciation charges for the month of December, and on lines 30 and 39 of these columns show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December and dividing 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 Lessor property, when the rent therefor is 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 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.

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

Line No	Account (a)	OWNED AND USED			LEASED FROM OTHERS			Line No.
		Depreciation base		Annual composite rate (percent) (d)	Depreciation base		Annual composite rate (percent) (g)	
		1/1 At beginning of year (b)	12/1 At close of year (c)		At beginning of year (e)	At close of year (f)		
	ROAD							
1	(3) Grading	23,813	23,873	1.02				1
2	(4) Other, right-of-way expenditures	1,358	1,371	1.40				2
3	(5) Tunnels and subways	-	-	-				3
4	(6) Bridges, trestles, and culverts	33,317	36,532	2.19				4
5	(7) Elevated structures	-	-	-				5
6	(8) Ties	211,015	226,238	5.16				6
7	(9) Rail and other track material	300,862	304,227	2.60				7
8	(11) Ballast	66,367	71,970	4.05				8
9	(13) Fences, snow sheds, and signs	2,316	2,315	6.67				9
10	(16) Station and office buildings	29,091	21,621	2.94				10
11	(17) Roadway buildings	1,552	1,741	3.75				11
12	(18) Water stations	485	484	3.64				12
13	(19) Fuel stations	1,879	1,906	2.96				13
14	(20) Shops and enginehouses	16,823	16,570	2.23				14
15	(22) Storage warehouses	-	-	-				15
16	(23) Wharves and docks	3	3	2.34				16
17	(24) Coal and ore wharves	906	939	3.92				17
18	(25) TOFC/COFC terminals	38,174	38,947	2.59				18
19	(26) Communication systems	15,816	19,165	4.26				19
20	(27) Signals and interlockers	29,075	31,589	3.48				20
21	(29) Power plants	1	-	-				21
22	(31) Power-transmission systems	193	193	5.19				22
23	(35) Miscellaneous structures	-	-	-				23
24	(37) Roadway machines	30,942	35,736	13.04				24
25	(39) Public improvements—Construction	7,319	8,539	10.12				25
26	(44) Shop machinery	8,669	9,597	2.85				26
27	(45) Power-plant machinery	94	94	3.15				27
28	All other road accounts	-	-	-				28
29	Amortization (other than defense projects)	-	-	-				29
30	TOTAL ROAD	820,070	853,650	3.94				30
	EQUIPMENT							
31	(52) Locomotives	102,580	101,542	5.55				31
32	(53) Freight-train cars	107,559	108,559	5.04				32
33	(54) Passenger-train cars	11	11	29.78				33
34	(55) Highway revenue equipment	1,174	1,185	47.21				34
35	(56) Floating equipment	-	-	-				35
36	(57) Work equipment	8,554	7,811	11.66				36
37	(58) Miscellaneous equipment	2,131	2,565	24.27				37
38	(59) Computer systems and word processing equipment	2,831	3,205	19.30				38
39	TOTAL EQUIPMENT	224,840	224,878	6.14				39
40	GRAND TOTAL	1,044,910	1,078,528	NA			NA	40

335. ACCUMULATED DEPRECIATION—ROAD AND EQUIPMENT OWNED AND USED
(Dollars in Thousands)

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 351 for the accumulated depreciation to road and equipment owned and leased to others.)

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

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

4. If there is any inconsistency between 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 29 and 39.

Line No.	Cross Check	Account (a)	Balance at beginning of year (b)	CREDITS TO RESERVE During the year		DEBITS TO RESERVE During the year		Balance at close of year (g)	Line No.
				Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)		
		ROAD							
1		(3) Grading	112	244		5	2	349	1
2		(4) Other, right-of-way expenditures	10	19				29	2
3		(5) Tunnels and subways							3
4		(6) Bridges, trestles, and culverts	978	741		(58)	17	1,760	4
5		(7) Elevated structures							5
6		(8) Ties	4,520	11,190		1,575	210	13,925	6
7		(9) Rail and other track material	3,700	7,860		(989)	371	12,178	7
8		(11) Ballast	1,317	2,745		45	52	3,965	8
9		(13) Fences, snow sheds, and signs	79	154		(1)	3	231	9
10		(16) Station and office buildings	(2,790)	618		(1,567)	703	(1,308)	10
11		(17) Roadway buildings	31	61			2	90	11
12		(18) Water stations	15	18		1		32	12
13		(19) Fuel stations	30	57		30		57	13
14		(20) Shops and enginehouses	330	371		(32)	9	724	14
15		(22) Storage warehouses							15
16		(23) Wharves and docks							16
17		(24) Coal and ore wharves	19	37		9	1	46	17
18		(25) TOFC/COFC terminals	293	805		37	10	1,051	18
19		(26) Communication systems	873	683		(44)	27	1,573	19
20		(27) Signals and interlockers	368	1,029		3	15	1,379	20
21		(29) Power plants							21
22		(31) Power-transmission systems	5	10		1		14	22
23		(35) Miscellaneous structures							23
24		(37) Roadway machines	2,830	4,087		(238)	357	6,798	24
25		(39) Public improvements—Construction	264	797		74	9	978	25
26		(44) Shop machinery*	108	260		21	3	344	26
27		(45) Power-plant machinery	2	3		1		4	27
28		All other road accounts							28
29		Amortization (Adjustments)							29
30		TOTAL ROAD	13,094	31,789		(1,127)	1,791	44,219	30
		EQUIPMENT							
31	*	(52) Locomotives	47	6,803		1,922	86	4,842	31
32	*	(53) Freight-train cars	4,406	7,792		6,283	486	5,429	32
33	*	(54) Passenger-train cars	2	3				5	33
34	*	(55) Highway revenue equipment	297	565		(26)	15	873	34
35	*	(56) Floating equipment							35
36	*	(57) Work equipment	504	804		825	30	453	36
37	*	(58) Miscellaneous equipment	(79)	635		(662)	14	1,204	37
38		(59) Computer systems and word processing equipment	400	579		363	5	611	38
39	*	Amortization Adjustments							39
40		TOTAL EQUIPMENT	5,577	17,181		8,705	636	13,417	40
41		GRAND TOTAL	18,671	48,970		7,578	2,427	57,636	41

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

339. ACCRUED LIABILITY—LEASED PROPERTY
(Dollars in Thousands)

1. Disclose the required information relating to credits and debits of Account 772, "Accrued Liability Leased Property," during the year concerning road and equipment leased from others
2. In column (c), enter amounts charged to operating expenses, in column (e), enter debits to 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

Line No.	Cross Check	Account (a)	Balance at beginning of year (b)	CREDITS TO ACCOUNTS During the year		DEBITS TO ACCOUNTS During the year		Balance at close of year (g)	Line No
				Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)		
		ROAD							
1		(3) Grading							1
2		(4) Other, right-of-way expenditures							2
3		(5) Tunnels and subways							3
4		(6) Bridges, trestles, and culverts							4
5		(7) Elevated structures							5
6		(8) Ties							6
7		(9) Rail and other track material							7
8		(11) Ballast							8
9		(13) Fences, snow sheds, and signs							9
10		(16) Station and office buildings							10
11		(17) Roadway buildings							11
12		(18) Water stations							12
13		(19) Fuel stations							13
14		(20) Shops and enginehouses							14
15		(22) Storage warehouses							15
16		(23) Wharves and docks							16
17		(24) Coal and ore wharves							17
18		(25) TOFC/COFC terminals							18
19		(26) Communication systems							19
20		(27) Signals and interlockers							20
21		(29) Power plants							21
22		(31) Power-transmission systems							22
23		(35) Miscellaneous structures							23
24		(37) Roadway machines							24
25		(39) Public improvements—Construction							25
26		(44) Shop machinery*							26
27		(45) Power-plant machinery							27
28		All other road accounts							28
29		Amortization (Adjustments)							29
30		TOTAL ROAD							30
		EQUIPMENT							
31		(52) Locomotives							31
32		(53) Freight-train cars							32
33		(54) Passenger-train cars							33
34		(55) Highway revenue equipment							34
35		(56) Floating equipment							35
36		(57) Work equipment							36
37		(58) Miscellaneous equipment							37
38		(59) Computer systems and word processing equipment							38
39		Amortization Adjustments							39
40		TOTAL EQUIPMENT							40
41		GRAND TOTAL	None	None	None	None	None	None	41

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

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

(Dollars in Thousands)

1 Show in column (b) for each primary account the depreciation base used in computing the depreciation charges for the month of January, and in column (c) show the depreciation base used in computing the depreciation charges for the month of December, in column (d) show the composite rates used in computing the depreciation charges for the month of December, and on lines 30 and 40 of these columns show the composite percentage of all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December and dividing the total so computed by the total depreciation base for the same month. This schedule should include only improvements to leased property charged to Account 732, "Improvements on Leased Property." The composite rates used should be those prescribed or otherwise authorized by the Commission, except that where the use of component rates has been authorized, the composite rates to be shown for the respective primary accounts should be recomputed from the December charges developed by the use of 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 depreciation accruals have been discontinued for any account, the depreciation base should be reported, nevertheless, in support of depreciation reserves. Authority for the discontinuance of accruals should be shown in a footnote indicating the account(s) affected.

4 Disclosures in the respective sections of this schedule may be omitted if either total road leased from others or total equipment leased from others represents less than 5% of total road owned or total equipment owned, respectively. However, line 41, Grand Total, should be completed.

Line No	Account (a)	Depreciation base		Annual composite rate (percent) (d)	Line No
		At beginning of year (b)	At close of year (c)		
	ROAD				
1	(3) Grading	Less than 5% of	Total Road	%	1
2	(4) Other, right-of-way expenditures	Owned and Total	Equipment		2
3	(5) Tunnels and subways	Owned			3
4	(6) Bridges, trestles, and culverts				4
5	(7) Elevated structures				5
6	(8) Ties				6
7	(9) Rail and other track material				7
8	(11) Ballast				8
9	(13) Fences, snow sheds, and signs				9
10	(16) Station and office buildings				10
11	(17) Roadway buildings				11
12	(18) Water stations				12
13	(19) Fuel stations				13
14	(20) Shops and enginehouses				14
15	(22) Storage warehouses				15
16	(23) Wharves and docks				16
17	(24) Coal and ore wharves				17
18	(25) TOFC/COFC terminals				18
19	(26) Communication systems				19
20	(27) Signals and interlockers				20
21	(29) Power plants				21
22	(31) Power-transmission systems				22
23	(35) Miscellaneous structures				23
24	(37) Roadway machines				24
25	(39) Public improvements—Construction				25
26	(44) Shop machinery*				26
27	(45) Power-plant machinery				27
28	All other road accounts				28
29	Amortization (Adjustments)				29
30	TOTAL ROAD				30
	EQUIPMENT				
31	(52) Locomotives				31
32	(53) Freight-train cars				32
33	(54) Passenger-train cars				33
34	(55) Highway revenue equipment				34
35	(56) Floating equipment				35
36	(57) Work equipment				36
37	(58) Miscellaneous equipment				37
38	(59) Computer systems and word processing equipment				38
39	Amortization Adjustments				39
40	TOTAL EQUIPMENT				40
41	GRAND TOTAL	10,047	10,115	N/A	41

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

342. ACCUMULATED DEPRECIATION—IMPROVEMENTS TO ROAD AND EQUIPMENT LEASED FROM OTHERS
(Dollars in Thousands)

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

2 If any entries are made for column (d) "Other credits" or column (f) "Other debits," state the facts occasioning such entries on page 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. Details in the respective sections of this schedule may be omitted if either total road leased from others or total equipment leased from others represents less than 5% of total road owned or total equipment owned, respectively. However, line 39, Grand Total, should be completed.

Line No.	Cross Check	Account (a)	Balance at beginning of year (b)	CREDITS TO RESERVE During the year		DEBITS TO RESERVE During the year		Balance at close of year (g)	List No.
				Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)		
		ROAD							
1		(3) Grading	Less than 5% of Total Road Owned						1
2		(4) Other, right-of-way expenditures	and Total Equipment Owned						2
3		(5) Tunnels and subways							3
4		(6) Bridges, trestles, and culverts							4
5		(7) Elevated structures							5
6		(8) Ties							6
7		(9) Rail and other track material							7
8		(11) Ballast							8
9		(13) Fences, snow sheds, and signs							9
10		(16) Station and office buildings							10
11		(17) Roadway buildings							11
12		(18) Water stations							12
13		(19) Fuel stations							13
14		(20) Shops and enginehouses							14
15		(22) Storage warehouses							15
16		(23) Wharves and docks							16
17		(24) Coal and ore wharves							17
18		(25) TOFC/COFC terminals							18
19		(26) Communication systems							19
20		(27) Signals and interlockers							20
21		(29) Power plants							21
22		(31) Power-transmission systems							22
23		(35) Miscellaneous structures							23
24		(37) Roadway machines							24
25		(39) Public improvements—Construction							25
26		(44) Shop machinery*							26
27		(45) Power-plant machinery							27
28		All other road accounts							28
29		TOTAL ROAD							29
		EQUIPMENT							
30		(52) Locomotives							30
31		(53) Freight-train cars							31
32		(54) Passenger-train cars							32
33		(55) Highway revenue equipment							33
34		(56) Floating equipment							34
35		(57) Work equipment							35
36		(58) Miscellaneous equipment							36
37		(59) Computer systems and word processing equipment							37
38		TOTAL EQUIPMENT							38
39		GRAND TOTAL	2,563	414				2,977	39

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

NOTES AND REMARKS FOR SCHEDULE 342

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

(Dollars in Thousands)

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

2 Show in columns (b) and (c), for each primary account, the depreciation base used in computing the depreciation for the months of January and December, respectively, with respect to road and equipment owned by the respondent but leased to others, the depreciation charges for which are not 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 29 and 38 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 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 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. However, Line 39, Grand Total, should be completed.

