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DUPLICATE

ACAA-R-1

annual report

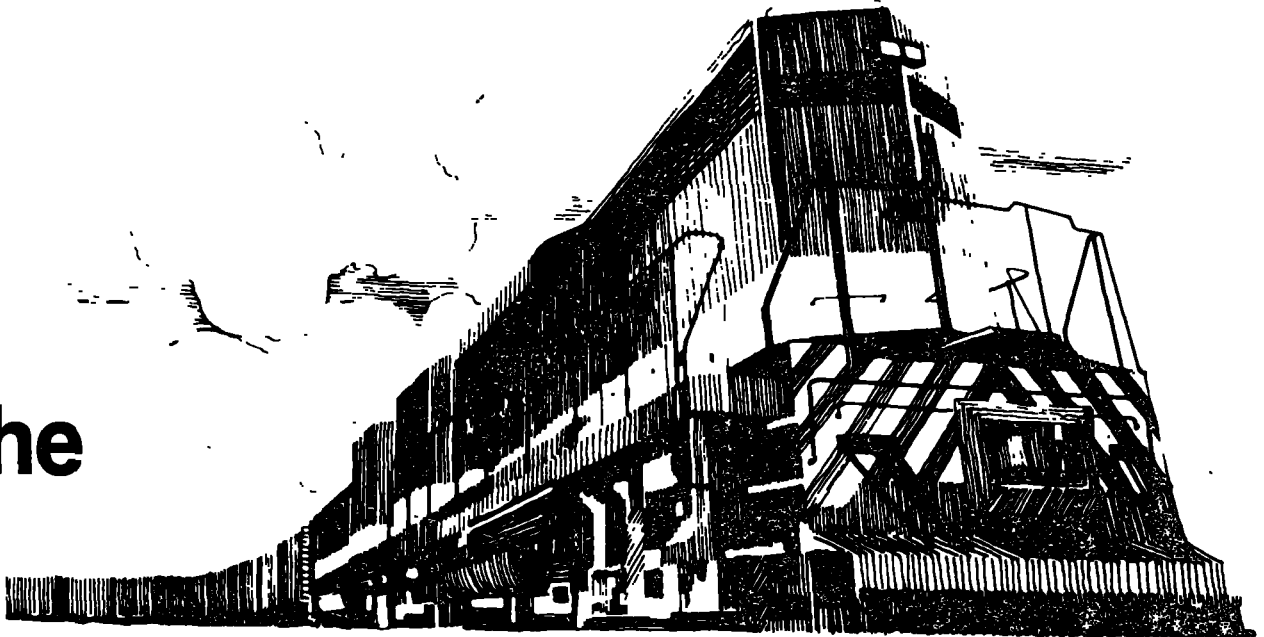
APPROVED BY OMB
3120-0029
EXPIRES 3-31-93

RC113300 ACAR
CONSOLIDATED RAIL CORPORATION
6 PENN CENTER PLAZA
PHILADELPHIA PA 19104

Correct name and address if different than shown.

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

to the



Interstate Commerce Commission

FOR THE YEAR ENDED DECEMBER 31, 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, attachment by pins or clips is insufficient.

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

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

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

CONSOLIDATED RAIL CORPORATION

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) Donald W. Mattson (Title) Vice President - Controller

(Telephone number) 215 977-5589

(Office address) Room 832, Six Penn Center Plaza, Philadelphia, PA 19103-
(Area code) (Telephone number)
(Street and number, city, State, and ZIP code) 2959

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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.

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 Consolidated Rail Corporation
- 2 Date of incorporation (*) See below
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 Incorporated in the Commonwealth of Pennsylvania pursuant to Pennsylvania Business Corporation Law 1933, P.L. 364, as amended, as Merger Rail Corporation. Additional powers granted pursuant to the provisions of the Regional Rail Reorganization Act of 1973, as amended, and the Conrail Privatization Act (P.L. 99-509).
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 _____

(*) February 10, 1976; Restated Articles of Incorporation filed March 30, 1976; Amended and Restated Articles of Incorporation filed April 12, 1987; Amended and Restated Articles of Incorporation filed May 17, 1989.

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, \$1.00 per share; first preferred, \$no par (1) per share; second preferred, \$ per share; debenture stock, \$ per share.
2. State whether or not each share of stock has the right to one vote; if not, give full particulars in a footnote. Yes
3. Are voting rights proportional to holdings? Yes If not, state in a footnote the relation between holdings and corresponding voting rights.
4. Are voting rights attached to any securities other than stock? No If so, name in a footnote each security, other than stock to which voting rights are attached (as of the close of the year), and state in detail the relation between holdings and corresponding voting rights, stating whether voting rights are actual or contingent, and if contingent, showing the contingency.
5. Has any class or issue of securities any special privileges in the election of directors, trustees, or managers, or in the determination of corporate action by any method? No If so, describe fully in a footnote each such class or issue and give a succinct statement showing clearly the character and extent of such privileges.
6. Give the date of the latest closing of the stock book prior to the actual filing of this report, and state the purpose of such closing. Books 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. 45,627,632 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. / 25,136 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.
				Stock			
				Common (d)	PREFERRED		
Second (e)	First (f)						
	(a)	(b)	(c)	(d)	(e)	(f)	
1	Boston Safe Deposit & Trust	Boston, MA	4,989,412			(1) 4,989,412	1
2	The Roman Catholic Archdiocese of Philadelphia	Philadelphia, PA	137,000	137,000			2
3	Canada Life Assurance Company	Toronto, Ontario, Canada	78,100	78,100			3
4	Stanley & Company	New York, NY	55,419	55,419			4
5	DIFCO	Houston, TX	24,000	24,000			5
6	Sandist & Company	Chicago, IL	23,400	23,400			6
7	Investors Trust Company	Duncan, OK	17,000	12,000			7
8	Drovers & Company	York, PA	10,855	10,855			8
9	Cal Farleys Boys Ranch Foundation	Amarillo, TX	10,000	10,000			9
10	Lititz Mutual Insurance Co.	Lititz, PA	8,000	8,000			10
11	Royal Neighbors of America	Chicago, IL	8,000	8,000			11
12	David N. Myers	Cleveland, OH	6,000	6,000			12
13	Harmony Company	Carlisle, PA	5,900	5,900			13
14	MSSTC & Company	New York, NY	5,870	5,870			14
15	Wayne Thomas	Euclid, OH	5,000	5,000			15
16	Anthony & Barbara Lisi	Westport, CT	4,800	4,800			16
17	Execution Services, Inc.	New York, NY	4,143	4,143			17
18	London & Midland General Insurance Company	London, Ontario, Canada	4,000	4,000			18
19	Emp & Company	Chicago, IL	3,800	3,800			19
20	Raymond T. Schuler	Niskayuna, NY	3,740	3,740			20
21	Corpin c/o Trust Group	Portland, OR	3,000	3,000			21
22	William T. Dunn Trustee	Germantown, TN	3,000	3,000			22
23	Guilford Col. Endowment Fund	Greensboro, NC	3,000	3,000			23
24	I. Barney Moss	Trevose, PA	3,000	3,000			24
25	Merbank & Company	Vicksburg, MS	2,900	2,900			25
26	The English Association of American Bond & Share Holders, Ltd.	London, England	2,763	2,763			26
27	Wood Gundy London Limited	London, England	2,678	2,678			27
28	Michael C. Carlos	Atlanta, GA	2,500	2,500			28
29	Raymond Pisano	Mt. Laurel, NJ	2,500	2,500			29
30	Jerome Lyle Rappaport	Boston, MA	2,500	2,500			30
(1) Represents Series A ESOP Convertible Junior Preferred Stock which is converted into Conrail Common Stock as part of the Conrail Employee Stock Ownership Plan.							
NOTE: Totals as provided by the Company's stock transfer agent as of December 31, 1990. Such list does not reflect shares held for 'major institutions' by nominees.							