Line No	Account (a)	Depreciation base		Annual composite rate (percent) (d)	Line No
		At beginning of year (b)	At close of year (c)		
	ROAD				
1	(3) Grading				1
2	(4) Other, right-of-way expenditures				2
3	(5) Tunnels and subways				3
4	(6) Bridges, trestles, and culverts				4
5	(7) Elevated structures				5
6	(8) Ties				6
7	(9) Rail and other track material				7
8	(11) Ballast				8
9	(13) Fences, snow sheds, and signs				9
10	(16) Station and office buildings				10
11	(17) Roadway buildings				11
12	(18) Water stations				12
13	(19) Fuel stations				13
14	(20) Shops and enginehouses				14
15	(22) Storage warehouses				15
16	(23) Wharves and docks				16
17	(24) Coal and ore wharves				17
18	(25) TOFC/COFC terminals				18
19	(26) Communication systems				19
20	(27) Signals and interlockers				20
21	(29) Power plants				21
22	(31) Power-transmission systems				22
23	(35) Miscellaneous structures				23
24	(37) Roadway machines				24
25	(39) Public improvements—Construction				25
26	(44) Shop machinery				26
27	(45) Power-plant machinery				27
28	All other road accounts				28
29	TOTAL ROAD				29
	EQUIPMENT				
30	(52) Locomotives				30
31	(53) Freight-train cars				31
32	(54) Passenger-train cars				32
33	(55) Highway revenue equipment				33
34	(56) Floating equipment				34
35	(57) Work equipment				35
36	(58) Miscellaneous equipment			N/A	36
37	(59) Computer systems and word processing equipment				37
38	TOTAL EQUIPMENT				38
39	GRAND TOTAL	None	None		39

351. ACCUMULATED DEPRECIATION—ROAD AND EQUIPMENT LEASED TO OTHERS
(Dollars in Thousands)

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

Line No.	Cross Check	Account (a)	Balance at beginning of year (b)	CREDITS TO RESERVE During the year		DEBITS TO RESERVE During the year		Balance at close of year (g)	Line No.
				Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)		
		ROAD							
1		(3) Grading							1
2		(4) Other, right-of-way expenditures							2
3		(5) Tunnels and subways							3
4		(6) Bridges, trestles, and culverts							4
5		(7) Elevated structures							5
6		(8) Ties							6
7		(9) Rail and other track material							7
8		(11) Ballast							8
9		(13) Fences, snow sheds, and signs							9
10		(16) Station and office buildings							10
11		(17) Roadway buildings							11
12		(18) Water stations							12
13		(19) Fuel stations							13
14		(20) Shops and enginehouses							14
15		(22) Storage warehouses							15
16		(23) Wharves and docks							16
17		(24) Coal and ore wharves							17
18		(25) TOFC COFC terminals							18
19		(26) Communication systems							19
20		(27) Signals and interlockers							20
21		(29) Power plants							21
22		(31) Power-transmission systems							22
23		(35) Miscellaneous structures							23
24		(37) Roadway machines							24
25		(39) Public improvements—Construction							25
26		(44) Shop machinery*							26
27		(45) Power-plant machinery							27
28		All other road accounts							28
29		TOTAL ROAD							29
		EQUIPMENT							
30		(52) Locomotives							30
31		(53) Freight-train cars							31
32		(54) Passenger-train cars							32
33		(55) Highway revenue equipment							33
34		(56) Floating equipment							34
35		(57) Work equipment							35
36		(58) Miscellaneous equipment							36
37		(59) Computer systems and word processing equipment							37
38		TOTAL EQUIPMENT							38
39		GRAND TOTAL	None	None	None	None	None	None	39

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

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

(Dollars in Thousands)

1. Disclose the investment in railway property used in transportation service at the close of the year. This investment represents the aggregate of property owned or leased by 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, track, or bridges (including equipment or other railway property covered by the contract). Equipment leased to others under separate distinct contracts shall not be deducted from the respondent's 731 or 732 property, and (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 of 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 column (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 in column (d) and (e). Then show, as deductions, data for transportation property leased to carriers and others.

4. In column (c), line-haul carriers report the miles of road used in line-haul service. Report miles in whole numbers.

5. In column (d), show the amount applicable 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 24, 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 or 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.

Line No.	Class (See Ins. 2)	Name of company	Miles of road used (See Ins. 4) (whole number)	Investments in property (See Ins. 5)	Depreciation and amortization of defense projects (See Ins. 6)	Line No.
(a)		(b)	(c)	(d)	(e)	
1	R	Chicago and North Western				1
2		Transportation Company	4,208	868,744	58,728	2
3						3
4	R	Midwestern Railroad Properties, Inc.	710	204,132	1,885	4
5						5
6						6
7						7
8						8
9						9
10						10
11						11
12						12
13						13
14						14
15						15
16						16
17		East St. Louis Junction Railroad Co.				17
18		(7.90 miles operated by Chicago and				18
19		North Western Transportation				19
20		Company as yard tracks) at National				20
21		Stock Yards, Illinois		171	-	21
22						22
23						23
24						24
25						25
26						26
27						27
28						28
29						29
30						30
31		TOTAL	4,918	1,073,047	60,613	31

352B. INVESTMENT IN RAILWAY PROPERTY USED IN TRANSPORTATION SERVICE

(By Property Accounts)

(Dollars in Thousands)

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

2. The amounts for respondent and for each group or class of companies and properties on line 44 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 29 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 37 methods of estimating value of property of non-carriers or property of other carriers.

4. Report on line 30 amounts not includible in the accounts shown, or in line 29. 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.

Line No.	Cross Check	Account (a)	Respondent (b)	Lessor railroads (c)	Inactive (proprietary companies) (d)	Other Leased properties (e)	Line No.
1		(2) Land for transportation purposes	22,451				1
2		(3) Grading	24,065			105	2
3		(4) Other, right-of-way expenditures	1,371				3
4		(5) Tunnels and subways	-				4
5		(6) Bridges, trestles, and culverts	37,287			2	5
6		(7) Elevated structures	-				6
7		(8) Ties	231,563			18	7
8		(9) Rail and other track material	311,708			33	8
9		(11) Ballast	76,807			9	9
10		(13) Fences, snow sheds, and signs	2,314			4	10
11		(16) Station and office buildings	29,764				11
12		(17) Roadway buildings	1,746				12
13		(18) Water stations	484				13
14		(19) Fuel stations	1,906				14
15		(20) Shops and enginehouses	16,859				15
16		(22) Storage warehouses	-				16
17		(23) Wharves and docks	3				17
18		(24) Coal and ore wharves	939				18
19		(25) TOFC/COFC terminals	38,364				19
20		(26) Communication systems	20,158				20
21		(27) Signals and interlockers	33,739				21
22		(29) Power plants	-				22
23		(31) Power-transmission systems	193				23
24		(35) Miscellaneous structures	-				24
25		(37) Roadway machines	36,455				25
26		(39) Public improvements—Construction	10,501				26
27		(44) Shop machinery	9,616				27
28		(45) Power-plant machinery	94				28
29		Leased property capitalized rentals (explain)	-				29
30		Other (specify and explain)	-				30
31		TOTAL ROAD	908,387			171	31
32		(52) Locomotives	41,987				32
33		(53) Freight-train cars	83,890				33
34		(54) Passenger-train cars	11				34
35		(55) Highway revenue equipment	1,170				35
36		(56) Floating equipment	-				36
37		(57) Work equipment	7,236				37
38		(58) Miscellaneous equipment	3,032				38
39		(59) Computer systems and word processing equipment	4,417				39
40		TOTAL EQUIPMENT	141,743				40
41		(76) Interest during construction	-				41
42		(80) Other elements of investment	31				42
43		(90) Construction work in progress	22,715				43
44		GRAND TOTAL	1,072,876			171	44

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 410

Cross-checks

Schedule 410		Schedule 210
Line 620, column (h)	=	Line 14, column (b)
Line 620, column (f)	=	Line 14, column (d)
Line 620, column (g)	=	Line 14, column (e)
		Schedule 412
Lines 136 thru 138 column (f)	=	Line 29 column (b)
Lines 118 thru 123, and 130 thru 135 column (f)	=	Line 29, column (c)
		Schedule 414
Line 231, column (f)	=	Line 19, columns (b) thru (d)
Line 230, column (f)	=	Line 19, columns (e) thru (g)
		Schedule 415
Lines 207, 208, 211, 212, column (f)	=	Lines 5, 38, column (f)
Lines 226, 227, column (f)	=	Lines 24, 39, column (f)
Lines 311, 312, 315, 316, column (f)	=	Lines 32, 35, 36, 37, 40, 41, column (f)
		And
		Schedule 414
		Minus line 24, columns (b) thru (d) plus line 24, columns (e) thru (g)
		Schedule 415
Line 213, column (f)	=	Lines 5, 38, columns (c) and (d)
Line 232, column (f)	=	Lines 24, 39, columns (c) and (d)
Line 317, column (f)	=	Lines 32, 35, 36, 37, 40, 41, columns (c) and (d)
Lines 202, 203, 216, column (f) (equal to or greater than, but variance cannot exceed line 216, column (f))		Lines 5, 38, column (b)
Lines 221, 222, 235, column (f) (equal to or greater than, but variance cannot exceed line 235, column (f))		Lines 24, 39, column (b)
Lines 302 thru 307 and 320, column (f) (equal to or greater than, but variance cannot exceed line 320, column (f))		Lines 32, 35, 36, 37, 40, 41, column (b)
		Schedule 417
Line 507, column (f)	=	Line 1, column (j)
Line 508, column (f)	=	Line 2, column (j)
Line 509, column (f)	=	Line 3, column (j)
Line 510, column (f)	=	Line 4, column (j)
Line 511, column (f)	=	Line 5, column (j)
Line 512, column (f)	=	Line 6, column (j)
Line 513, column (f)	=	Line 7, column (j)
Line 514, column (f)	=	Line 8, column (j)
Line 515, column (f)	=	Line 9, column (j)
Line 516, column (f)	=	Line 10, column (j)
Line 517, column (f)	=	Line 11, column (j)
		Schedule 450
Line 4 column b	=	Line 47 column b

410 RAILWAY OPERATING EXPENSES
(Dollars in Thousands)
1990

Line No.	Line	Name of railway operating expense	Salaries and wages	Material, tools, supplies, fuels and lubricants	Purchased services	General	Total freight expense	Passenger	Total	Line No.
		(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	
WAY AND STRUCTURES										
ADMINISTRATION										
1	1	Track	4,406	111	64	(1,338)	3,443	855	4,298	1
2	2	Bridge and Building	1,338	39	34	145	1,556	326	1,882	2
3	3	Signal	1,806	50	59	183	2,098	523	2,621	3
4	4	Communication	616	19	14	57	706	124	830	4
5	5	Other	491	10	4	259	764	82	846	5
REPAIR AND MAINTENANCE										
6	6	Roadway - Running	1,342	88	1,408	(54)	2,784	368	3,152	6
7	7	Roadway - Switching	298	33	23	(15)	339	58	397	7
8	8	Tunnels and Subways - Running	0	0	0	0	0	0	0	8
9	9	Tunnels and Subways - Switching	0	0	0	0	0	0	0	9
10	10	Bridges and Culverts - Running	2,658	908	695	(31)	4,230	284	4,514	10
11	11	Bridges and Culverts - Switching	35	3	10	(13)	35	10	45	11
12	12	Ties - Running	777	725	4	(407)	1,099	246	1,345	12
13	13	Ties - Switching	610	577	9	(163)	1,033	112	1,145	13
14	14	Rail and Other Track Material - Running	11,783	3,504	944	(900)	15,731	1,490	17,221	14
15	15	Rail and Other Track Material - Switching	3,707	863	(195)	(260)	4,115	260	4,375	15
16	16	Ballast - Running	1,373	1,023	41	(403)	2,034	343	2,377	16
17	17	Ballast - Switching	226	172	51	(147)	302	40	342	17
18	18	Road Property Damaged - Running	394	351	(131)	(45)	569	103	672	18
19	19	Road Property Damaged - Switching	497	217	8	(23)	697	17	714	19
20	20	Road Property Damaged - Other	0	0	2	0	2	0	2	20
21	21	Signal and Interlockers - Running	4,210	1,996	(25)	(1,114)	5,067	2,141	7,208	21
22	22	Signal and Interlockers - Switching	227	106	23	(21)	335	3	338	22
23	23	Communications Systems	873	85	160	(85)	1,033	132	1,165	23
24	24	Power Systems	293	38	76	0	407	222	629	24
25	25	Highway Grade Crossings - Running	446	681	299	(140)	1,286	195	1,481	25
26	26	Highway Grade Crossings - Switching	89	27	25	(5)	136	3	139	26
27	27	Station and Office Buildings	700	111	354	(287)	878	1,504	2,382	27
28	28	Shop Buildings - Locomotives	557	110	254	(5)	916	301	1,217	28
29	29	Shop Buildings - Freight Cars	242	77	103	(15)	407	N/A	407	29
30	30	Shop Buildings - Other Equipment	41	28	35	2	106	436	542	30

410 RAILWAY OPERATING EXPENSES
(Dollars in Thousands)
1990

Line No.	Cross Check	Name of railway operating expense	Freight						Passenger	Total	Line No.
			Salaries and wages	Material, tools, supplies, fuels and lubricants	Purchased services	General	Total freight expense				
		(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)		
REPAIR AND MAINTENANCE - Continued											
101		Locomotive Servicing Facilities	147	28	102	0	277	46	323	101	
102		Miscellaneous Buildings and Structures	804	139	303	(99)	1,147	62	1,209	102	
103		Coal Terminals	0	0	0	0	0	N/A	0	103	
104		Ore Terminals	586	395	305	(36)	1,250	N/A	1,250	104	
105		Other Marine Terminals	2	0	0	0	2	N/A	2	105	
106		TOFC/COFC - Terminals	37	0	18	(11)	54	N/A	54	106	
107		Motor Vehicle Loading and Distribution Facilities	27	2	66	(10)	85	N/A	85	107	
108		Facilities for Other Specialized Service Operations	0	0	0	0	0	N/A	0	108	
109		Roadway Machines	3,188	3,315	1,577	(412)	7,668	696	8,364	109	
110		Seal Tools and Supplies	150	985	1,839	(491)	2,483	291	2,774	110	
111		Snow Removal	847	91	164	2	1,104	321	1,425	111	
112		Fringe Benefits - Running	N/A	N/A	N/A	11,550	11,550	2,713	14,263	112	
113		Fringe Benefits - Switching	N/A	N/A	N/A	3,000	3,000	178	3,178	113	
114		Fringe Benefits - Other	N/A	N/A	N/A	4,704	4,704	344	5,048	114	
115		Casualties and Insurance - Running	N/A	N/A	N/A	4,416	4,416	415	4,831	115	
116		Casualties and Insurance - Switching	N/A	N/A	N/A	947	947	79	1,026	116	
117		Casualties and Insurance - Other	N/A	N/A	N/A	1,578	1,578	125	1,703	117	
118		Lease Rentals - Debit - Running	N/A	N/A	144	N/A	144	0	144	118	
119		Lease Rentals - Debit - Switching	N/A	N/A	0	N/A	0	0	0	119	
120		Lease Rentals - Debit - Other	N/A	N/A	3,995	N/A	3,995	457	4,452	120	
121		Lease Rentals - [Credit] - Running	N/A	N/A	(272)	N/A	(272)	0	(272)	121	
122		Lease Rentals - [Credit] - Switching	N/A	N/A	0	N/A	0	0	0	122	
123		Lease Rentals - [Credit] - Other	N/A	N/A	0	N/A	0	0	0	123	
124		Joint Facility Rent - Debit - Running	N/A	N/A	1,790	N/A	1,790	1	1,791	124	
125		Joint Facility Rent - Debit - Switching	N/A	N/A	369	N/A	369	0	369	125	
126		Joint Facility Rent - Debit - Other	N/A	N/A	3	N/A	3	0	3	126	
127		Joint Facility Rent - [Credit] - Running	N/A	N/A	(549)	N/A	(549)	0	(549)	127	
128		Joint Facility Rent - [Credit] - Switching	N/A	N/A	(61)	N/A	(61)	0	(61)	128	
129		Joint Facility Rent - [Credit] - Other	N/A	N/A	(25)	N/A	(25)	0	(25)	129	
130		Other Rents - Debit - Running	N/A	N/A	278	N/A	278	31	309	130	
131		Other Rents - Debit - Switching	N/A	N/A	0	N/A	0	0	0	131	
132		Other Rents - Debit - Other	N/A	N/A	0	N/A	0	0	0	132	
133		Other Rents - [Credit] - Running	N/A	N/A	359	N/A	359	0	359	133	

410 RAILWAY OPERATING EXPENSES
(Dollars in Thousands)
1990

Line No.	Name of railway operating expense	Freight						Total	Line No.
		Salaries and wages	Material, tools, supplies, fuels and lubricants	Purchased services	General	Total freight expense	Passenger		
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	
REPAIR AND MAINTENANCE - Continued									
134	Other Rents - [Credit] - Switching	N/A	N/A	0	N/A	0	0	0	134
135	Other Rents - [Credit] - Other	N/A	N/A	0	N/A	0	0	0	135
136	Depreciation - Running	N/A	N/A	N/A	22,788	22,788	153	22,941	136
137	Depreciation - Switching	N/A	N/A	N/A	1,595	1,595	3	1,598	137
138	Depreciation - Other	N/A	N/A	N/A	7,164	7,164	247	7,411	138
139	Joint Facility - Debit - Running	N/A	N/A	4,541	N/A	4,541	98	4,639	139
140	Joint Facility - Debit - Switching	N/A	N/A	1,681	N/A	1,681	0	1,681	140
141	Joint Facility - Debit - Other	N/A	N/A	104	N/A	104	0	104	141
142	Joint Facility - [Credit] - Running	N/A	N/A	(1,719)	N/A	(1,719)	0	(1,719)	142
143	Joint Facility - [Credit] - Switching	N/A	N/A	(320)	N/A	(320)	0	(320)	143
144	Joint Facility - [Credit] - Other	N/A	N/A	(11)	N/A	(11)	0	(11)	144
145	Dismantling Retired Road Property - Running	2	0	0	(69)	(67)	0	(67)	145
146	Dismantling Retired Road Property - Switching	0	0	0	0	0	0	0	146
147	Dismantling Retired Road Property - Other	0	0	0	0	0	0	0	147
148	Other - Running	0	21	0	0	21	2	23	148
149	Other - Switching	0	3	3	0	6	0	6	149
150	Other - Other	76	170	1,766	(22)	1,990	197	2,187	150
151	TOTAL WAY AND STRUCTURES	46,101	17,101	20,798	52,177	136,177	16,637	152,814	151
EQUIPMENT									
LOCOMOTIVES									
201	Administration	1,870	2	143	133	2,148	453	2,601	201
202	Repair and Maintenance	13,199	15,889	(480)	215	28,823	4,138	32,961	202
203	Machinery Repair	88	133	21	(3)	239	13	252	203
204	Equipment Damaged	95	37	8	(17)	123	2	125	204
205	Fringe Benefits	N/A	N/A	N/A	6,669	6,669	1,249	7,918	205
206	Other Casualties and Insurance	N/A	N/A	N/A	1,889	1,889	205	2,094	206
207	Lease Rentals - Debit	N/A	N/A	27,128	N/A	27,128	0	27,128	207
208	Lease Rentals - [Credit]	N/A	N/A	0	N/A	0	0	0	208
209	Joint Facility Rent - Debit	N/A	N/A	4	N/A	4	0	4	209
210	Joint Facility Rent - [Credit]	N/A	N/A	(114)	N/A	(114)	0	(114)	210
211	Other Rents - Debit	N/A	N/A	(27)	N/A	(27)	0	(27)	211
212	Other Rents - [Credit]	N/A	N/A	(10,216)	N/A	(10,216)	0	(10,216)	212
213	Depreciation	N/A	N/A	N/A	6,724	6,724	23	6,747	213
214	Joint Facility - Debit	N/A	N/A	44	N/A	44	0	44	214
215	Joint Facility - [Credit]	N/A	N/A	(121)	N/A	(121)	0	(121)	215
216	Repairs Billed to Others - [Credit]	N/A	N/A	0	N/A	0	0	0	216

410 RAILWAY OPERATING EXPENSES
(Dollars in Thousands)
1990

Line No.	Cross Check	Name of railway operating expense	Freight					Passenger	Total	Line No.
			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	0	0	0	0	0	0	0	217
218		Other	91	121	1,266	(2)	1,476	168	1,644	218
219		TOTAL LOCOMOTIVES	15,343	16,182	17,656	15,608	64,789	6,251	71,040	219
FREIGHT CARS										
220		Administration	3,170	13	188	27	3,398	N/A	3,398	220
221		Repair and Maintenance	13,442	36,037	8,353	(206)	57,626	N/A	57,626	221
222		Machinery Repair	771	364	272	(99)	1,308	N/A	1,308	222
223		Equipment Damaged	371	772	1,246	(485)	1,904	N/A	1,904	223
224		Fringe Benefits	N/A	N/A	N/A	8,943	8,943	N/A	8,943	224
225		Other Casualties and Insurance	N/A	N/A	N/A	3,861	3,861	N/A	3,861	225
226		Lease Rentals - Debit	N/A	N/A	45,351	N/A	45,351	N/A	45,351	226
227		Lease Rentals - [Credit]	N/A	N/A	(64)	N/A	(64)	N/A	(64)	227
228		Joint Facility Rent - Debit	N/A	N/A	0	N/A	0	N/A	0	228
229		Joint Facility Rent - [Credit]	N/A	N/A	0	N/A	0	N/A	0	229
230		Other Rents - Debit	N/A	N/A	72,169	N/A	72,169	N/A	72,169	230
231		Other Rents - [Credit]	N/A	N/A	(75,477)	N/A	(75,477)	N/A	(75,477)	231
232		Depreciation	N/A	N/A	N/A	8,103	8,103	N/A	8,103	232
233		Joint Facility - Debit	N/A	N/A	0	N/A	0	N/A	0	233
234		Joint Facility - [Credit]	N/A	N/A	0	N/A	0	N/A	0	234
235		Repairs Billed to Others - [Credit]	N/A	N/A	(59,257)	N/A	(59,257)	N/A	(59,257)	235
236		Dismantling Retired Property	0	0	16	0	16	N/A	16	236
237		Other	2	123	834	0	959	N/A	959	237
238		TOTAL FREIGHT CARS	17,756	37,309	(6,369)	20,144	68,840	N/A	68,840	238
OTHER EQUIPMENT										
301		Administration	3	1	3	388	395	532	927	301
302		Repair and Maintenance	5	0	615	0	620	N/A	620	302
303		Trucks, Trailers and Containers - Revenue Service	0	0	0	0	0	N/A	0	303
304		Floating Equipment - Revenue Service	93	100	153	(106)	240	4,116	4,356	304
305		Passenger and Other Revenue Equipment	0	0	281	(17)	264	26	290	305
306		Computer Systems and Word Processing Equip	3	12	(5)	0	10	56	66	306
307		Machinery	784	338	4,237	(423)	4,956	474	5,410	307
308		Work and Other Non-Revenue Equipment	(14)	0	(141)	0	(155)	37	(118)	308
309		Equipment Damaged	N/A	N/A	N/A	398	398	1,389	1,787	309
310		Fringe Benefits	N/A	N/A	N/A	253	253	275	528	310
311		Other Casualties and Insurance	N/A	N/A	N/A	N/A	N/A	1,358	15,161	311
312		Lease Rentals - Debit	N/A	N/A	13,803	N/A	13,803	0	0	312
312		Lease Rentals - [Credit]	N/A	N/A	0	N/A	0	0	0	312

410 RAILWAY OPERATING EXPENSES
(Dollars in Thousands)
1990

Line No.	Cross Check	Name of railway operating expense	Freight						Passenger	Total	Line No.
			Salaries and wages	Material, tools, supplies, fuels and lubricants	Purchased services	General	Total freight expense				
(a)											
OTHER EQUIPMENT - Continued											
313		Joint Facility Rent - Debit	N/A	N/A	(2)	N/A	(2)	0	(2)	313	
314		Joint Facility Rent - [Credit]	N/A	N/A	(109)	N/A	(109)	0	(109)	314	
315		Other Rents - Debit	N/A	N/A	618	N/A	618	0	618	315	
316		Other Rents - [Credits]	N/A	N/A	(1,354)	N/A	(1,354)	0	(1,354)	316	
317		Depreciation	N/A	N/A	N/A	2,485	2,485	99	2,584	317	
318		Joint Facility - Debit	N/A	N/A	405	N/A	405	0	405	318	
319		Joint Facility - [Credit]	N/A	N/A	0	N/A	0	0	0	319	
320		Repairs Billed to Others - [Credit]	N/A	N/A	0	N/A	0	0	0	320	
321		Dismantling Retired Property	0	0	0	0	0	0	0	321	
322		Other	0	10	182	0	192	1,806	1,998	322	
323		TOTAL OTHER EQUIPMENT	874	461	18,486	2,978	22,799	10,168	32,967	323	
324		TOTAL EQUIPMENT	33,973	33,952	29,773	38,730	156,428	16,419	172,847	324	
TRANSPORTATION											
TRAIN OPERATIONS											
401		Administration	4,527	99	14	296	4,936	1,088	6,024	401	
402		Engine Crews	22,540	0	0	1,338	23,878	3,749	29,627	402	
403		Train Crews	38,221	0	0	2,984	41,185	6,479	47,664	403	
404		Dispatching Trains	3,087	7	60	(1)	3,153	297	3,450	404	
405		Operating Signals and Interlockers	649	64	3	6	722	393	1,117	405	
406		Operating Drawbridges	580	2	0	0	582	0	582	406	
407		Highway Crossing Protection	179	10	(1)	2	190	21	211	407	
408		Train Inspection and Lubrication	5,471	1,700	(260)	(63)	6,848	933	7,781	408	
409		Locomotive Fuel	152	47,268	0	0	47,420	6,335	53,755	409	
410		Electric Power Purchased or Produced for Motive Power	0	0	0	0	0	0	0	410	
411		Servicing Locomotives	1,831	486	0	0	2,317	630	2,947	411	
412		Freight Lost or Damaged - Solely Related	N/A	N/A	N/A	40	40	0	40	412	
413		Clearing Wrecks	110	10	1,898	(15)	2,003	0	2,003	413	
414		Fringe Benefits	N/A	N/A	N/A	31,019	31,019	6,200	37,219	414	
415		Other Casualties and Insurance	N/A	N/A	N/A	8,743	8,743	1,880	10,623	415	
416		Joint Facility - Debit	N/A	N/A	348	N/A	348	174	522	416	
417		Joint Facility - [Credit]	N/A	N/A	(955)	N/A	(955)	0	(955)	417	
418		Other	285	857	1,820	33	2,997	1,630	4,647	418	
419		TOTAL TRAIN OPERATIONS	77,632	50,303	2,927	44,364	175,426	31,831	207,257	419	
YARD OPERATIONS											
420		Administration	2,898	6	230	193	3,327	91	3,418	420	
421		Switch Crews	29,337	0	(1,118)	(7)	28,212	457	28,669	421	

410 RAILWAY OPERATING EXPENSES
(Dollars in Thousands)
1990

Line No.	Cross Check	Name of railway operating expense	Salaries and wages					Freight					Total freight expense	Passenger	Total	Line No.
			(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)						
YARD OPERATIONS - Continued																
422		Controlling Operations	2,567	0	0	0	1	2,568	102	2,670	422					
423		Yard and Terminal Clerical	4,584	0	0	0	102	4,686	76	4,762	423					
424		Operating Switches, Signals, Retarders and Humps	602	0	0	0	0	602	356	958	424					
425		Locomotive Fuel	9	3,228	0	0	(2)	3,235	56	3,291	425					
426		Electric Power Purchased or Produced for Motive Power	0	0	0	0	0	0	0	0	426					
427		Servicing Locomotives	346	77	0	0	0	423	36	459	427					
428		Freight Lost or Damaged - Solely Related	N/A	N/A	N/A	0	0	0	0	0	428					
429		Clearing Tracks	290	28	105	(11)	412	412	0	412	429					
430		Fringe Benefits	N/A	N/A	N/A	10,737	305	11,042	305	11,042	430					
431		Other Casualties and Insurance	N/A	N/A	N/A	3,021	83	3,104	83	3,104	431					
432		Joint Facility - Debit	N/A	N/A	785	N/A	785	785	0	785	432					
433		Joint Facility - [Credit]	N/A	N/A	(1,104)	N/A	(1,104)	0	0	(1,104)	433					
434		Other	172	270	638	0	1,080	41	1,121	1,121	434					
435		TOTAL YARD OPERATIONS	40,805	3,409	(464)	14,034	57,984	1,603	59,587		435					
TRAIN AND YARD OPERATIONS COMMON																
501		Cleaning Car Interiors	294	39	374	N/A	707	2,443	3,150	501						
502		Adjusting and Transferring Loads	247	7	113	N/A	367	N/A	367	502						
503		Car Loading Devices and Brain Doors	0	0	0	N/A	0	N/A	0	503						
504		Freight Lost or Damaged - All Other	N/A	N/A	N/A	2,553	2,553	0	2,553	504						
505		Fringe Benefits	N/A	N/A	N/A	330	330	715	1,045	505						
506		TOTAL TRAIN AND YARD OPERATIONS COMMON	541	46	487	2,883	3,957	3,158	7,115	506						
SPECIALIZED SERVICE OPERATIONS																
507		Administration	1,199	0	22	10	1,231	N/A	1,231	507						
508		Pickup and Delivery and Marine Line Haul	0	0	9	0	9	N/A	9	508						
509		Loading and Unloading and Local Marine	1,060	136	1,801	107	3,104	N/A	3,104	509						
510		Protective Services	2	1	(311)	0	(308)	N/A	(308)	510						
511		Freight Lost or Damaged - Solely Related	N/A	N/A	N/A	0	0	N/A	0	511						
512		Fringe Benefits	N/A	N/A	N/A	1,223	1,223	N/A	1,223	512						
513		Casualties and Insurance	N/A	N/A	N/A	11	11	N/A	11	513						
514		Joint Facility - Debit	N/A	N/A	0	N/A	0	N/A	0	514						
515		Joint Facility - [Credit]	N/A	N/A	0	N/A	0	N/A	0	515						
516		Other	158	42	317	4	521	N/A	521	516						
517		TOTAL SPECIALIZED SERVICES OPERATIONS	2,419	179	1,838	1,355	5,791	N/A	5,791	517						

410 RAILWAY OPERATING EXPENSES
(Dollars in Thousands)
1990

Line No.	Cross Check	Name of railway operating expense	Freight					Passenger	Total	Line No.
			Salaries and wages	Material, tools, supplies, fuels and lubricants	Purchased services	General	Total freight expense			
		(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	
518		ADMINISTRATIVE SUPPORT OPERATIONS								
519		Administration	1,790	(25)	303	249	2,317	357	2,674	518
520		Employees Performing Clerical and Accounting Functions	10,117	1	490	41	10,649	2,393	13,042	519
521		Communication Systems Operation	732	60	935	11	1,738	198	1,936	520
522		Loss and Damage Claims Processing	29	0	0	0	29	0	29	521
523		Fringe Benefits	N/A	N/A	N/A	6,492	6,492	1,329	7,821	522
524		Casualties and Insurance	N/A	N/A	N/A	37	37	1	38	523
525		Joint Facility - Debit	N/A	N/A	50	N/A	50	0	50	524
526		Joint Facility - Credit	N/A	N/A	0	N/A	0	0	0	525
527		Other	36	355	1,490	107	1,988	937	2,925	526
528		TOTAL ADMINISTRATIVE SUPPORT OPERATIONS	12,704	391	3,268	6,937	23,300	5,215	28,515	527
601		TOTAL TRANSPORTATION	134,101	54,728	8,056	69,573	266,458	41,807	308,265	528
602		GENERAL AND ADMINISTRATIVE								
603		Officers - General Administration	2,729	27	1,402	487	4,645	306	4,951	601
604		Accounting, Auditing and Finance	8,607	221	1,159	(373)	9,614	1,212	10,826	602
605		Management Services and Data Processing	7,945	374	503	(394)	8,428	614	9,042	603
606		Sales	7,136	32	1,192	744	9,104	222	9,326	604
607		Industrial Development	357	80	810	(115)	1,132	0	1,132	605
608		Personnel and Labor Relations	218	0	54	(10)	262	N/A	262	606
609		Legal and Secretarial	3,712	133	708	157	4,710	818	5,528	607
610		Public Relations and Advertising	2,809	26	3,667	(247)	6,255	472	6,727	608
611		Research and Development	1,060	12	687	58	1,817	126	1,943	609
612		Fringe Benefits	0	0	0	0	0	0	0	610
613		Casualties and Insurance	N/A	N/A	N/A	12,159	12,159	1,208	13,367	611
614		Written-off Uncollectible Accounts	N/A	N/A	N/A	1,479	1,479	102	1,581	612
615		Property Taxes	N/A	N/A	N/A	1,164	1,164	30	1,194	613
616		Other Taxes Except on Corporate Income or Payrolls	N/A	N/A	N/A	5,310	5,310	489	5,799	614
617		Joint Facility - Debit	N/A	N/A	55	410	410	0	410	615
618		Joint Facility - Credit	N/A	N/A	0	N/A	55	0	55	616
619		Other	579	1	837	14,136	15,553	71	15,624	617
620		TOTAL GENERAL AND ADMINISTRATIVE	35,152	906	11,074	34,965	82,097	5,650	87,747	619

Line 618 of (e) contains \$13,361,000 accrued for an employee reduction program which covered non-operating employees and locomotive engineers.