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. SEE BELOW
votes cast.
11. Give the date of such meeting. May 16, 1990
12. Give the place of such meeting. The Academy of Music Hall, Philadelphia, Pennsylvania

NOTES AND REMARKSItem 10 (Above)

Votes cast for election of Directors;
Class III - 4 Directors (three year term): 37,901,311

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			1
2		702	Temporary Cash Investments		972	2
3		703	Special Deposits	1,313	3,463	3
4		704	Accounts Receivable			4
5		705	-Loan and Notes	886	955	5
6		706	-Interline and Other Balances	8,078	27,366	6
7		707	-Customers	165,015	175,170	7
8		709, 708	-Other	38,766	20,766	8
9		708.5	-Accrued Accounts Receivable	304,758	319,757	9
10		709.5	-Receivable from Affiliated Companies	4,044	5,441	10
11		710, 711, 714	-Less: Allowance for Uncollectible Accounts	-13,452	-19,861	11
12		712	Working Funds, Prepayments, Deferred Income Tax Debits	16,151	28,476	12
13		713	Materials and Supplies	125,638	132,421	13
14			Other Current Assets	7,086	8,987	14
			TOTAL CURRENT ASSETS	658,283	703,913	
Other Assets						
15		715, 716, 717	Special Funds	12,383	117	15
16		721, 721.5	Investments and Advances Affiliated Companies (Schedules 310 and 310A)	763,345	686,249	16
17		722, 723	Other Investments and Advances	594	1,053	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 \$1,635).	6,546	1,316	19
20		739, 741	Other Assets	192,142	146,232	20
21		743	Other Deferred Debits	9,180	1,685	21
22		744	Accumulated Deferred Income Tax Debits			22
23			TOTAL OTHER ASSETS	984,190	836,652	23
Road and Equipment						
24		731, 732	Road (Schedule 330) L-30 Col. h & b	5,658,712	5,445,642	24
25		731, 732	Equipment (Schedule 330) L-39 Col. h & b	2,054,601	2,008,215	25
26		731, 732	Unallocated Items	194,486	265,766	26
27		733, 735	Accumulated Depreciation and Amortization (Schedules 335, 342, 351)	-1,943,893	-1,800,584	27
28			Net Road and Equipment	5,963,906	5,919,039	28
29	*		TOTAL ASSETS	7,606,379	7,459,604	29

NOTES AND REMARKS

See accompanying notes to Financial Statements.

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		18,500	30
31		752	Accounts Payable: Interline & Other Balances	7,908	12,930	31
32		753	Audited Accounts and Wages	38,375	50,699	32
33		754	Other Accounts Payable	20,601	49,874	33
34		755, 756	Interest and Dividends Payable	26,643	18,491	34
35		757	Payables to Affiliated Companies	428,664	25,091	35
36		759	Accrued Accounts Payable	602,684	600,356	36
37		760, 761, 761.5, 762	Taxes Accrued	83,333	57,991	37
38		763	Other Current Liabilities	151,896	162,841	38
		764	Equipment Obligation and Other Long-Term Debt due Within One Year	102,295	110,026	39
40			TOTAL CURRENT LIABILITIES	1,462,399	1,106,799	40
Non-Current Liabilities						
41		765, 767	Funded Debt Unmatured	1,051,942	184,379	41
42		766	Equipment Obligations	15,908	12,105	42
43		766.5	Capitalized Lease Obligations	596,898	644,772	43
44		768	Debt in Default			44
45		769	Accounts Payable; Affiliated Companies	2,335	4,022	45
46		770.1, 770.2	Unamortized Debt Premium	-7,297	-686	46
47		781	Interest in Default			47
		783	Deferred Revenues-Transfers from Government Authorities			
48		786	Accumulated Deferred Income Tax Credits	452,736	314,292	48
49		771, 772, 774, 775, 782, 784	Other Long-Term Liabilities and Deferred Credits	1,102,343	1,149,552	50
51			TOTAL NON-CURRENT LIABILITIES	3,214,865	2,308,436	51
Shareholders' Equity						
52		791, 792	Total Capital Stock: (Schedule 230) (L53&54)	328,465	69,118	52
53			Common stock	40,638	69,118	53
54			Preferred stock	287,827		54
55			Discount on Capital Stock			55
56		794, 795	Additional Capital (Schedule 230)	1,876,751	3,189,707	56
			Retained Earnings:			
57		797	Appropriated			57
58		798	Unappropriated (Schedule 220)	723,899	863,608	58
		798.1	Net Unrealized Loss on Non-current Marketable Equity Securities			
59			Less Treasury Stock		-78,064	59
60		798.5				60
61			Net Stockholders' Equity	2,929,115	4,044,369	61
62	*		TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	7,606,379	7,459,604	62

NOTES AND REMARKS

Included in Columns (b) and (c), lines 38 and 50 are special income tax obligations of \$55,905,000 and \$66,960,000 and \$795,349,000 and \$843,385,000, respectively. (See Note 4).