412. WAY AND STRUCTURES
(Dollars in Thousands)

1. Report freight expenses only.
2. The total depreciation expense reported in column (b), line 29, should balance to the sum of the depreciation expense reported in schedule 410, column (f) lines, 136, 137, and 138.
3. Report in column (c) the lease/rentals for the various property categories of Way and Structures. The total net lease/rental reported in column (c), line 29 should balance the net amount reported in schedule 410, column (f), lines 118 through 123, plus lines 130 through 135.
If an entire road or segment of track is leased and if the actual breakdown of lease/rentals by property categories is not known, apportion the lease/rentals based on the percentage of the categories' depreciation bases to the depreciation bases for all categories of depreciable leased property. Use Schedule 352B 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 (d) as a debit or credit to the appropriate line item; the net adjustment on line 29 shall equal the adjustment reported on line 29 of schedule 335.
5. Report on line 28 all other lease rentals not apportioned to any category listed on lines 1-27.
6. Line 11, Account 16, should not include computer and data processing equipment reported on line 37 of Schedule 415.

Line No	Cross Check	Property account	Category (a)	Depreciation (b)	Lease/Rentals (net) (c)	Amortization adjustment during year (d)	Line No
1		2	Land for transportation purposes	N/A	(272)		1
2		3	Grading	244			2
3		4	Other right-of-way expenditures	19			3
4		5	Tunnels and subways	-			4
5		6	Bridges, trestles and culverts	742			5
6		7	Elevated structures	-			6
7		8	Ties	11,194			7
8		9	Rail and other track material	7,865			8
9		11	Ballast	2,747			9
10		13	Fences, snowsheds and signs	155			10
11		16	Station and office buildings	618	3,995		11
12		17	Station and office buildings	61			12
13		18	Roadway buildings	18			13
14		19	Water stations	57			14
15		20	Fuel stations	371			15
16		22	Shops and enginehouses	-			16
17		23	Storage warehouses	-			17
18		24	Wharves and docks	37			18
19		25	Coal and ore wharves	806			19
20		26	TOFC/COFC terminals	683			20
21		27	Communications systems	1,030			21
22		29	Signals and interlockers	-			22
23		31	Power plants	10			23
24		35	Power transmission systems	-			24
25		37	Miscellaneous structures	4,089	637		25
26		39	Roadway machines	798			26
27		45	Public improvements, construction	3			27
28		-	Power plant machines	N/A	144	N/A	28
29		-	Other lease/rentals	31,547	4,504	-	29
		-	TOTAL				

414. RENTS FOR INTERCHANGED FREIGHT TRAIN CARS AND OTHER FREIGHT-CARRYING EQUIPMENT (Dollars in Thousands)

1. Report freight expenses only.
2. Report in this supporting schedule rental information by car type and other freight-carrying equipment relating to the interchange of railroad, owned or leased equipment and privately owned equipment (reporting for leased equipment covers equipment that carrier on railroad markings)
3. The gross amounts receivable and payable for freight-train cars (line 19, columns (b) through (d), and line 19, columns (e) through (g), respectively) should balance with Schedule 410, column (f), lines 231 (credits) and 230 (debits). Trailer and container rentals in this schedule are included in Schedule 410, column (f), lines 315 and 316. However, the trailer and container rentals in this schedule will not balance to lines 315 and 316 of Schedule 410 because those lines include rents for "Other Equipment" which is reported in Schedule 415, column (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 (c) 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 LA Part No. 334, for which rentals are settled on a combination mileage and time basis (basic per diem) include railroad owned per diem tank cars on line 17.

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

Line No.	Cross Check	Type of equipment (a)	GROSS AMOUNTS RECEIVABLE Per diem basis			GROSS AMOUNTS PAYABLE Per diem basis			Line No
			Private line cars (b)	Mileage (c)	Time (d)	Private line cars (e)	Mileage (f)	Time (g)	
CAR TYPES									
1		Box-Plain 40 Foot	-	3	5	-	1	5	1
2		Box-Plain 50 Foot and Longer	-	2,189	8,379	862	1,156	4,449	2
3		Box-Equipped	-	890	1,879	-	1,800	5,639	3
4		Gondola-Plain	-	2,360	5,060	132	1,934	1,791	4
5		Gondola-Equipped	-	271	821	-	513	686	5
6		Hopper-Covered	(27)	10,553	23,864	8,589	1,548	6,072	6
7		Hopper-Open Top-General Service	-	3,099	1,288	-	4,295	1,668	7
8		Hopper-Open Top-Special Service	-	-	-	-	7	27	8
9		Refrigerator-Mechanical	-	-	-	95	1,838	1,020	9
10		Refrigerator-Non-Mechanical	-	1,192	2,170	427	728	1,072	10
11		Flat TOP/COFC	-	1,014	2,172	901	52	535	11
12		Flat Multi-Level	-	-	570	4,609	1,087	1,719	12
13		Flat-General Service	-	-	-	4	66	81	13
14		Flat-Other	-	3	33	1,498	944	2,135	14
15		Tank-Under 22,000 Gallons	108	-	-	2,653	-	-	15
16		Tank-22,000 Gallons and Over	66	-	-	2,874	-	-	16
17		All Other Freight Cars	-	1	11	7	71	193	17
18		Auto Racks	-	-	7,503	-	-	6,386	18
19		TOTAL FREIGHT TRAIN CARS	147	21,575	53,755	22,651	16,040	33,478	19
OTHER FREIGHT-CARRYING EQUIPMENT									
20		Refrigerated Trailers	-	-	-	-	-	-	20
21		Other Trailers	-	-	1,554	439	-	179	21
22		Refrigerated Containers	-	-	-	-	-	-	22
23		Other Containers	-	-	-	-	-	0	23
24	*	TOTAL TRAILERS AND CONTAINERS	-	-	1,554	439	-	179	24
25		GRAND TOTAL (LINES 19 AND 24)	147	21,575	55,309	23,090	16,040	33,657	25

NOTES AND REMARKS

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GENERAL INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 415

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, purchased services and general).
3. Report in column (b) net repair expense excluding the cost to repair damaged equipment.

Schedule 415, column (b), will balance to Schedule 410, column (f), as follows.

(a) Locomotives, line 5 plus line 38 compared to the sum of Schedule 410, lines 202, 203 plus 216 (excluding wreck repairs). *Do not report* in Schedule 415, Equipment Damaged from Schedule 410, line 204.

(b) Freight Cars, line 24 plus line 39 compared to the sum of Schedule 410, lines 221, 222 plus 235 (excluding wreck repairs). *Do not report* in Schedule 415, Equipment Damaged from Schedule 410, line 223.

(c) Sum of Highway Equipment (line 32), Floating Equipment (line 35), Passenger and Other Revenue Equipment (line 36), Computer and Data Processing Equipment (line 37), Machinery-Other Equipment (line 40), plus Work and Other Non-Revenue Equipment (line 41) compared to Schedule 410, the sum of lines 302 through 307, inclusive, plus line 320 (excluding wreck repairs). *Do not report* in Schedule 415, Equipment Damaged from Schedule 410, line 308.

Note: Lines 216, 235 and 320 of Schedule 410 are credit amounts.

The allocation of freight car repair expense reportable on Schedule 415 by car types shall be in accordance with Instruction 2-21, Freight train repair costing, 49 CFR 1201.

4. Depreciation expense for each class of equipment by car type shall be reported in columns (c) and (d). For improvements on leased property, Accounts 732 and 733, use a supplementary Schedule 415, which will relate to Schedules 340 and 342.

Depreciation charges reported on columns (c) and (d) will balance to Schedule 410, column (f), as follows:

a. Locomotives, line 5 plus 38 compared to Schedule 410, line 213

b. Freight Cars, line 24 plus line 39 compared to Schedule 410, line 232

c. Sum of Highway Equipment (line 32); Floating Equipment (line 35); Passenger and Other Revenue Equipment (line 36); Computer and Data Processing Equipment (line 37), Machinery-Other Equipment (line 40); and Work and Other Non-Revenue Equipment (line 41) compared to Schedule 410, line 317.

5. Amortization adjustment of each equipment type which is included in column (c) shall be reported in column (e) as a debit or credit to the appropriate line item; the net adjustment on line 43 shall equal the equipment amortization adjustment applicable to equipment used in freight service included in line 38, column (c), of Schedule 335.

6. Lease/Rentals reported in column (f) should balance to column (f) of Schedule 410 as follows.

a. Locomotives, line 5 plus 38 compared with Schedule 410, lines 207, 208, 211 and 212.

b. 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).

(c) Sum of Lease/Rentals for All Other Equipment, lines 32, 35, 36, 37, 40 and 41, will balance to Schedule 410, lines 311, 312, 315 and 316, except for the interchange rental on trailers and containers which is reported in Schedule 414. Therefore, both Schedules 414 and 415 should be used when balancing Lease/Rentals Other Equipment to Schedule 410. Do not report in Schedule 415 the Trailer and Container rentals reported in Schedule 414.

7. Investment base by types of equipment shall be reported in columns (g) and (h) and should not include the cost of Equipment Used But Not Owned when the rents therefor are included in the rent for equipment and Account Nos. 31-21-00, 31-22-00, 31-23-00, 35-21-00, 35-22-00 and 35-23-00. It should include the Cost of Equipment Owned and Leased to Others when the rents are included in the rent for Equipment Account Nos. 32-21-00, 32-22-00, 32-23-00, 36-21-00, 36-22-00 and 36-23-00.

Property Used But Not Owned should also be included when the rent is included in Account Nos. 31-12-00, 31-13-00, 31-21-00, 31-22-00 and 31-23-00, inclusive.

The grand total of each equipment account in column (h) of Schedule 330 should equal the totals of line items constituting the equipment account totals of columns (g) and (h), of Schedule 415.

8. Accumulated depreciation for each class of equipment shall be reported in columns (i) and (j). The grand total of each equipment reserve account in column (g), Schedule 335, shall equal the combined aggregate total accumulated depreciation for line items constituting the corresponding equipment accounts reported in columns (i) and (j), on Schedule 415.

415. SUPPORTING SCHEDULE—EQUIPMENT
(Dollars in Thousands)

Line No	Cross Check	Types of equipment (a)	Repairs (net expense) (b)	Depreciation		Amortization	Line No
				Owne (c)	Capitalized lease (d)	Adjustment net during year (e)	
1		LOCOMOTIVES					1
		Diesel Locomotive-Yard	4,165	158	-		
2		Diesel Locomotive-Road	24,658	6,242	239		2
3		Other Locomotive-Yard	-	-	-		3
4		Other Locomotive-Road	-	-	-		4
5	*	TOTAL	28,823	6,400	239		5
		FREIGHT TRAIN CARS					
6		Box-Plain 40 Foot	28	5	115		6
7		Box-Plain 50 Foot and Longer	(1,108)	684	182		7
8		Box-Equipped	(1,566)	377	765		8
9		Gondola-Plain	785	598	-		9
10		Gondola-Equipped	57	125	247		10
11		Hopper-Covered	1,696	1,591	-		11
12		Hopper-Open Top-General Service	1,991	926	-		12
13		Hopper-Open Top-Special Service	(623)	185	-		13
14		Refrigerator-Mechanical	(432)	-	-		14
15		Refrigerator-Nonmechanical	1,033	356	-		15
16		Flat TOFC/COFC	(724)	-	-		16
17		Flat Multi-level	(1,803)	-	-		17
18		Flat-General Service	(36)	4	-		18
19		Flat-Other	15	60	-		19
20		All Other Freight Cars	(1,123)	10	-		20
21		Cabooses	-	21	-		21
22		Auto Racks	(138)	175	1,529		22
23		Miscellaneous Accessones	317	-	-		23
24	*	TOTAL FREIGHT TRAIN CARS	(1,631)	5,117	2,838		24
		OTHER EQUIPMENT-REVENUE FREIGHT HIGHWAY EQUIPMENT					
25		Refrigerated Trailers	-	-	-		25
26		Other Trailers	620	-	565		26
27		Refrigerated Containers	-	-	-		27
28		Other Containers	-	-	-		28
29		Bogies	-	-	-		29
30		Chassis	-	-	-		30
31		Other Highway Equipment (Freight)	-	-	-		31
32	*	TOTAL HIGHWAY EQUIPMENT	620	-	565		32
		FLOATING EQUIPMENT-REVENUE SERVICE					
33		Marine Line-Haul	-	-	-		33
34		Local Marine	-	-	-		34
35	*	TOTAL FLOATING EQUIPMENT	-	-	-		35
		OTHER EQUIPMENT					
36	*	Passenger and Other Revenue Equipment (Freight Portion)	240	3	-		36
37	*	Computer systems and word processing equip.	264	348	103		37
38	*	Machinery-Locomotives ¹	239	85	-		38
39	*	Machinery-Freight Cars ²	1,308	148	-		39
40	*	Machinery-Other Equipment ³	10	27	-		40
41	*	Work and Other Non-revenue Equipment	4,936	785	654		41
42		TOTAL OTHER EQUIPMENT	6,997	1,396	757		42
43		TOTAL ALL EQUIPMENT (FREIGHT PORTION)	34,809	12,913	4,399		43

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

415. SUPPORTING SCHEDULE—EQUIPMENT—Continued

Line No	Cross Check	Leave and rentals (net) (f)	Investment base as of 12/31		Accumulated depreciation as of 12/31		Line No
			Owned (g)	Capitalized lease (h)	Owned (i)	Capitalized lease (j)	
1		2,440	275	-	190	-	1
2		14,445	41,050	662	4,579	73	2
3		-	-	-	-	-	3
4		-	-	-	-	-	4
5		16,885	41,325	662	4,769	73	5
6		-	31	-	1	-	6
7		5,724	5,221	1,036	133	183	7
8		3,582	3,374	1,639	71	289	8
9		3,952	6,582	6,885	108	1,213	9
10		91	1,171	-	23	-	10
11		25,161	17,591	2,107	288	400	11
12		2,832	11,628	-	162	-	12
13		-	3,229	-	29	-	13
14		-	-	-	-	-	14
15		1,202	4,840	-	61	-	15
16		2,142	-	-	-	-	16
17		-	-	-	-	-	17
18		3	59	-	1	-	18
19		-	814	-	10	-	19
20		433	148	-	7	-	20
21		72	-	-	-	-	21
22		93	3,824	13,711	24	2,426	22
23		-	-	-	-	-	23
24		45,287	58,512	25,378	918	4,511	24
25		-	-	-	-	-	25
26		1	49	1,120	31	842	26
27		-	-	-	-	-	27
28		-	-	-	-	-	28
29		-	-	-	-	-	29
30		-	-	-	-	-	30
31		-	-	-	-	-	31
32		1	50	1,120	31	842	32
33		-	-	-	-	-	33
34		-	-	-	-	-	34
35		-	-	-	-	-	35
36		-	11	-	5	-	36
37		7,454	3,595	822	454	157	37
38		-	3,141	-	112	-	38
39		-	5,476	-	196	-	39
40		-	999	-	36	-	40
41		6,348	7,520	2,748	1,845	(188)	41
42		13,802	20,742	3,570	2,648	(31)	42
43		75,975	120,629	30,730	8,366	5,395	43