See accompanying notes to Financial Statements.

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 \$ None

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

3. (a) Explain the procedure in accounting for pension funds and recording in the accounts the current and past service pension costs, indicating whether or not consistent with the prior year See Note 5 to Financial Statements

(b) State amount, if any, representing the excess of the actuarially computed value of vested benefits over the total of the pension fund See Note 5 to Financial Statements \$

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

(i) If funding is by insurance, give name of insuring company Not Applicable

If funding is by trust agreement, list trustee(s) Mellon Bank, N.A.

Date of trust agreement or latest amendment June 1, 1978

If respondent is affiliated in any way with the trustee(s), explain affiliation: No Affiliation

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

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

Yes X No

If yes, give number of the shares for each class of stock or other security: 50,000 Shares of Conrail Common

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

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 \$ 16,744

(b) The amount of investment tax credit used to reduce current income tax expense resulting from contributions to qualified employee stock ownership plans for the current year was \$ 6,190 (ESOP Tax Benefit)

6. In reference to Docket No. 37465 specify the total amount of business entertainment expenditures charged to the non-operating expense account. \$ None

NOTE: Following are the affiliated companies included in the Company's pension plan:

Conrail Mercury, Inc.

CRR Investments, Inc.

Indiana Harbor Belt Railroad Company

Merchants Despatch Transportation Corporation

Pennsylvania Truck Lines, Inc.

Annually, each participating company makes contributions to the fund determined by independent actuary reports or changes allocated based on relative percentage of total plan.

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 Liabilities:

See Note 8 to Financial Statements and Schedule 501 -
Guarantees and Suretyships

(a) Changes in Valuation Accounts

8. Marketable Equity Securities.

		Cost	Market	Dr. (Cr) to Income	Dr. (Cr) to Stockholders Equity
(Current Yr.)	Current Portfolio	1	1		N/A
as of 12/31/90	Noncurrent Portfolio			N/A	\$
(Previous Yr.)	Current Portfolio	1	1	N/A	N/A
as of 12/31/89	Noncurrent Portfolio			N/A	N/A

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

	Gains	Losses
Current	\$ <u>None</u>	\$ <u>None</u>
Noncurrent	<u>None</u>	<u>None</u>

(c) A net unrealized gain (loss) of \$ None on the sale of marketable equity securities was included in net income for _____ (year).
The cost of securities sold was based on the None (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

1. Summary of Significant Accounting PoliciesIndustry

Consolidated Rail Corporation operates a freight railroad system in the Northeast-Midwest quadrant of the United States.

Cash Equivalents

Cash equivalents consist of commercial paper, certificates of deposit and other liquid securities purchased with a maturity of three months or less, and are stated at cost which approximates market value.

Temporary Cash Investments

Temporary cash investments consist of commercial paper, certificates of deposit and other liquid securities that mature more than three months after purchase, and are stated at cost which approximates market value.

Material and Supplies

Material and supplies consist mainly of fuel oil and items for maintenance of property and equipment, and are valued at the lower of cost, principally weighted average, or market.

Property and Equipment

Property and equipment are recorded at cost. Additions and renewals are capitalized and depreciated using the composite straight-line method. The cost (net of salvage) of depreciable property retired or replaced in the ordinary course of business is charged to accumulated depreciation and no gain or loss is recognized.

Revenue Recognition

Revenue is recognized proportionally as a shipment moves from origin to destination.

2. 1990 Financial Restructuring

On January 17, 1990, the Company's Board of Directors approved a financial restructuring plan which included a Dutch auction tender offer, the establishment of an employee stock ownership plan for non-union employees ("Non-union ESOP") and a related open market common stock purchase program.

Through the Dutch auction tender offer, Conrail purchased 22.32 million shares of its outstanding common stock, or approximately 33% of its 67.14 million then outstanding common shares, at a price of \$49

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

NOTES TO FINANCIAL STATEMENTS

2. 1990 Financial Restructuring (Continued)

per share, or an aggregate of \$1.094 billion. The \$1.094 billion purchase price was initially financed with approximately \$400 million of available Conrail funds, approximately \$400 million borrowed by Conrail pursuant to a \$700 million uncollateralized bank credit agreement established in February 1990 and the proceeds from the sales of \$300 million in Conrail short-term notes (commercial paper) in February 1990. Conrail subsequently issued additional commercial paper and repaid the approximately \$400 million borrowed pursuant to the bank credit facility. The bank credit agreement provided for revolving credit facilities of \$300 million and \$400 million, and the latter facility was terminated by the Company in June 1990. During the second and third quarters of 1990, the Company repaid \$646 million of commercial paper with proceeds from the sale of \$250 million principal amount of 9 3/4% Notes due 2000 and \$550 million principal amount of 9 3/4% Debentures due 2020. On March 23, 1990, the Company issued 4,989,781 shares of its Series A ESOP Convertible Junior Preferred Stock ("ESOP Stock") to the Non-union ESOP in exchange for a promissory note of \$288 million.

In connection with its restructuring, Conrail acquired 4,357,951 shares of its common stock in the open market for \$200 million.

3. Long-Term Debt

Long-term debt outstanding, including the weighted average interest rates at December 31, 1990, is composed of the following:

	<u>December 31,</u>	
	<u>1990</u>	<u>1989</u>
	<u>(In Thousands)</u>	
Capital leases	\$ 702,059	\$ 737,203
Medium-term notes payable, 9.0%, due 1991 to 1996	179,461	162,314
Notes payable, 9.75%, due 2000	249,458	
Debentures payable, 9.75%, due 2020	543,784	
Equipment and other obligations, 8.3%	35,254	51,079
Commercial paper, 8.3%	<u>49,730</u>	
	1,759,746	950,596
Less current portion	<u>(102,295)</u>	<u>(110,026)</u>
	<u>\$1,657,451</u>	<u>\$ 840,570</u>

The Company acquired equipment and incurred related long-term debt under various capital leases of \$64,144,000 and \$43,285,000 in 1990 and 1989, respectively. The Company's noncancelable long-term leases

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

NOTES TO FINANCIAL STATEMENTS

3. Long-Term Debt (Continued)

generally include options to purchase at fair value and to extend the terms. Capital leases have been discounted at rates which average 8.5% and are collateralized by assets with a net book value of \$535,907,000 at December 31, 1990.

Minimum commitments, exclusive of executory costs borne by the Company, are:

	<u>Capital Leases</u>	<u>Operating Leases</u>
	(In Thousands)	
1991	\$ 145,469	\$ 31,071
1992	141,012	23,588
1993	127,615	18,819
1994	103,823	16,406
1995	90,888	15,865
1996 - 2008	<u>412,346</u>	<u>115,975</u>
Total	1,021,153	<u>\$221,724</u>
Less interest portion	<u>(319,094)</u>	
Present value	<u>\$ 702,059</u>	

The Company filed a shelf registration statement on Form S-3 with the Securities and Exchange Commission in April 1990 for \$1.25 billion of debt securities. During 1990, the Company sold \$250 million principal amount of 9 3/4% Notes and \$550 million principal amount of 9 3/4% Debentures. In November 1990, the Company established a \$450 million Medium Term Note Program under the shelf registration; no notes have been issued as of December 31, 1990.

Equipment and other obligations mature in 1991 through 2005 and are collateralized by assets with a net book value of \$88,241,000 at December 31, 1990. Maturities of long-term debt other than capital leases and commercial paper are \$18,539,000 in 1991, \$30,705,000 in 1992, \$90,111,000 in 1993, \$44,655,000 in 1994, \$21,738,000 in 1995 and \$802,209,000 in the aggregate from 1996 through 2020.

The Company maintains a \$300 million uncollateralized revolving credit facility with a group of banks under which no borrowings were outstanding at December 31, 1990. The credit facility, which expires in 1995, is currently used to support the Company's commercial paper and would require interest to be paid on borrowings at rates based on various defined short-term market rates and an annual maximum fee of .1% of the facility amount. The credit facility contains, among other conditions, restrictive covenants relating to leverage ratio, debt, and consolidated tangible net worth.

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

NOTES TO FINANCIAL STATEMENTS

4. Income Taxes

The provisions for income taxes are composed of the following:

	1990			1989		
	<u>Federal</u>	<u>State</u>	<u>Total</u>	<u>Federal</u>	<u>State</u>	<u>Total</u>
Current	\$ 39,890	\$ (181)	\$ 39,709	\$ 46,800	\$ 2,400	\$ 49,200
Deferred	117,988	21,490	139,478	78,025	14,738	92,763
Special income tax obligation	<u>(52,084)</u>	<u>(7,007)</u>	<u>(59,091)</u>	<u>(64,597)</u>	<u>(8,952)</u>	<u>(73,549)</u>
	<u>\$105,794</u>	<u>\$14,302</u>	<u>\$120,096</u>	<u>\$ 60,228</u>	<u>\$ 8,186</u>	<u>\$ 68,414</u>

The tax effects of each source of deferred income taxes and special income tax obligation are as follows:

	<u>1990</u>	<u>1989</u>
	<u>(In Thousands)</u>	
Deferred taxes		
Tax depreciation over book	\$126,953	\$ 91,052
Other property transactions	69,630	126,633
Casualty and other accruals	(41,417)	(144,524)
Alternative minimum tax	(28,097)	
Other	<u>12,409</u>	<u>19,602</u>
	<u>\$139,478</u>	<u>\$ 92,763</u>
Special income tax obligation		
Reduced tax basis depreciation	(32,795)	(34,923)
Other property transactions	<u>(26,296)</u>	<u>(38,626)</u>
	<u>\$ (59,091)</u>	<u>\$ (73,549)</u>

Deferred income taxes for 1989 include an \$86,363,000 reduction related to the special charge (Note 7).

Reconciliations of the U.S. statutory tax rates with the effective tax rates follow:

	<u>1990</u>	<u>1989</u>
Statutory tax rate	34.0%	34.0%
State income taxes, net of federal benefit	2.6	2.5
Other	<u>(3.9)</u>	<u>(4.9)</u>
Effective tax rate	<u>32.7%</u>	<u>31.6%</u>

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

NOTES TO FINANCIAL STATEMENTS

4. Income Taxes (Continued)

Statements of Financial Accounting Standards related to "Accounting for Income Taxes" require adoption in 1992. Management believes that such change in accounting will not have a material effect on the Company's financial statements, if income tax rates do not change.

5. Employee Benefits

The Company maintains a defined benefit pension plan and defined contribution 401(k) savings plan. The pension plan is noncontributory for all non-union employees and generally contributory for participating union employees. Pension benefits are based primarily on credited years of service and the level of compensation near retirement. Funding is based on the minimum amount required by the Employee Retirement Income Security Act of 1974.

Pension credits include the following components:

	<u>1990</u>	<u>1989</u>
	(In Thousands)	
Service cost - benefits earned during the period	\$ 5,068	\$ 6,987
Interest cost on projected benefit obligation	41,649	37,735
Return on plan assets - actual	(811)	(156,891)
- deferred	(70,025)	91,052
Net amortization and deferral	<u>(17,553)</u>	<u>(16,783)</u>
	<u>\$ (41,672)</u>	<u>\$ (37,900)</u>

The funded status of the pension plans and the amounts reflected in the balance sheets are as follows:

	<u>1990</u>	<u>1989</u>
	(In Thousands)	
Accumulated benefit obligation (\$455,618 and \$455,913 vested, respectively)	<u>\$458,830</u>	<u>\$459,870</u>
Market value of plan assets	821,096	881,726
Projected benefit obligation	<u>(517,525)</u>	<u>(537,931)</u>
Plan assets in excess of projected benefit obligation	303,571	343,795
Unrecognized prior service cost	21,978	23,815
Unrecognized transition net asset	(211,665)	(230,908)
Unrecognized net gain	<u>(37,177)</u>	<u>(95,214)</u>
Net prepaid pension cost	<u>\$ 76,707</u>	<u>\$ 41,488</u>

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

NOTES TO FINANCIAL STATEMENTS

5. Employee Benefits (Continued)

The assumed weighted average discount rate used in 1990 and 1989 is 8.25%, and the rate of increase in future compensation levels used in determining the actuarial present value of the projected benefit obligation as of December 31, 1990 and 1989 is 6.0%. The expected long-term rates of return on plan assets (primarily equity securities) in 1990 and 1989 is 9.0%.