¹The data to be reported on lines 38, 39 and 40 in columns (g) and (h) is the investment recorded in Property Account 44, allocated to Locomotives, Freight Cars, and Other Equipment

²The depreciation to be reported on lines 38, 39, and 40 in column (c) 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). This calculation should equal the amount shown in column (c), Schedule 335

416. SUPPORTING SCHEDULE--ROAD
(Dollars in Thousands)

Road Initials CNW

Year 90

Line No	Density category (Class) (a)	Account No (b)	Owned and used		Improvements to leased property		Capitalized leases			TOTAL		Line No
			Inv Base (c)	Accum depr (d)	Depr rate % (e)	Inv Base (f)	Accum depr (g)	Depr rate % (h)	Inv Base (i)	Current year Amort. (j)	Accum Amort (k)	
1	I	3	1,102	34	1.02				1,102		34	1
2		8	57,055	3,440	5.07				57,055		3,440	2
3		9	135,043	6,216	3.57				135,043		6,216	3
4		11	16,801	1,009	4.50				16,801		1,009	4
5	SUB-TOTAL		210,001	10,699	3.83				210,001		10,699	5
6	II	3	20,852	292	1.02				20,852		292	6
7		8	157,875	9,239	4.84				157,875		9,239	7
8		9	143,601	5,545	2.42				143,601		5,545	8
9		11	52,343	2,691	4.05				52,343		2,691	9
10	SUB-TOTAL		374,671	17,767	3.44				374,671		17,767	10
11	III	3	532	N/A	N/A		N/A	N/A	532	N/A	-	11
12		8	5,774	N/A	N/A		N/A	N/A	5,774	N/A	-	12
13		9	5,596	N/A	N/A		N/A	N/A	5,596	N/A	-	13
14		11	2,309	N/A	N/A		N/A	N/A	2,309	N/A	-	14
15	SUB-TOTAL		14,211	N/A	N/A		N/A	N/A	14,211	N/A	-	15
16	IV	3	1,477	22	1.02	4	1.02		1,481		22	16
17		8	10,219	1,207	11.06	45	11.06		10,264		1,207	17
18		9	26,245	376	.53	57	.53		26,302		376	18
19		11	5,039	251	3.47	16	3.47		5,055		251	19
20	SUB-TOTAL		42,980	1,856	4.39	122	4.39		43,102		1,856	20
21	V	3	98	1	1.02				98		1	21
22		8	595	39	5.52				595		39	22
23		9	1,166	41	2.39				1,166		41	23
24		11	299	14	3.47				299		14	24
25	SUB-TOTAL		2,158	95	3.17				2,158		95	25
26	GRAND TOTAL		644,021	30,417	N/A	122		N/A	644,143		30,417	26

(1) Columns (c) + (f) + (i) = Column 12
Columns (d) + (g) + (k) = Column 13

(2) The base grand total for owned and used, improvements to leased property and capitalized leases should equal the sum of Accounts 3, 8, 9 and 11 shown at year end on Schedule 330 and Schedule 330A

NOTES AND REMARKS

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417. SPECIALIZED SERVICE SUBSCHEDULE — TRANSPORTATION
(Dollars in Thousands)

1. Report *freight* expenses only.
2. Report in lines 1, 2, 3, 4, and 10 the total of those natural expenses (salaries and wages, material, tools, supplies, fuels and lubricants, purchased services, and general) incurred in the operation of each type of specialized service facility. This schedule *does not* include switching services performed by train and yard crews in connection with or within specialized service facilities.
3. When it is necessary to apportion expenses, such as administrative expenses to two or more services, they shall be apportioned on the most equitable basis available to the respondent and only to the services they support. The total expenses in column (j) should balance with the respective line items in Schedule 410, Railway Operating Expenses.
4. Report in column (b), line 2, the expenses incurred in highway movements of trailers and containers performed at the expense of the reporting railroad within a terminal area for the purpose of pick-up, delivery or highway interchange service. Report in column (b), line 3, the expenses incurred in operating facilities for handling trailers and/or containers, including storage expenses. See schedule 755, note R.
5. The operation of floating equipment in line-haul service (between distinct terminals) should be reported in column (c) on line 2. Floating operations conducted within a general terminal or harbor area should be reported in column (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 (b), relate to refrigerator cars only.
8. Report in column (i) total expenses incurred in performing rail substitute service, other highway revenue service, LCL terminal operations, warehouse operations, freight car transloading, grain elevator terminal operations and livestock feeding operations only.

Line No.	Cross Check	Items (a)	TOFC/COFC terminal (b)	Floating equipment (c)	Coal marine terminal (d)	Ore marine terminal (e)	Other marine terminal (f)	Motor vehicle load and distribution (g)	Protective services refrigerator car (h)	Other special services (i)	Total columns (b-i) (j)	Line No.
1	*	Administration	768			302		123	38		1,231	1
2	*	Pick up and delivery, marine line haul	9						N/A		9	2
3	*	Loading and unloading and local marine	1,987			179		938	N/A		3,104	3
4	*	Protective services, total debit and credits	2					1	(311)		(308)	4
5	*	Freight lost or damaged—solely related										5
6	*	Fringe benefits	766			362		73	22		1,223	6
7	*	Casualty and insurance	11								11	7
8	*	Joint facility — Debit										8
9	*	Joint facility — Credit										9
10	*	Other	424			16		81			521	10
11	*	TOTAL	3,967			859		1,216	(251)		5,791	11

Schedule 418

Instruction:

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

Column

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

418. SUPPORTING SCHEDULE—CAPITAL LEASES
(Dollars in thousands)

Primary Account No & Title (a)	Total Investment At End of Year (b)	Capital Leases		
		Investment At End of Year (c)	Current Year Amort. (d)	Accum Amort (e)
(16) Stat. & Off. Bldgs.	29,764	11	25	72
(20) Shops & Enginehouses	16,859	20	16	23
(25) TOFC COFC Terminals	38,364	261	56	90
(26) Comm. System	20,158	422	122	194
(37) Roadway Machines	36,455	9,314	2,535	3,664
Total Road	141,600	10,028	2,754	4,043
(52) Locomotives	41,987	662	239	73
(53) Freight Train Cars	83,890	25,378	2,838	4,511
(55) Highway Rev. Equipmt.	1,170	1,120	565	842
(57) Work Equipment	7,236	1,192	291	(131)
(58) Misc. Equipment	3,032	1,556	363	(57)
(59) Computer & Word Proc.	4,417	822	103	157
Total Equipment	141,732	30,730	4,399	5,395
Grand Total	283,332	40,758	7,153	9,438

NOTES AND REMARKS

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450. ANALYSIS OF TAXES
(Dollars in Thousands)

A. Railway Taxes.

Line No.	Cross Check	Kind of tax (a)	Amount (b)	Line No.
1		Other than U.S. Government Taxes	6,170	1
		U.S. Government Taxes		
		Income Taxes.		
2		Normal Tax and Surtax	1,100	2
3		Excess Profits	-	3
4	*	Total - Income Taxes L 2 + 3	1,100	4
5		Railroad Retirement	55,747	5
6		Hospital Insurance	4,469	6
7		Supplemental Annuities	4,093	7
8		Unemployment Insurance	8,487	8
9		All Other United States Taxes	20	9
10		Total - U.S. Government Taxes	73,916	10
11		Total - Railway Taxes	80,086	11

B. Adjustments to Federal Income Taxes

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

2. Indicate in column (b) the beginning of 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.

Line No.	Particulars (a)	Beginning of year balance (b)	Net credits (charges) for current year (c)	Adjustments (d)	End of year balance (e)	Line No.
1	Accelerated depreciation, Sec. 167 I.R.C.: Guideline lives pursuant to Rev. Proc. 62-21.					1
2	Accelerated amortization of facilities, Sec. 168 I.R.C.					2
3	Accelerated amortization of rolling stock, Sec. 184 I.R.C.					3
4	Amortization of rights of way, Sec. 185 I.R.C.					4
5	Other (Specify)					5
6						6
7						7
8						8
9	See Note 1 on following page					9
10						10
11						11
12						12
13						13
14						14
15						15
16						16
17						17
18	Investment tax credit*					18
19	TOTALS	- 0 -	2,600	- 0 -	2,600	19

450. ANALYSIS OF TAXES - Continued
(Dollars in Thousands)

*Footnotes.

Note 2

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

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 _____ Note 2 \$ 31,800

Note 1: Deferred taxes are maintained as a total figure only. No attempt is made to separate the total into its component parts. Our provisions for deferred taxes are the result of computing total income tax expense or recovery (credit) on pre-tax income or loss, including income from continuing operations, and extraordinary losses, with the result reduced by taxes payable.

Note 2: The Company joins in the filing of a consolidated return with Chicago and North Western Holdings Corp. as designated parent. These are consolidated amounts. Of the net operating loss that exists at 12/31/90, approximately \$10 million are pre-acquisition net operating losses subject to certain limitations as to their future use.

460. ITEMS IN SELECTED INCOME AND RETAINED EARNINGS ACCOUNTS FOR THE YEAR
(Dollars in Thousands)

Give a brief description for all items, regardless of amount, included during the year in Accounts 555, Unusual or Infrequent Items; 560, Income or Loss From Operations 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 the account and any other items in excess of 10% of net income.

Line No.	Account No. (a)	Item (b)	Debits (c)	Credits (d)	Line No.
1	519	Miscellaneous Income			1
2		Profit from sale of scrap		1,283	2
3		Contractor Fee		806	3
4		Gain from sale of material		474	4
5		Other items, each less than 10%			5
6		of net income		732	6
7				3,295	7
8				=====	8
9					9
10					10
11					11
12	551	Miscellaneous Income Charges			12
13		Salvage	1,563		13
14		Commitment Fee	1,279		14
15		Other items, each less than 10%			15
16		of net income	1,002		16
17			3,844		17
18			=====		18
19					19
20	570	Extraordinary Items			20
21		Loss on prepayment of debt	7,294		21
22		Gain on utilization of operating			22
23		loss carryforwards		8,700	23
24					24
25					25
26					26
27	591	Provision for Deferred Taxes on			27
28		Extraordinary Items			28
29		Loss on Prepayment of Debt		2,800	29
30					30

MEMORANDA RELATING TO SELECTED INCOME AND RETAINED EARNINGS ACCOUNTS

460. ITEMS IN SELECTED INCOME AND RETAINED EARNINGS ACCOUNTS FOR THE YEAR
(Dollars in Thousands)

Give a brief description for all items, regardless of amount, included during the year in Accounts 555, Unusual or Infrequent Items, 560, Income or Loss From Operations 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.

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15		Other items, each less than 10%			15
16		of net income	1,002		16
17			3,844		17
18			=====		18
19					19
20					20
21					21
22					22
23					23
24					24
25					25
26					26
27					27
28					28
29					29
30					30

MEMORANDA RELATING TO SELECTED INCOME AND RETAINED EARNINGS ACCOUNTS

501. GUARANTIES AND SURETYSHIPS

(Dollars in Thousands)

1. If the respondent was under obligation as guarantor or surety for the performance by any other corporation or 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 the date of issue. Items of less than \$50,000 may be shown as one total.

Line No.	Names of all parties principally and primarily liable (a)	Description (b)	Amount of contingent liability (c)	Sole or joint contingent liability (d)	Line No.
1					1
2					2
3					3
4					4
5					5
6					6
7					7
8					8
9					9
10					10
11		The Company is liable for the			11
12		Project debt of its subsidiary			12
13		Western Railroad Properties, Inc			13
14		(the Project) only to the			14
15		extent of cash advances from			15
16		the Project, a \$200.2 million			16
17		subordinated intercompany loan			17
18		("SIL") from the Project, and			18
19		certain obligations such as for			19
20		negligence and excess			20
21		casualty costs.			21
22					22
23					23
24		Demand Advances	\$108,000	Sole	24
25					25
26		SIL *	\$200,200	Sole	26
27					27
28		*The sole event of default under the SIL is a Railroad bankruptcy event, and such			28
29		an event of default is the only occurrence which permits WRPI to accelerate the			29
30		scheduled payments of interest and principal. In the event the Railroad fails			30
31		to make any payment when due under the SIL, WRPI's only remedy is an action to			31
32		enforce payment. Commencement of such an action, or acceleration of payments			32
33		in the case of a Railroad bankruptcy event are both subject to the subordination			33
34		provisions of the SIL.			34
35					35
36					36
37					37
38					38

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

This inquiry does not cover the case of ordinary commercial paper maturing on demand or not later than 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 contingent liability of guarantors (c)	Sole or joint contingent liability (d)	Line No.
1					1
2					2
3					3
4					4
5					5
6					6
7					7
8					8
9					9

502. COMPENSATING BALANCES AND SHORT-TERM BORROWING ARRANGEMENTS
(Dollars in Thousands)

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.

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) Short-term lines of credit convertible by borrower to long-term debt -

	<u>Unused</u>	<u>Used (Note)</u>	
a) Revolving Credit	\$21,155	\$8,845	
b) Standby Credit	75,000	0	
			<u>\$96,155</u>

- 2) Maximum amount that was used during the year.

NONE

- 3) No time deposits or certificates of deposit not included elsewhere.

NOTE: Lines of Credit used as letters of credit.

NOTES AND REMARKS

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SCHEDULE 510 SEPARATION OF DEBTHOLDINGS BETWEEN ROAD PROPERTY AND EQUIPMENT
(Dollars in Thousands)

The principal use of this schedule is to determine the average embedded rate of debt capital.

I. Debt Outstanding at End of Year:

Line #	Account No.	Title	Source	Balance at Close of Year
1	751	Loans and Notes Payable	Sch. 200, L. 30	1,253
2	764	Equipment Obligations and Other Long Term Debt due Within * One Year	Sch. 200, L. 39	136,448
3	765/767	Funded Debt Unamortized	Sch. 200, L. 41	705,787
4	766	Equipment Obligations	Sch. 200, L. 42	35,522
5	766.5	Capitalized Lease Obligations	Sch. 200, L. 43	35,368
6	768	Debt in Default	Sch. 200, L. 44	-
7	770.1/770.2	Unamortized Debt Premium	Sch. 200, L. 46	(11,237)
8		Total Debt	Sum L. 1-7	903,141
9		Debt Directly Related to Road Property	Note 1.	74,671
10		Debt Directly Related to Equipment	Note 1.	48,648
11		Total Debt Directly Related to Road & Equipment	Sum L. 9 and 10	123,319
12		Percent Directly Related to Road	L. 9 - L. 11 (2 decimals)	60.55
13		Percent Directly Related to Equipment	L. 10 - L. 11 (2 decimals)	39.45
14		Debt Not Directly Related to Road or Equipment	L. 8 minus L. 11	779,822
15		Road Property Debt	(L. 12 × L. 14) plus L. 9	546,853
16		Equipment Debt	(L. 13 × L. 14) plus L. 10	356,288

II. Interest Accrued During the Year:

Line #	Account No.	Title	Source	Balance at Close of Year
17	546-548	Total Interest and Amortization (Fixed Charges)	Sch. 210, L. 42	156,966
18	546	Contingent Interest on Funded Debt	Sch. 210, L. 44	-
19	517	Release of Premiums on Funded Debt	Sch. 210, L. 22	-
20		Total Interest	Sum of Lines (17 + 18) less 19	156,966
21		Interest Affiliated Company Debt	Note 2.	8,080
22		Net Interest Expense	L. 20 minus L. 21	148,886
23		Interest Directly Related to Road Property Debt	Note 3.	7,605
24		Interest Directly Related to Equipment Debt	Note 3.	7,995
25		Interest Not Directly Related to Road or Equipment Property Debt	L. 22 - (L. 23 + L. 24)	133,286
26		Interest Road Property Debt	L. 23 + (L. 25 × L. 12)	88,310
27		Interest Equipment Debt	L. 24 + (L. 25 × L. 13)	60,576

Note 1. Directly related means the purpose which the funds were used when the debt was issued.