The employee reduction program adopted in 1989 provided for certain non-union employees to elect voluntary retirement with enhanced pension benefits. The accumulated and projected benefit obligations include \$79,160,000 related to the enhanced benefits. The cost of the employee reduction program was part of the special charge and included a curtailment gain of \$7,200,000 resulting primarily from abated future compensation assumptions.

In March 1990, the Company amended its 401(k) savings plan to include the Non-union ESOP and to increase its matching contributions under the plan from 50% of employee contributions for the first 6% of a participating employee's base pay to 100% in the form of ESOP Stock. Savings plan expense, which in 1990 includes Non-union ESOP expense, was \$3,544,000 in 1990, and \$4,782,000 in 1989.

In connection with the Non-union ESOP, the Company issued 4,989,781 of the authorized 7.5 million shares of its ESOP Stock to the Non-union ESOP in exchange for a 20 year promissory note with interest at 9.55% from the Non-union ESOP in the principal amount of \$287,848,000. In addition, unearned ESOP compensation of \$287,848,000 was recognized and is included as a charge to retained earnings in this report, coincident with the Non-union ESOP's issuance of its \$287,848,000 promissory note to the Company. The debt of the Non-union ESOP was recorded by the Company and offset against the promissory note from the Non-union ESOP. Unearned ESOP compensation is charged to expense as shares of ESOP Stock are allocated to participants. An amount equivalent to the preferred dividends declared on the ESOP Stock partially offsets compensation and interest expense related to the Non-union ESOP. The Company is obligated to make dividend payments at a rate of 7.51% on the ESOP Stock and additional contributions to the Non-union ESOP in an aggregate amount sufficient to enable the Non-union ESOP to make the required interest and principal payments on its note to the Company.

The Company incurred \$6,479,000 in Non-union ESOP compensation and \$21,314,000 in interest expense related to the Non-union ESOP's debt, less \$3,888,000 and \$12,856,000, respectively, in offsets which are equivalent to the preferred dividends the Company paid on ESOP Stock. The Company received \$15,811,000 in debt service payments from the Non-union ESOP.

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

NOTES TO FINANCIAL STATEMENTS

5. Employee Benefits (Continued)

Statements of Financial Accounting Standards related to "Employers' Accounting for Postretirement Benefits Other Than Pensions" require adoption in 1993. Management believes that such change in accounting will not have a material effect on the Company's financial statements.

6. Capital Stock

In May 1989, stockholders approved an amendment to the Company's Amended and Restated Articles of Incorporation authorizing 25 million shares of preferred stock with no par value. The Board of Directors has the authority to divide the preferred stock into series and to determine the rights and preferences of each. In March 1990, 7.5 million shares were authorized as ESOP Stock of which 4,989,781 shares were issued to the Non-union ESOP on March 23, 1990.

The Company cannot pay dividends on its common stock unless full cumulative dividends have been paid on its ESOP Stock, and no distributions can be made to the holders of common stock upon liquidation or dissolution of the Company unless the holders of the ESOP Stock have received a cash liquidation payment of \$57.6875 per share, plus unpaid dividends up to the date of such payment. The ESOP Stock is convertible into common stock on a share-for-share basis, is entitled to one vote per share and will vote together as a single class with common stock on all matters.

In February 1990, in connection with its financial restructuring plan, Conrail purchased 22,322,861 shares of its outstanding common stock for \$1.094 billion through the Dutch auction tender offer. In April 1990, the Company commenced a program to purchase \$200 million of its common stock in the open market, primarily to offset the dilution to its shareholders that would otherwise result from the issuance of the ESOP Stock. In August 1990, the Company completed the program having acquired 4,357,951 shares.

In December 1990, the Company reclassified all repurchased common stock (treasury stock) as authorized but unissued common stock. The activity and status of treasury stock follow:

	<u>1990</u>	<u>1989</u>
Shares, beginning of year	1,981,902	597,123
Acquired	26,680,812	1,400,000
Reclassified as authorized but unissued	(28,479,416)	
Stock options exercised	(182,867)	(15,221)
Other	<u>(431)</u>	
Shares, end of year	<u>-</u>	<u>1,981,902</u>

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

NOTES TO FINANCIAL STATEMENTS

6. Capital Stock (Continued)

The Company's 1987 Long-Term-Incentive Plan (the "Incentive Plan") authorizes the granting to officers and key employees of up to 2 million shares of common stock through stock options, stock appreciation rights, and awards of restricted or performance shares. A stock option is exercisable for a specified term commencing after grant at a price not less than the fair market value of the stock on the date of grant. The Incentive Plan also provides for the granting of stock to employees, contingent on either a specified period of employment or achievement of certain financial or performance goals.

The activity and status of the Incentive Plan follow:

	<u>Non-qualified Stock Options</u>	
	<u>Option Price</u>	<u>Shares</u>
	<u>Per Share</u>	<u>Under Option</u>
Balance, January 1, 1989	\$28.00 - \$32.69	629,500
Granted	\$35.44 - \$41.50	1,183,000
Exercised	\$28.00	(15,221)
Cancelled	\$35.44	<u>(1,200)</u>
Balance, December 31, 1989	\$28.00 - \$41.50	1,796,079
Granted	\$36.75 - \$50.13	164,300
Exercised	\$28.00 - \$35.44	(182,867)
Cancelled	\$28.00 - \$50.13	<u>(141,552)</u>
Balance, December 31, 1990	\$28.00 - \$50.13	<u>1,635,960</u>
Exercisable, December 31, 1990	\$28.00 - \$41.50	<u>444,991</u>
Available for future grants		
December 31, 1989		<u>187,900</u>
December 31, 1990		<u>163,419</u>

In July 1989, the Company declared a dividend of one common share purchase right (the "Right") on each outstanding share of the Company's common stock. The Rights are not exercisable or transferable apart from the common stock until the occurrence of certain events arising out of an actual or potential acquisition of 10% or more of the Company's common stock, and would at such time provide the holder with certain additional entitlements. If the Rights become exercisable, each Right will entitle stockholders to purchase one share of common

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

NOTES TO FINANCIAL STATEMENTS

6. Capital Stock (Continued)

stock at an exercise price of \$105. At the Company's option, the Rights are redeemable prior to becoming exercisable at one cent (\$.01) per Right. The Rights expire in July 1999 and do not have any voting privileges or rights to receive dividends.