Note 2. Line 21 includes interest on debt in Account "69—Account Payable: Affiliated Companies.

Note 3. This interest relates to debt reported in Lines 9 and 10, respectively.

*Note: Includes \$108,515 long-term debt to be prepaid, net of \$3,651 discount.

NOTES AND REMARKS

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INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 512

1. Furnish the information called for below between the respondent and the affiliated companies or persons affiliated with the respondent, including officers, directors, stockholders, owners, partners or their wives and other close relatives, or their agents. Examples of transactions are, but are not restricted to, management, legal, accounting, purchasing or other 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 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 during the year, or alternatively, attach a "Pro forma" balance sheet and income statement for that portion or entity of each affiliate

which furnished the agreed to services, equipment, or other reportable transaction. The statements, if required, should be prepared on a calendar year basis in conformity with the prescribed schedules for the balance sheet and income statement in 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 arrangements.

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

5. 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 apparent, 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

Line No	Name of company or related party with percent of gross income (a)	%	Nature of relationship (b)	Description of transactions (c)	Dollar amounts of transactions (d)	Amount due from or to related parties (e)	Line No
1	Blackstone Capital						1
2	Partners L.P.		Controlled-Indirect	Management Services	800 P		2
3	Donaldson, Lufkin & Jenrette, Inc.		Controlled-Indirect	Management Services	200 P		3
4	Blackstone Capital		Controlled-Indirect	Investment			4
5	Partners L.P.			Banking Services	1,900 P		5
6							6
7							7
8	All other transactions are strictly related to cash advances and repayments.						8
9							9
10							10
11							11
12				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, and including one subsidiary accounted for under the equity method.			12
13							13
14							14
15							15
16							16
17							17
18							18
19							19
20							20
21							21
22							22
23							23
24							24
25							25

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 700

State particulars of all tracks *operated* by the respondent at the close of the year, according to the following 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. Tracks belonging to an industry for which no rent is payable should not be included

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

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

Class (2) includes each line, full title to which is in an inactive proprietary corporation of the respondent (i.e., one all of whose outstanding stocks or obligations are held by or for the respondent, and which is operated by the respondent or an affiliated system corporation without any accounting to the said proprietary corporation). It may also include such line when the actual title to all of the outstanding stocks or obligations 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.

700. MILEAGE OPERATED AT CLOSE OF YEAR

		RUNNING TRACKS, PASSING TRACKS, CROSSOVERS, ETC						TOTAL
CLASS	PROPORTION OWNED OR LEASED BY RESPONDENT	MILES OF ROAD	MILES OF 2ND MAIN	MILES OF OTHER MAIN	MILES OF RUNNING TRACKS	MILES OF WAY TRACKS	MILES OF SWITCHING TRACKS	
CLASS 1								
MAIN LINE								
WHOLLY OWNED	100.00%	2,230	651	37	302	143	676	4,039
JOINTLY OWNED	66.67%	0	0	0	0	0	0	0
	50.00%	11	4	0	4	13	38	70
	40.00%	0	0	0	0	0	0	0
	33.33%	5	0	0	3	4	5	17
	25.00%	0	0	0	0	0	1	1
TOTAL JOINTLY OWNED		16	4	0	7	17	44	88
TOTAL CLASS 1 MAIN		2,246	655	37	309	160	720	4,127
BRANCH LINE								
WHOLLY OWNED	100.00%	2,662	67	3	300	227	731	3,990
JOINTLY OWNED	87.00%	0	0	0	0	0	0	0
	75.00%	0	0	0	0	0	0	0
	67.00%	0	0	0	0	0	1	1
	66.67%	0	0	0	0	0	1	1
	65.00%	0	0	0	0	0	0	0
	50.00%	9	2	0	2	13	26	52
	33.33%	0	0	0	0	0	1	1
	25.00%	1	1	0	0	0	3	5
	20.00%	0	0	0	0	0	0	0
TOTAL JOINTLY OWNED		10	3	0	2	13	32	60
TOTAL CLASS 1 BRANCH		2,672	70	3	302	240	763	4,050
TOTAL CLASS 1		4,918	725	40	611	400	1,483	8,177
CLASS 3								
MAIN LINE		0	0	0	0	0	8	8
CLASS 4								
BRANCH LINE		0	0	0	0	0	3	3
CLASS 5								
MAIN LINE		283	37	21	7	5	29	382
BRANCH LINE		423	8	1	3	5	28	468
TOTAL CLASS 5		706	45	22	10	10	57	850
TOTAL MAIN LINE		2,529	692	58	316	165	757	4,517
TOTAL BRANCH LINE		3,095	78	4	305	245	794	4,521
GRAND TOTAL		5,624	770	62	621	410	1,551	9,038

702. MILES OF ROAD AT CLOSE OF YEAR - BY STATES AND TERRITORIES (SINGLE TRACK)

Give particulars, as of the close of the year, of all road operated and of all 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), (d), or (e), as may be appropriate. The remainder of jointly operated mileage should be shown in column (f). Respondent's proportion of road jointly owned, not operated, should be shown in column (h), as may be appropriate. Mileage which has been permanently abandoned should not be included in column (h). Mileage 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.	Cross Check	State or territory (a)	MILES OF ROAD OPERATED BY RESPONDENT								Line No.
			Line owned (b)	Line of proprietary companies (c)	Line operated under lease (d)	Line operated under contract, etc. (e)	Line operated under trackage rights (f)	Total mileage operated (g)	Line owned, not operated by respondent (h)	New line constructed during year (i)	
1		IOWA	1,711				79	1,790			1
2		ILLINOIS	744				32	776			2
3		MICHIGAN	171				2	173			3
4		MINNESOTA	505				231	736			4
5		MISSOURI	122				45	167			5
6		NEBRASKA	440				103	543			6
7		SOUTH DAKOTA	159				-	159			7
8		WISCONSIN	1,023				97	1,120			8
9		WYOMING	43				117	160			9
10											10
11											11
12											12
13											13
14											14
15											15
16											16
17											17
18											18
19											19
20											20
21											21
22											22
23											23
24											24
25											25
26											26
27											27
28											28
29											29
30											30
31											31
32		TOTAL MILEAGE (single track)	4,918				706	5,624			32

NOTES AND REMARKS

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INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 710

Instructions for reporting locomotive and passenger-train car data.

- 1 Give particulars of each of the various classes of equipment which respondent owned or leased during the year.
- 2 In column (c) give the number of units purchased new or built in company shops. In column (d) give the number of new units leased from others. The term "new" means a unit placed in service for the first time on any railroad.
- 3 Units leased to others for a period of one year or more are reportable in column (f). Units temporarily out of respondent's service and rented to others for less than one year are to be included in column (h). Units rented from others for a period less than one year should not be included in column (i).
- 4 For reporting purposes, a "locomotive unit" is a self-propelled vehicle generating or converting energy into motion, and designed solely for moving other equipment. An "A" unit is the least number of wheel bases with superstructure designed for use singly or as a lead locomotive unit in combination with other locomotive units. A "B" unit is similar to an "A" unit, but not equipped for use singly or as a lead locomotive unit. A "B" unit may be equipped with hostler controls for independent operation at terminals.
- 5 A "self-propelled car" is a rail motor car propelled by electric motors receiving power from a third rail or overhead, or internal combustion engines located on the car itself. Trailers equipped for use only in trains of cars that are self-propelled are to be included as self-propelled equipment.
- 6 A "diesel" unit includes all units propelled by diesel internal combustion engines, irrespective of final drive or whether power may at times be supplied from an external conductor. Units other than diesel-electric, e.g., diesel-hydraulic, should be identified in a footnote giving the number and a brief description. An "electric" unit includes all units which receive electric power from an overhead contact wire or a 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.

9 Cross-checks

Schedule 710	Schedule 710
Line 5, column (i)	= Line 11, column (l)
Line 6, column (j)	= Line 12, column (l)
Line 7, column (j)	= Line 13, column (l)
Line 8, column (j)	= Line 14, column (l)
Line 9, column (j)	= Line 15, column (l)
Line 10, column (i)	= Line 16, column (l)

When data appear in column (i) lines 1 thru 8, column (k) should have data on same lines. When data appear in columns (k) or (l) lines 16 thru 53, and 55, column (m) should have data on same lines.

**710. INVENTORY OF EQUIPMENT
UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS**

Line No.	Cross Check	Type or design of units (a)	Units in service of respondent at beginning of year (b)	Changes During the Year				Units retired from service of respondent whether owned or leased, including re-classification (g)	Units at Close of Year				Line No	
				Units installed					Owned and used (h)	Leased from others (i)	Total in service of respondent (col. (h)&(i)) (j)	Aggregate capacity of units reported in col. (j) (see ins. 7) (k)		Leased to others (l)
				New units purchased or built (c)	New units leased from others (d)	Rebuilt units acquired and rebuilt units rewritten into property accounts (e)	All other units including re-classification and second hand units purchased or leased from others (f)							
1		Locomotive Units												1
2		Diesel-freight units	4		-	-	-	-	4	-	4	(H.P.) 6,000		1
3		Diesel-passenger units	54		-	-	-	1	-	53	53	169,600		2
4		Diesel-multiple purpose units	803		12		155	191	286	493	779	2,000,200		3
5		Diesel-switching units	17		-	-	-	2	15	-	15	22,500		4
6	*	TOTAL (lines 1 to 4) units	878		12		155	194	305	546	851	2,198,300		5
7	*	Electric-locomotives	-		-		-	-	-	-	-	-		6
8	*	Other self-powered units	-		-		-	-	-	-	-	-		7
9	*	TOTAL (lines 5, 6 and 7)	878		12		155	194	305	546	851	2,198,300		8
10	*	Auxiliary units	-		-		-	-	-	-	-	N/A		9
11	*	TOTAL LOCOMOTIVE UNITS (lines 8 and 9)	878		12		155	194	305	546	851	N/A		10

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

Line No.	Cross Check	Type or design of units (a)	Before Jan. 1, 1965 (b)	Between Jan. 1, 1965 and Dec. 31, 1969 (c)	Between Jan. 1, 1970 and Dec. 31, 1974 (d)	Between Jan. 1, 1975 and Dec. 31, 1979 (e)	Between Jan. 1, 1980 and Dec. 31, 1984 (f)	During Calendar Year					Line No		
								1985 (g)	1986 (h)	1987 (i)	1988 (j)	TOTAL (k)			
11	*	Diesel	423	104	12	103	67	35	55		40	12	851	11	
12	*	Electric												12	
13	*	Other self-powered units												13	
14	*	TOTAL (lines 11 to 13)	423	104	12	103	67	35	55		40	12	851	14	
15	*	Auxiliary units												15	
16	*	TOTAL LOCOMOTIVE UNITS (lines 14 and 15)	423	104	12	103	67	35	55		40	N/A	12	851	16

710. INVENTORY OF EQUIPMENT—Continued
UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS

Line No.	Cross Check	Type or design of units (a)	Units in service of respondent at beginning of year (b)	Changes During the Year				Units retired from service of respondent whether owned or leased, including reclassification (g)	Units at Close of Year				Line No.	
				Units installed					Owned and used (h)	Leased from others (i)	Total in service of respondent (col. (h)&(i)) (j)	Aggregate capacity of units reported in col. (j) (see ins. 7) (k)		Leased to others (l)
				New units purchased or built (c)	New units leased from others (d)	Rebuilt units acquired and rebuilt units rewritten into property accounts (e)	All other units including reclassification and second hand units purchased or leased from others (f)							
17		PASSENGER-TRAIN CARS Non-Self-Propelled Coaches [PA, PB, PBO]	303					1	302		302	48,144		17
18		Combined cars [All class C, except CSB]												18
19		Parlor cars [PBC, PC, PL, PO]	2											19
20		Sleeping cars [PS, PT, PAS, PDS [All class D, PD]								2		2	152	20
21		Dining, grill and tavern cars [All class D, PD]	2								2	2	N/A	21
22		Non-passenger-carrying cars [All class B, CSB, M, PSA, IA]											N/A	22
23		TOTAL (lines 17 to 22)	307					1	2	304	306	48,296		23
24		Self-Propelled Electric passenger cars [EP, ET]												24
25		Electric combined cars [EC]												25
26		Internal combustion rail motorcars [ED, EG]												26
27		Other self-propelled cars (Specify types)												27
28		TOTAL (lines 24 to 27)												28
29		TOTAL (lines 23 and 28)	307					1	2	304	306	48,296		29
30		COMPANY SERVICE CARS Business cars [PV]	16						16		16	N/A		30
31		Board outfit cars [MWX]	55					3	52		52	N/A		31
32		Derrick and snow removal cars [MWU, MWV, MWV, MWK]	57					1	56		56	N/A		32
33		Dump and ballast cars [MWB, MWD]	472					1	455	16	471	N/A		33
34		Other maintenance and service equipment cars	720				1	37	683	1	684	N/A		34
35		TOTAL (lines 30 to 34)	1,320				1	42	1,262	17	1,279	N/A		35

710. INVENTORY OF EQUIPMENT — Continued

Instructions for reporting freight-train car data.

1. Give particulars of each of the various classes of equipment which respondent owned or leased during the year.
2. In column (d) give the number of units purchased or built in company shops. In column (e) give the number of new units leased from others. The term "new" means a unit placed in service for the first time on any railroad.
3. Units leased to others for a period of one year or more are reportable in column (n). Units temporarily out of respondent's service and rented to others for less than one year are to be included in column (i). Units rented from others for a period less than one year should not be included in column (j).