7. Special Charge

Included in 1989 operating expenses is a \$233,603,000 special charge, which reduced net income by \$147,240,000 and was composed of the following:

- . \$109,003,000 to provide for costs of the Company's non-union employee reduction program. These costs primarily related to the special one-time voluntary retirement program, which involved expanded benefits for approximately 600 participants. The majority of the costs were funded through the Company's Pension Plan, under which these employees are covered.
- . \$91,700,000 increase in casualty reserves, based on an actuarial valuation.
- . \$32,900,000 for realignment and consolidation of certain administrative and operating functions.

8. Commitments and Contingencies

The Company is involved in various legal actions, including antitrust, personal injury, property damage, and occupational health matters. The Company has also been identified as a potentially responsible party by various federal and state authorities for clean up or removal of various waste disposal sites. While the final outcome with respect to these matters cannot be predicted with certainty, it is the opinion of management that their resolution will not have a material adverse effect on the Company's financial position. In addition, the Company has granted an option for the purchase of certain assets. The exercise price of this option is approximately \$25 million less than the Company's net book value of the assets. If the option is exercised, the deficiency would adversely affect the Company's results of operations.

Conrail entered into agreements and advanced payments that will settle various claims related to fatalities and personal injuries resulting from an accident between Conrail locomotives and an Amtrak passenger train which occurred near Chase, Maryland on January 4, 1987. Reimbursement of total payments, approximately \$95 million, is ultimately expected pursuant to an agreement governing operations on Amtrak's property and, accordingly, the payments net of insurance advances, have been accounted for as a noncurrent receivable.

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

NOTES TO FINANCIAL STATEMENTS

8. Commitments and Contingencies (Continued)

In April 1989, the Company committed to provide a joint venture a \$100 million revolving credit and term loan facility which expires in 1994 and contains provisions for repayments and interest calculated using the prime rate plus a percentage determined based on the joint venture's debt to equity ratio. At December 31, 1990, the amount borrowed under this facility was \$6 million. In January 1991, in connection with an acquisition, the joint venture borrowed an additional \$47 million under the revolving credit and term loan facility.

Conrail may be contingently liable for approximately \$154 million at December 31, 1990 under indemnification provisions related to sales of tax benefits.

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

NOTES TO FINANCIAL STATEMENTS

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210. RESULTS OF OPERATIONS
(Dollars in Thousands)

1. Disclose the requested information for the respondent pertaining to the results of operation 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		Schedule 210
Line 15, column (b)		=Line 62, column (b)
Line 47 + 48 + 49, column (b)		=Line 63, column (b)
Line 50, column (b)		=Line 64, column (b)
Schedule 410		
Line 14, column (b)		=Line 620, column (h)
Line 14, column (d)		=Line 620, column (f)
Line 14, column (e)		=Line 620, column (g)
Line 49, column (b)		

Line No.	Cross Check	Item	Amount for current year	Amount for preceeding year	Freight related revenues & expenses	Passenger related revenues & expenses	Line No.
		(a)	(b)	(c)	(d)	(e)	
		ORDINARY ITEMS					
		OPERATING INCOME					
		Railway Operating Income					
1		(101) Freight	3,206,437	3,220,328	3,206,437		1
2		(102) Passenger					2
3		(103) Passenger-Related					3
4		(104) Switching	44,593	50,967	44,593		4
5		(105) Water Transfers					5
6		(106) Demurrage	24,939	31,179	24,939		6
7		(110) Incidental	17,251	21,819	17,251		7
8		(121) Joint Facility-Credit	2	6	2		8
9		(122) Joint Facility-Debit	-396	-484	-396		9
10		(501) Railway operating revenues (Exclusive of transfers from Government Authorities - lines 1-9)	3,292,826	3,323,815	3,292,826		10
11		(502) Railway operating revenues-Transfers from Government Authorities for current operations	30	27	30		11
12		(503) Railway operating revenues-Amortization of deferred transfers from Government Authorities					12
13		TOTAL RAILWAY OPERATING REVENUES (lines 10-12)	3,292,856	3,323,842	3,292,856		13
14	*	(531) Railway operating expenses	2,877,546	3,137,726	2,877,546		14
15	*	Net revenue from railway operations	415,310	186,116	415,310		15
		OTHER INCOME					
16		(506) Revenue from property used in other than carrier operations	1,555	320			16
17		(510) Miscellaneous rent income	47,961	42,780			17
18		(512) Separately operated properties-Profit					18
19		(513) Dividend income (cost method)	3,615	589			19
20		(514) Interest income	27,134	27,318			20
21		(516) Income from sinking and other funds	422	311			21
22		(517) Release of premiums on funded debt					22
23		(518) Reimbursements received under contracts and agreements					23
24		(519) Miscellaneous income	36,375	19,426			24
25		Income from affiliated companies: 519					
26		a. Dividends (equity method)	6,912	2,616			25
27		b. Equity in undistributed earnings (-losses)	39,605	35,490			26
28		TOTAL OTHER INCOME (lines 16-26)	163,579	128,850			27
		TOTAL INCOME (line 15, 27)	578,889	314,966			28
		MISCELLANEOUS DEDUCTIONS FROM INCOME					
29		(534) Expenses of property used in other than carrier operations	100	90			29
30		(544) Miscellaneous taxes					30
31		(545) Separately operated properties-Loss	111	75			31
32		(549) Maintenance of investment organization	511	184			32
33		(550) Income transferred under contracts and agreements					33
34		(551) Miscellaneous income charges	19,657	16,720			34
35		(553) Uncollectible accounts	1,544	686			35
36		TOTAL MISCELLANEOUS DEDUCTIONS (lines 29-35)	21,923	17,755			36
37		Income available for fixed charges (lines 28, 36)	556,966	297,211			37