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

Line No.	Cross Check	Class of equipment and car designations	Units in service of respondent at beginning of year		Changes during the year				Line No.
			Time-mileage cars	All others	Units installed				
					New units purchased or built	New or rebuilt units leased from others	Rebuilt units acquired and rebuilt units rewritten into property accounts	All other units, including reclassification and second hand units purchased or leased from others	
		(a)	(b)	(c)	(d)	(e)	(f)	(g)	
		FREIGHT TRAIN CARS							
36		Plain box cars - 40' (B100-B287)	103					-	36
37		Plain box cars - 50' and longer (B300-B887)	4,966					978	37
38		Equipped box cars (All Code A) Except A __ 5 __	1,605					377	38
39		Plain gondola cars (All Codes G & J--1, J--2, J--3, and J--4)	3,181					599	39
40		Equipped gondola cars (All Code E)	416					233	40
41		Covered hopper cars (All Code C __ 1 __ C __ 2 __)	12,153					1,363	41
42		Open top hopper cars—general service (All Code H)	1,967					377	42
43		Open top hopper cars—special service (All codes K, J--0)	1,796					-	43
44		Refrigerator cars—mechanical R-9 (R150-170, 250-270, 350-370, 450-470, 550-570, 650-670, 750-770 and 850-870)	-					-	44
45		Refrigerator cars—non-mechanical (R100-120, 200-220, 300-320, 400-420, 500-520, 600-620, 700-720 and 800-820)	1,581					447	45
46		Flat cars—TOFC/COFC (All Code P & Q and S) Except Q8--)	487					-	46
47		Flat cars—multi-level (All Code V)	-					-	47
48		Flat cars—general service (F101-106, F201-206, F301-306)	60					-	48
49		Flat cars—other F-8 F 40 __ (F111-166, 211-266, 311-366, 411-466, 600-826)	117					2	49
50		Tank cars—under 22,000 gallons (T-0, T-1, T-2, T-3, T-4, T-5) (Except T000)	137					-	50
51		Tank cars—22,000 gallons and over (T-6, T-7, T-8, T-9)	-					-	51
52		All other freight cars A __ 5 __ (All Code L and F171-176, 271-276, 371-376, 471-476 and Q8--)	-					-	52
53		TOTAL (lines 36 to 52)	28,569					4,376	53
54		Caboose (All Code M-930)	N/A	403				-	54
55		TOTAL (lines 53, 54)	28,569	403				4,376	55

710. INVENTORY OF EQUIPMENT - Continued

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

Line No	Cross Check	Changes during year (concluded)	Units at close of year						Line No.
		Units retired from service of respondent whether owned or leased, including reclassification	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			
		(h)	(i)	(j)	(k)	(l)	(m)	(n)	
36		62	41	-	41		3,207		36
37		1,139	1,309	3,496	4,805		372,172		37
38		463	677	842	1,519		123,461		38
39		644	1,621	1,515	3,136		278,108		39
40		238	115	296	411		38,407		40
41		1,425	2,415	9,676	12,091		1,185,281		41
42		381	632	1,331	1,963		194,575		42
43		7	1,789	-	1,789		137,753		43
44		-	-	-	-		-		44
45		473	450	1,105	1,555		110,236		45
46		2	-	485	485		16,526		46
47		-	-	-	-		-		47
48		2	58	-	58		3,213		48
49		5	85	29	114		8,880		49
50		-	36	101	137		12,857		50
51		-	-	-	-		-		51
52		-	-	-	-		-		52
53		4,841	9,228	18,876	28,104		2,484,676		53
54		294	99	10	N/A	109	N/A		54
55		5,135	9,327	18,886	28,104	109	2,484,676		55

710. INVENTORY OF EQUIPMENT — Continued

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

Line No.	Cross Check	Class of equipment and car designations (a)	Units in service of respondent at beginning of year		Changes during the year				Line No.
			Per diem (b)	All others (c)	Units installed				
					New units purchased or built (d)	New units leased from others (e)	Rebuilt units acquired and rebuilt units rewritten into property accounts (f)	All other units, including reclassification and second hand units purchased or leased from others (g)	
FLOATING EQUIPMENT									
56		Self-propelled vessels [Tugboats, car ferries, etc.]	N/A						56
57		Non-self-propelled vessels [Car floats, lighters, etc.]	N/A						57
58		TOTAL (lines 56 and 57)	N/A						58
HIGHWAY REVENUE EQUIPMENT									
59		Bogie-chassis Z1-- , Z67 __, Z68 __, Z69 __							59
60		Dry van U2-- , Z2-- , Z6 __, 1-6	506					1	60
61		Flat bed U3-- Z3--							61
62		Open top U4-- Z4--							62
63		Mechanical refrigerator U5-- Z5--							63
64		Bulk U0-- & Z0--							64
65		Insulated U7-- Z7--	1						65
66		Tank ' Z0-- U6--							66
67		Other trailer and container (Special Equipped Dry Van U9--Z8-- & Z9--)							67
68		Tractor							68
69		Truck							69
70		TOTAL (lines 59 to 69)	507					1	70

NOTES AND REMARKS

¹ Must have fitting code "CN" to qualify for tank otherwise it is a bulk hopper.

710. INVENTORY OF EQUIPMENT - Concluded

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

Line No.	Cross Check	Changes during year (concluded)	Units at close of year						Line No.
		Units retired from service of respondent whether owned or leased, including reclassification	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	
					Per diem	All other			
		(h)	(i)	(j)	(k)	(l)	(m)	(n)	
56					N/A				56
57					N/A				57
58					N/A				58
59									59
60		6	501		501		12,525		60
61									61
62									62
63									63
64									64
65				1	1		25		65
66									66
67									67
68									68
69									69
70		6	501	1	502		12,550		70

NOTES AND REMARKS

710S. UNIT COST OF EQUIPMENT INSTALLED DURING THE YEAR
(Dollars in Thousands)

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

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

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

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

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

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

NEW UNITS

Line No.	Class of equipment (a)	Number of units (b)	Total weight (tons) (c)	Total cost (d)	Method of acquisition (see instructions) (e)	Line No.
1						1
2						2
3						3
4						4
5						5
6						6
7						7
8						8
9						9
10						10
11						11
12						12
13						13
14						14
15						15
16						16
17						17
18						18
19						19
20						20
21						21
22						22
23						23
24						24
25	TOTAL	None	N/A		N/A	25

REBUILT UNITS

26						26
27						27
28						28
29						29
30						30
31						31
32						32
33						33
34						34
35						35
36						36
37						37
38	TOTAL		N/A		N/A	38
39	GRAND TOTAL	None	N/A		N/A	39

GENERAL INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULES 720, 721, 723, AND 726

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

- A - Freight density of 20 million or more gross ton-miles per track mile per year (include passing tracks, turnouts and crossovers)
 B - Freight density of less than 20 million gross ton-miles per track mile per year, but at least 5 million (include passing tracks, turnouts and crossovers)
 C - Freight density of less than 5 million gross ton-miles per track mile per year, but at least 1 million (include passing tracks, turnouts and crossovers)
 D - Freight density of less than 1 million gross ton-miles per track mile per year (include passing tracks, turnouts and crossovers)
 E - Way and yard switching tracks (passing tracks, crossovers and turnouts shall be included in category A, B, C, D, F, and Potential abandonments, as appropriate)
 F - Track over which any passenger service is provided (other than potential abandonments) Mileage should be included within track categories A through E unless there is dedicated entirely to passenger service F

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

2. This schedule should include all class 1, 2, 3, or 4 track from schedule 700 that is maintained by the respondent (class 5 is assumed to be maintained by others)
 3. If, for two consecutive years, a line segment classified in one track category maintains a traffic density which would place it in another, it shall be reclassified into that category as of the beginning of the second year.
 4. Traffic density related to passenger service shall not be included in the determination of the track category of a line segment.

720. TRACK AND TRAFFIC CONDITIONS

1. Disclose the requested information pertaining to track and traffic conditions.

Line No.	Track category (a)	Mileage of tracks at end of period (whole numbers) (b)	Average annual traffic density in millions of gross ton-miles per track-mile * (use two decimal places) (c)	Average running speed limit (use two decimal places) (d)	Track miles under slow orders at end of period (e)	Line No.
1	A	996	34.58	53.78	180	1
2	B	2,100	9.73	36.30	791	2
3	C	1,748	2.27	24.30	406	3
4	D	763	.40	14.48	80	4
5	E	1,807	xxxxxxx	xxxxx	292	5
6	TOTAL	7,414	9.79	34.51	1,749	6
7	F	12	xxxxxxxxx	xxxxx	0	7
8	Potential abandonments	674	1.20	18.19	261	8

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

721. TIES LAID IN REPLACEMENT

1. Furnish the requested information concerning ties laid in replacement.

2. In column (j), report the total board feet of switch and bridge ties laid in replacement.

3. The term "spot maintenance" in column (k) means repairs to track components during routing inspections, as opposed to programmed replacements aimed at upgrading the general condition of the tracks "Percent of spot maintenance" refers to the percentage of total ties or board feet laid in replacement considered to be spot maintenance.

4. In No. 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 carrier's own lines, and placing the ties in tracks and of train service other than that necessary in connection with loading or treatment should not be included in this schedule.

Line No.	Track category (a)	Number of cross-ties laid in replacement										Switch and bridge ties (board feet) (j)	Cross-ties switch and bridge ties		Line No
		New ties					Second-hand ties						Total (i)	Percent of spot maintenance (k)	
		Wooden		Concrete (d)	Other (e)	Wooden		Other (h)							
		Treated (b)	Untreated (c)			Treated (f)	Untreated (g)								
1	A	200,894					13,868					214,762	516,813	4.36	1
2	B	253,420					55,971					309,391	489,375	10.32	2
3	C	62,663					20,861					83,524	129,250	20.95	3
4	D	2,525					2,940					5,465	71,938	87.47	4
5	E	9,717					13,183					22,900	1,189,000	62.70	5
6	TOTAL	529,219					106,823					636,042	2,396,376	13.44	6
7	F	27,610					8,863					36,473	275,438	11.24	7
8	Potential abandonments	710					1,306					2,016	8,688	82.65	8

9. Average cost per cross-tie \$ 15.39 and switch-tie (MBM) \$ 473.74

27,567, 8,863, 36,430, 272,563 of the amounts on lines 7(b), 7(f), 7(i) and 7(j), respectively are also included in Categories A through E.

722. TIES LAID IN ADDITIONAL TRACKS AND IN NEW LINES AND EXTENSIONS
(Dollars in Thousands)

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

In column (a) classify the ties as follows:

U — Wooden ties untreated when applied.

T — Wooden ties treated before application.

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

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

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

Line No.	Class of ties (a)	CROSSTIES			SWITCH AND BRIDGE TIES			Remarks (h)	Line No.
		Total number of ties applied (b)	Average cost per tie (c)	Total cost of new cross-ties laid in year (d)	Number of feet (board measure) laid in tracks (e)	Average cost per M feet (board measure) (f)	Total cost of switch and bridge ties laid in new tracks during year (g)		
1	T	388	18.93	7	30,000	395.44	12	NEW	1
2	T	30	2.35					S.H.	2
3									3
4									4
5									5
6									6
7									7
8									8
9									9
10									10
11									11
12									12
13									13
14									14
15									15
16									16
17									17
18									18
19									19
20	TOTAL	418	17.74	7	30,000	395.44	12		20
21	Number of miles of new running tracks, passing tracks, cross-overs, etc., in which ties were laid 5								
22	Number of miles of new yard, station, team, industry, and other switching tracks in which ties were laid 18								

723. RAILS LAID IN REPLACEMENT

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

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

3. In No. 10, the average cost 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 carrier's own lines and placing the rails in tracks and of train service in connection with the distribution of rails should not be included in this schedule.

Line No.	Track category (a)	Miles of rail laid in replacement (rail-miles)						Total		Percent of spot maintenance (h)	Line No.
		New rail		Relay rail		Welded rail (f)	Bolted rail (g)				
		Welded rail (b)	Bolted rail (c)	Welded rail (d)	Bolted rail (e)						
1	A	57.3	5.1	23.5	10.2	80.8	15.3	9.9	1		
2	B	.6	1.9	52.1	35.5	52.7	37.4	48.6	2		
3	C	.2	.7	12.7	27.1	12.9	27.8	72.7	3		
4	D	-	.2	1.7	8.3	1.7	8.5	93.9	4		
5	E	.2	.3	8.6	18.2	8.8	18.5	91.5	5		
6	TOTAL	58.3	8.2	98.6	99.3	156.9	107.5	46.9	6		
7	F	1.9	1.3	.2	3.4	2.1	4.7	62.3	7		
8	Potential Abandonments	-	-	-	2.4	-	2.4	95.3	8		
9	Average cost of new and relay rail laid in replacement per gross ton \$ 506.57 New \$ 75.17 - relay.										9

1.9, 1.3, .2, 3.3, 2.1, 4.6 of amounts on lines 7(b), 7(c), 7(d), 7(e), 7(f), and 7(g), respectively are also included in Categories A through E.

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

(Dollars in Thousands)

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

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

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

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

3 The returns in columns (d) and (h) should include the cost of loading at the point of purchase ready for shipment, the freight charges paid 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 rail should not be included in this schedule

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				Line No
		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	115	12	5	451.17					1
2	2	136	24	11	456.24					2
3	4	115	421	44	103.27	100	83	2	23.88	3
4	4					115	59	1	22.69	4
5										5
6										6
7										7
8										8
9										9
10										10
11										11
12										12
13										13
14										14
15										15
16										16
17										17
18										18
19										19
20										20
21										21
22										22
23										23
24										24
25										25
26										26
27										27
28										28
29										29
30										30
31										31
32										32
33	TOTAL	N/A	457	60	130.67	N/A	142	3	23.39	33
34	Number of miles of new running tracks, passing tracks, cross-overs, etc., in which rails were laid							2		34
35	Number of miles of new yard, station, team, industry, and other switching tracks in which rails were laid							1		35
36	Track-miles of welded rail installed on system this year 78 . total to date 2,315									36

725. WEIGHT OF RAIL

Give the particulars called for below 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)	Line No.
	Pounds				
1	140	5			1
2	136	764			2
3	133	39			3
4	132	33			4
5	131	22			5
6	119	31			6
7	115	1,299			7
8	112	1,180			8
9	110	129			9
10	100	1,013			10
11	90	687			11
12	89	10			12
13	85	161			13
14	80	90			14
15	77.5	35			15
16	75	5			16
17	72	152			17
18	70	6			18
19	65	2			19
20	60	4			20
21					21
22					22
23					23
24					24
25	TOTAL	5,667			25
26					26
27					27
28					28
29					29
30					30
31					31
32					32
33					33
34					34
35					35
36					36
37					37
38					38
39					39
40					40
41					41
42					42
43					43
44					44
45					45
46					46
47					47
48					48

726. SUMMARY OF TRACK REPLACEMENTS

1. Furnish the requested information concerning the summary of track replacements.

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

Line No.	Track category	Ties				Rail		Ballast	Track surfacing		Line No.
		Number of ties replaced		Percent replaced		Miles of rail replaced (rail-miles)	Percent replaced		Miles surfaced	Percent surfaced	
		Crossties (b)	Switch and bridge ties (board feet) (c)	Crosstie (d)	Switch and bridge ties (board feet) (e)						
1	A	214,762	516,813	5.74	11.94	96.1	4.82	208,968	996	100.0	1
2	B	309,391	489,375	3.47	7.06	90.1	2.15	215,158	1,543	73.5	2
3	C	83,524	129,250	2.01	2.69	40.7	1.16	73,690	441	25.2	3
4	D	5,465	71,938	.20	2.24	10.2	.67	15,303	92	12.1	4
5	E	22,900	1,189,000	.27	3.21	27.3	.76	42,820	-	-	5
6	TOTAL	636,042	2,396,376	2.84	4.22	264.4	1.78	555,939	3,072	41.4	6
7	F	36,473	275,438	2.75	18.02	6.8	.82	64,938	196	43.8	7
8	Potential abandonments	2,016	8,688	.10	.38	2.4	.18	3,987	-	-	8

750. CONSUMPTION OF DIESEL FUEL
(Dollars in Thousands)

LOCOMOTIVES

Line No.	Kind of locomotive service (a)	Diesel Diesel oil (gallons) (b)	Line No
1	Freight	67,715,329	1
2	Passenger	9,085,787	2
3	Yard switching	5,230,607	3
4	TOTAL	82,031,723	4
5	COST OF FUEL \$ (000)	\$ 57,046	5
6	Work Train	121,168	6

36,430, 270,188, 6.7, 31,526, and 191 of the amounts on lines 7(b), 7(c), 7(f), 7(h) and 7(i), respectively of Schedule 726 are included in Categories A through E.

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 755

Unit Train, Way Train, and Through Train data under Items 2, 3, 4, 6, and 12 shall be obtained from conductor's wheel reports (freight) or similar records. Unit train service is a specialized scheduled shuttle type service in equipment (Railroad or privately owned) dedicated to such service, moving between origin and destination. The applicable tariffs and/or contracts generally require that a specific minimum tonnage or quantity of carloads be tendered as a unit for shipment on one bill of lading or other shipping document in a solid train for movement between origin and destination. Such tariffs and/or contracts generally contain restricted detention provisions and are subject to time-volume requirements which reflect the approximate capacity of the unit trains for the stated period. Way Trains are defined as trains operated primarily to gather and distribute cars in road service and move them between way stations or way points. Through Trains are those trains operated between two or more major concentration or distribution points. Do not include Unit Train statistics in Way 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) Report 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 1 mile. In computing train-miles, fractions representing less than one-half mile shall be disregarded and other fractions considered as 1 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 a distance of 1 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 locomotives 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 6 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 6 miles per hour for the time actually engaged in yard switching service. Include miles allowed to yard locomotives for switching service in yards where regular switching service is maintained and in terminal switching and transfer service.