210. RESULTS OF OPERATIONS - Continued (Dollars in Thousands)					
Line No.	Cross Check	Item	Amount for current year	Amount for preceeding year	Line No.
		(a)	(b)	(c)	
FIXED CHARGES					
38		(546) Interest on funded debt:			38
39		(a) Fixed interest not in default	122,724	79,279	39
40		(b) Interest in default			40
41		(547) Interest on unfunded debt	67,114	1,044	41
42		(548) Amortization of discount on funded debt	253	379	42
43		TOTAL FIXED CHARGES (lines 38-41)	190,091	80,702	43
		Income after fixed charges (lines 37, 42)	366,875	216,509	
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 operation (before income taxes)	366,875	216,509	46
PROVISIONS FOR INCOME TAXES					
47	*	(556) Income taxes on ordinary income			47
48	*	(a) Federal income taxes (See note below)	39,890	46,800	48
49	*	(b) State income taxes	-181	2,400	49
50	*	(c) Other income taxes (special income tax obligation)	-59,091	-73,549	50
51		(557) Provision for deferred taxes	139,478	92,763	51
52	*	TOTAL PROVISIONS FOR INCOME TAXES (lines 47-50)	120,096	68,414	52
		Income from continuing operations (lines 46-51)	246,779	148,095	
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)	246,779	148,095	55
EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES					
56		(570) Extraordinary items (Net)			56
57		(590) Income taxes on extraordinary items			57
58		(591) Provision for deferred taxes-Extraordinary items			58
59		TOTAL EXTRAORDINARY ITEMS (lines 56-58)			59
60		(592) Cumulative effect of changes in accounting principles (less applicable tax of \$)			60
61	*	Net income (Loss) (lines 55 + 59 + 60)	246,779	148,095	61
Reconciliation of net railway operating income (NROI)					
62	*	Net revenues from railway operations	415,310	186,116	62
63	*	(556) Income taxes on ordinary income (-)	-19,382	-24,349	63
64	*	(557) Provision for deferred income taxes (-)	139,478	92,763	64
65		Income from lease of road and equipment (-)			65
66		Rent for leased road and equipment (+)	51	51	66
67		Net railway operating income (loss)	295,265	117,753	67

Note: Line 47, Column (b) includes \$33,700 of current income tax expense plus a charge equivalent to income tax expense of \$6,190 related to the Employee Stock Ownership Plan.

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	Retained earnings- Unappropriated	Equity in undistributed earnings (losses) of affiliated companies	Line No.
		(a)	(b)	(c)	
1		Balances at beginning of year	780,696	82,912	1
2		(601.5) Prior period adjustment to beginning retained earnings			2
		CREDITS			
3	*	(602) Credit balance transferred from income	207,174	39,605	3
4		(603) Appropriations released			4
5		(606) Other credits to retained earnings	29,370		5
6		TOTAL	236,544	39,605	6
		DEBITS			
7	*	(612) Debit balance transferred from income			7
8		(616) Other debits to retained earnings	319,127	16,631	8
9		(620) Appropriations for sinking and other funds			9
10		(621) Appropriations for other purposes			10
11		(623) Dividends: Common stock	63,356		11
12		Preferred stock(1)	16,744		12
13		TOTAL	399,227	16,631	13
14		Net increase (decrease) during year (L. 6 minus L. 13)	-162,683	22,974	14
15	*	Balances at close of year (Lines 1, 2 and 14)	618,013	105,886	15
16	*	Balances from line 15(c)	105,886	N/A	16
17		Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of year.	723,899	N/A	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
22		Amount of assigned Federal income tax consequences:			22
23		Account 606 \$			23
		Account 616 \$			

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

230. CAPITAL STOCK

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

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	\$1.00	250,000,000	40,638,220		40,638,220	40,638		1
2									2
3									3
4	Preferred	No Par	25,000,000	4,989,781		4,989,412	287,827		4
5									5
6									6
7									7
8									8
9									9
10	TOTAL		275,000,000	45,628,001		45,627,632	328,465		10

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

1. The purpose of the 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								11
12	Capital stock sold(1)			69,117,636	69,118	1,981,902	78,064	3,189,707	12
13	Capital stock reacquired	4,989,781	287,848			26,680,812	1,293,606		13
14	Capital stock canceled			-28,479,416	-28,480	-28,479,416	-1,373,443	-1,315,221	14
15	Stock options exercised					-182,867	-6,642		15
16	Other	-369	-21			-431	8,415	2,265	16
17	Balance at close of year	4,989,412	287,827	40,638,220	40,638		0	1,876,751	17

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

See Note 6 to Financial Statements.

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) any 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 flow. Refer to FAS Statement No. 95, Statement of Cash Flows, for further details.

CASH FLOWS FROM OPERATING ACTIVITIES

Line No.	Cross check	Description (a)	Current Year (b)	Prior Year (c)	Line No.
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 (Lines 1-8)			9

RECONCILIATION OF NET INCOME TO NET CASH PROVIDED BY OPERATING ACTIVITIES

Line No.	Cross check	Description (a)	Current Year (b)	Prior Year (c)	Line No.
10	*	Income from continuing operations	246,779	148,095	10

ADJUSTMENTS TO RECONCILE INCOME FROM CONTINUING OPERATIONS TO NET CASH PROVIDED BY OPERATING ACTIVITIES

Line No.	Cross check	Description (a)	Current Year (b)	Prior Year (c)	Line No.
11		Loss (-gain) on sale or disposal of tangible property and investments	-26,704	-15,699	11
12		Depreciation and amortization expenses	299,884	277,483	12
13		Increase (-decrease) in provision for Deferred Income Taxes	139,478	92,763	13
14		Net decrease (-increase) in undistributed earnings			
14		(-losses) of affiliates	-39,605	-35,490	14
15		Decrease (-increase) in accounts receivable	21,499	38,406	15
16		Decrease (-increase) in materials and supplies, and other current assets	23,159	-20,229	16
17		Increase (-decrease) in current liabilities other than debt	-21,742	38,021	17
18		Increase (-decrease) in other net (1)	-106,265	140,623	18
19		Net cash provided from continuing operations (Lines 10-18)	536,483	663,973	19
20		Add (-subtract) cash generated (-paid) by reason of discontinued operations and extraordinary items			20
21		NET CASH PROVIDED FROM OPERATING ACTIVITIES (Lines 19 & 20)	536,483	663,973	21

CASH FLOWS FROM INVESTING ACTIVITIES

Line No.	Cross check	Description (a)	Current Year (b)	Prior Year (c)	Line No.
22		Proceeds from sale of property	59,907	33,950	22
23		Capital expenditures	-303,868	-611,863	23
24		Net change in temporary cash investments not qualifying as cash equivalents	972	342,245	24
25		Proceeds from sale/repayment of investment and advances	192	650	25
26		Purchase price of long-term investment and advances	-2,370	-563,177	26
27		Net decrease (-increase) in sinking and other special funds	-12,266	2,376	27
28		Other (2)	-46,249	-10,634	28
29		NET CASH USED IN INVESTING ACTIVITIES (Lines 22-28)	-303,682	-806,453	29