(H) Use car designations shown in Schedule 710. Under Railroad Owned and Leased cars, Items 4-01 and 4-11, report both foreign cars and respondents' own cars while on the line of the respondent railroad. In Items 4-13 and 4-15 report the private-line categories, miles for private-line cars (whether or not under railroad control) and shipper-owned cars. A car-mile is a movement of a unit of car equipment a distance of 1 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. If the payment for the loaded miles includes the empty miles, the loaded and empty miles should not be considered no-payment car miles.

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

(K) From conductors' or dispatchers' train reports or other appropriate source, compute weight in tons (2,000 pounds. Item 6-01 includes weight of all locomotive units moved 1 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 head-end car.

(L) From conductors' train reports or other appropriate source, compute ton-miles of freight. 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 local 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 trains 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 9-02 train switching hours included in Item 9-01. Train switching is the time spent by the train while performing switching service at terminals and way stations where no regular yard service is maintained. A train hour is independent of the number of locomotives in the train.

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 755—Concluded

(N) Yard switching hours are 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 (1) in a way train from the origination points, (2) in two through trains, and (3) in a way train to the destination point, the total count of loaded cars would be four—two counts for the movements in the way trains and two counts for the movements in through trains. Therefore, each car originated or received from a connecting carrier receives an initial count, plus one count for each subsequent physical transfer between trains on 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 a loaded car.

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

(R) Report the number of loaded revenue trailers/containers picked up, plus revenue trailers/containers delivered in TOFC/COFC and in highway interchange service, when the work is performed at the railroads' expense. (Performed at railroads' expense means that railroad employees perform the service or that the railroad hires a subsidiary or outside contractor to perform the service). Do not include those trailers/containers which are picked up or delivered by a shipper or motor carrier etc. when a tariff provision requires the shipper-motor carrier etc. and not the railroad to perform that service. Note: The count should reflect the trailer/containers for which expenses are reported in Schedule 417 Line 2 Column (b).

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

(T) Report the total number of foreign 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 "on line." Unserviceable cars include cars on repair tracks undergoing or awaiting repairs. They include cars on repair tracks repaired and awaiting switching, cars on repair tracks undergoing or awaiting repairs switching, cars awaiting movement to repair tracks held in train yard (excluding cars which are to be repaired in train yard without loss of time), car 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, etc., and cars stored because of seasonal decline in traffic, such as coal cars, ore cars, etc. 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, or 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, etc., for the purpose of being loaded.

755. RAILROAD OPERATING STATISTICS

Line No	Cross Check	Item description (a)	Freight train (b)	Passenger train (c)	Line No
1		1 Miles of Road Operated (A)	5,624	156	1
		2. Train Miles - Running (B)	XXXXXX	XXXXXX	
2		2-01 Unit Trains	1,530,951	XXXXXX	2
3		2-02 Way Trains	879,310	XXXXXX	3
4		2-03 Through Trains	7,215,262	2,173,265	4
5		2-04 TOTAL TRAIN MILES (lines 2-4)	9,625,523	2,173,265	5
6		2-05 Motorcars (C)	-	-	6
7		2-06 TOTAL, ALL TRAINS (lines 5, 6)	9,625,523	2,173,265	7
		3 Locomotive Unit Miles (D)	XXXXXX	XXXXXX	
		Road Service (E)	XXXXXX	XXXXXX	
8		3-01 Unit Trains	3,464,997	XXXXXX	8
9		3-02 Way Trains	1,819,662	XXXXXX	9
10		3-03 Through Trains	19,902,175	2,211,855	10
11		3-04 TOTAL (lines 8-10)	25,186,834	2,211,855	11
12		3-11 Train Switching (F)	96,717	XXXXXX	12
13		3-21 Yard Switching (G)	4,158,780	50,685	13
14		3-31 TOTAL ALL SERVICES (lines 11, 12, 13)	29,442,331	2,262,540	14
		4 Freight Car-Miles (thousands) (H)	XXXXXX	XXXXXX	
		4-01 RR Owned and Leased Cars - Loaded	XXXXXX	XXXXXX	
15		4-010 Box-Plain 40-Foot	-	XXXXXX	15
16		4-011 Box-Plain 50-Foot and Longer	13,664	XXXXXX	16
17		4-012 Box-Equipped	12,861	XXXXXX	17
18		4-013 Gondola-Plain	13,342	XXXXXX	18
19		4-014 Gondola-Equipped	3,626	XXXXXX	19
20		4-015 Hopper-Covered	60,773	XXXXXX	20
21		4-016 Hopper-Open Top-General Service	30,979	XXXXXX	21
22		4-017 Hopper-Open Top-Special Service	8,270	XXXXXX	22
23		4-018 Refrigerator-Mechanical	6,402	XXXXXX	23
24		4-019 Refrigerator-Non-Mechanical	6,874	XXXXXX	24
25		4-020 Flat-TOFC/COFC	7,655	XXXXXX	25
26		4-021 Flat-Multi-Level	3,781	XXXXXX	26
27		4-022 Flat-General Service	268	XXXXXX	27
28		4-023 Flat-All Other	7,589	XXXXXX	28
29		4-024 All Other Car Types-Total	94	XXXXXX	29
30		4-025 TOTAL (lines 15-29)	176,178	XXXXXX	30

755. RAILROAD OPERATING STATISTICS - Continued

Line No.	Cross Check	Item description (a)	Freight train (b)	Passenger train (c)	Line No.
		4-11 RR Owned and Leased Cars-Empty	XXXXXX	XXXXXX	
31		4-110 Box-Plain 40-Foot	-	XXXXXX	31
32		4-111 Box-Plain 50-Foot and Longer	12,109	XXXXXX	32
33		4-112 Box-Equipped	11,252	XXXXXX	33
34		4-113 Gondola-Plain	12,784	XXXXXX	34
35		4-114 Gondola-Equipped	3,633	XXXXXX	35
36		4-115 Hopper-Covered	64,131	XXXXXX	36
37		4-116 Hopper-Open Top-General Service	22,483	XXXXXX	37
38		4-117 Hopper-Open Top-Special Service	7,769	XXXXXX	38
39		4-118 Refrigerator-Mechanical	6,092	XXXXXX	39
40		4-119 Refrigerator-Non-Mechanical	5,215	XXXXXX	40
41		4-120 Flat-TOFC/COFC	1,399	XXXXXX	41
42		4-121 Flat-Multi-Level	2,545	XXXXXX	42
43		4-123 Flat-General Service	218	XXXXXX	43
44		4-123 Flat-All Other	6,766	XXXXXX	44
45		4-124 All Other Car Types	90	XXXXXX	45
46		4-125 TOTAL (lines 31-45)	156,486	XXXXXX	46
		4-13 Private Line Cars - Loaded (H)	XXXXXX	XXXXXX	
47		4-130 Box-Plain 40-Foot	0	XXXXXX	47
48		4-131 Box-Plain 50-Foot and Longer	1,577	XXXXXX	48
49		4-132 Box-Equipped	47	XXXXXX	49
50		4-133 Gondola-Plain	1,454	XXXXXX	50
51		4-134 Gondola-Equipped	4	XXXXXX	51
52		4-135 Hopper-Covered	24,339	XXXXXX	52
53		4-136 Hopper-Open Top-General Service	24	XXXXXX	53
54		4-137 Hopper-Open Top-Special Service	1,881	XXXXXX	54
55		4-138 Refrigerator-Mechanical	7	XXXXXX	55
56		4-139 Refrigerator-Non-Mechanical	1,544	XXXXXX	56
57		4-140 Flat-TOFC/COFC	3,872	XXXXXX	57
58		4-141 Flat-Multi-Level	27,308	XXXXXX	58
59		4-142 Flat-General Service	7	XXXXXX	59
60		4-143 Flat-All Other	2,583	XXXXXX	60
61		4-144 Tank Under 22,000 Gallons	3,523	XXXXXX	61
62		4-145 Tank-22,000 Gallons and Over	3,713	XXXXXX	62
63		4-146 All Other Car Types	45	XXXXXX	63
64		4-147 TOTAL (lines 47-63)	71,928	XXXXXX	64

755. RAILROAD OPERATING STATISTICS — Continued

Line No.	Cross Check	Item description (a)	Freight train (b)	Passenger train (c)	Line No.
		4-15 Private Line Cars—Empty (H)	XXXXXX	XXXXXX	
65		4-150 Box—Plain 40-Foot	0	XXXXXX	65
66		4-151 Box—Plain 50-Foot and Longer	1,049	XXXXXX	66
67		4-152 Box-Equipped	25	XXXXXX	67
68		4-153 Gondola-Plain	1,719	XXXXXX	68
69		4-154 Gondola-Equipped	4	XXXXXX	69
70		4-155 Hopper-Covered	25,189	XXXXXX	70
71		4-156 Hopper—Open Top—General Service	25	XXXXXX	71
72		4-157 Hopper—Open Top—Special Service	1,818	XXXXXX	72
73		4-158 Refrigerator—Mechanical	10	XXXXXX	73
74		4-159 Refrigerator—Non-Mechanical	1,694	XXXXXX	74
75		4-160 Flat—TOFC/COFC	1,666	XXXXXX	75
76		4-161 Flat—Multi-Level	19,194	XXXXXX	76
77		4-162 Flat—General Service	10	XXXXXX	77
78		4-163 Flat—All Other	2,956	XXXXXX	78
79		4-164 Tank—Under 22,000 Gallons	4,372	XXXXXX	79
80		4-165 Tank—22,000 Gallons and Over	4,014	XXXXXX	80
81		4-166 All Other Car Types	51	XXXXXX	81
82		4-167 TOTAL (lines 65-81)	63,796	XXXXXX	82
83		4-17 Work Equipment and Company Freight Car-Miles	7,722	XXXXXX	83
84		4-18 No Payment Car-Miles (I) '1	193,205	XXXXXX	84
		4-19 Total Car-Miles by Train Type (Note)	XXXXXX	XXXXXX	
85		4-191 Unit Trains	162,299	XXXXXX	85
86		4-192 Way Trains	24,627	XXXXXX	86
87		4-193 Through Trains	482,389	XXXXXX	87
88		4-194 TOTAL (lines 85-87)	669,315	XXXXXX	88
89		4-20 Caboose Miles	1,233	XXXXXX	89

'Total number of loaded miles _____ and empty miles _____ by roadrailer reported above.

Note: Total car miles should include no payment and work equipment car miles lines 83 & 84.

755. RAILROAD OPERATING STATISTICS - Concluded

Line No	Cross Check	Item description (a)	Freight train (b)	Passenger train (c)	Line No
		6. Gross Ton-Miles (thousands) (K)	XXXXXX	XXXXXX	
98		6-01 Road Locomotives	4,192,208	289,704	98
		6-02 Freight Trains, Crs., Cnts., and Caboose	XXXXXX	XXXXXX	
99		6-020 Unit Trains	13,440,024	XXXXXX	99
100		6-021 Way Trains	1,749,490	XXXXXX	100
101		6-022 Through Trains	37,529,192	XXXXXX	101
102		6-03 Passenger-Trains, Crs., and Cnts	-	869,510	102
103		6-04 Non Revenue	1,003,539	XXXXXX	103
104		6-05 TOTAL (lines 98-103)	57,914,453	1,159,214	104
		7 Tons of Freight (thousands)	XXXXXX	XXXXXX	
105		7-01 Revenue	96,626	XXXXXX	105
106		7-02 Non-Revenue	1,653	XXXXXX	106
107		7-03 TOTAL (lines 105, 106)	98,279	XXXXXX	107
		8. Ton-Miles of Freight (thousands) (L)	XXXXXX	XXXXXX	
108		8-01 Revenue-Road Service	28,495,298	XXXXXX	108
109		8-02 Revenue-Lake Transfer Service	-	XXXXXX	109
110		8-03 TOTAL (lines 108, 109)	28,495,298	XXXXXX	110
111		8-04 Non-Revenue-Road Service	513,581	XXXXXX	111
112		8-05 Non-Revenue-Lake Transfer Service	-	XXXXXX	112
113		8-06 TOTAL (lines 111, 112)	513,581	XXXXXX	113
114		8-07 TOTAL-REVENUE AND NON-REVENUE (lines 110, 113)	29,008,879	XXXXXX	114
		9 Train Hours (M)	XXXXXX	XXXXXX	
115		9-01 Road Service	426,130	XXXXXX	115
116		9-02 Train Switching	6,770	XXXXXX	116
117		10 TOTAL YARD-SWITCHING HOURS (N)	503,484	XXXXXX	117
		11. Train-Miles Work Trains (O)	XXXXXX	XXXXXX	
118		11-01 Locomotives	4,329	XXXXXX	118
119		11-02 Motorcars	-	XXXXXX	119
		12 Number of Loaded Freight Cars (P)	XXXXXX	XXXXXX	
120		12-01 Unit Trains	283,891	XXXXXX	120
121		12-02 Way Trains	366,376	XXXXXX	121
122		12-03 Through Trains	1,321,683	XXXXXX	122
123		13 TOFC/COFC-No. of Rev. Trailers and Containers Loaded and Unloaded (Q)	384,868	XXXXXX	123
124		14. Multi-Level Cars-No. of Motor Vehicles Loaded and Unloaded (Q)	115,181	XXXXXX	124
125		15 TOFC/COFC-No. of Rev. Trailers Picked Up and Delivered (R)	90	XXXXXX	125
		16 Revenue Tons-Marine Terminal (S)	XXXXXX	XXXXXX	
126		16-01 Marine Terminals-Coal	-	XXXXXX	126
127		16-02 Marine Terminals-Ore	6,186,293	XXXXXX	127
128		16-03 Marine Terminals-Other	268,678	XXXXXX	128
129		16-04 TOTAL (lines 126-128)	6,454,971	XXXXXX	129
		17 Number of Foreign Per Diem Cars on Line (T)	XXXXXX	XXXXXX	
130		17-01 Serviceable	4,916	XXXXXX	130
131		17-02 Unserviceable	6	XXXXXX	131
132		17-03 Surplus	111	XXXXXX	132
133		17-04 TOTAL (lines 130-132)	5,033	XXXXXX	133

VERIFICATION

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

OATH

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

State of ILLINOIS

COOK

County of T. A. TINGLEFF

Senior Vice President

Finance & Accounting

(Insert here name of the affiant)

(Insert here the official title of the affiant)

Of Chicago and North Western Transportation and Lessor Subsidiaries

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

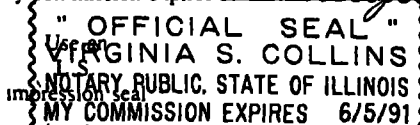
that it is his duty to have supervision over the books of accounts of the respondent and to control the manner in which such books are kept; that he knows that such books have been kept in good faith during the period covered by this report; that he knows that the entries contained in this report relating 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, 19 90, to and including December 31, 19 90

[Signature]
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public in and for the State and county above named, this 28th day of March, 19 91

My commission expires June 5, 1991



Virginia S. Collins
(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)

MEMORANDA .
(FOR USE OF COMMISSION ONLY)
CORRESPONDENCE

[illegible]

CORRECTIONS

[illegible]**EXPLANATORY REMARKS**

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