(continued on next page)

240. STATEMENT OF CASH FLOWS (Concluded)
(Dollars in Thousands)

CASH FLOWS FROM FINANCING ACTIVITIES

Line No.	Cross check	Description (a)	Current Year (b)	Prior Year (c)	Line No.
30		Proceeds from issuance of long-term debt	817,000	85,415	30
31		Principal payments of long-term debt	-113,386	-116,131	31
32		Proceeds from issuance of capital stock			32
33		Purchase price of acquiring treasury stock	-1,293,829	-60,106	33
34		Cash dividends paid	-80,391	-88,606	34
35		Other-net (3)	437,805	25,000	35
36		NET CASH FROM FINANCING ACTIVITIES (Lines 30-35)	-232,801	-154,428	36
37		NET INCREASE (-DECREASE) IN CASH AND CASH EQUIVALENTS (Lines 21, 29 & 36)	0	-296,908	37
38		Cash and cash equivalents at beginning of the year	0	296,908	38
39		CASH AND CASH EQUIVALENTS AT END OF THE YEAR (Lines 37 & 38)	0	0	39
Footnotes to Schedule 240					
Cash paid during the year for:					
40		Interest (net of amount capitalized)*	141,532	75,465	40
41		Income taxes (net)*	30,945	94,499	41

* Only applies if indirect method is adopted.

NOTES AND REMARKS

(1)	Special charge (See Note 7 to Financial Statements)		233,603
	Pension credits	-41,672	-37,900
	Special income tax obligation	-59,091	-73,549
	Other	-5,502	18,469
		<u>-106,265</u>	<u>140,623</u>
(2)	Purchase of the Monongahela Railway Company	-38,500	
	Other items	-7,749	-10,634
		<u>-46,249</u>	<u>-10,634</u>
(3)	Proceeds from note due subsidiary	398,000	25,000
	Repayment of short-term borrowings	-646,526	
	Short-term borrowings	696,526	
	Shelf registration costs	-7,121	
	Discount on debt	-6,812	
	Other items	3,738	
		<u>437,805</u>	<u>25,000</u>

*15 duplicate**RC: 113300*250-CONSOLIDATED INFORMATION
FOR REVENUE ADEQUACY DETERMINATION

(Dollars in Thousands)

Line No.	Item (a)	Beginning of year (b)	End of year (c)
1	Adjusted Net Railway Operating Income For Reporting Entity		
	Combined/Consolidated Net Railway Operating Income for Reporting Entity		304,255
2	Add: Interest Income from Working Capital Allowance—Cash Portion	N/A	5,452
3	Income Taxes Associated with Non-Rail Income and Deductions		(4,365)
4	Gain or (loss) from transfer/reclassification to nonrail-status (net of income taxes)		17,786
5	Adjusted Net Railway Operating Income (Lines 1, 2, 3 & 4)		323,128
6	Adjusted Investment in Railroad Property for Reporting Entity		
	Combined Investment in Railroad Property Used in Transportation Service	5,988,281	6,026,764
7	Less: Interest During Construction		
8	Other Elements of Investment (if debit balance)		
9	Add: Net Rail Assets of Rail-Related Affiliates	19,731	21,350
10	Working Capital Allowance	156,663	150,744
11	Net Investment Base Before Adjustment for Deferred Taxes (Lines 6 through 10)	6,164,675	6,198,858
12	Less: Accumulated Deferred Income Tax Credits	317,018	455,577
13	Net Investment Base (Line 11 - 12)	5,847,657	5,743,281

In the space provided, please list all railroads and rail-related affiliated companies which are being reported in this consolidation, along with the nature of the business for each company.

Name of Affiliate	Nature of Business
Calumet Western Railway Company	Switching and terminal company.
CRC Properties, Inc.	Real estate holding company.
Indiana Harbor Belt Railroad Company	Switching and terminal company.
Merchants Despatch Transportation Corporation	Furnishes weighing, inspection and perishable protective service to the transportation industry.
The Monongahela Railway Company	A road-haul railroad company.
The St. Lawrence and Adirondack Railway Company	Lessor of railroad property.

Note: As per the instructions, 'Adjusted Investment in Railroad Property for Reporting Entity' has been restated for the beginning of the year as a result of:

- Pennsylvania Truck Lines, Inc. (a rail-affiliated company) was sold on February 28, 1990, and has been removed from the reporting entity.
- The acquisition of the additional 2/3 interest in The Monongahela Railway Company (railroad) was approved by the Interstate Commerce Commission on October 19, 1990, and was added to the reporting entity.

(5) Compute the nonrailroad portion of the total provisions for taxes. This equals:

The Nonrailroad-related tax ratio (Item (4) above) times the total current income taxes accrued on ordinary income (Account 556) which represents the consolidated amounts of Schedule 210, Lines 47, 48, and 49 for all railroads in the reporting entity..... (3,948)

+ Any non-rail portion of deferred taxes (Account 557) which may exist for all railroads in the reporting entity.....

Equals Total income taxes on nonrailroad income for all railroads in the reporting entity..... (3,948)

PART II - DETERMINE NONRAILROAD-RELATED TAXES FOR RAIL-RELATED AFFILIATES

(EXCLUDES ALL AFFILIATED RAILROADS)

(6) This is calculated by dividing the nonrailroad-related income for combined rail-related affiliates by the total pre-tax net income for all combined rail-related affiliates and multiplying this result by the total taxes (current provision plus deferred). This equals the taxes on nonrailroad income for all affiliated companies..... (417)

PART III - DETERMINE TOTAL NONRAILROAD-RELATED TAXES

(7) This is determined as follows:

Total income taxes on nonrailroad-related income for all railroads in the reporting entity (Item 5 above)..... (3,948)

+ Total Nonrailroad-related taxes for rail-related affiliates (Item 6 above)..... (417)

Equals total nonrailroad-related taxes (This amount should be transferred to Schedule 250, Part A, Line 3)..... (4,365)

SCHEDULE 250 - PART B Determination of Nonrail Taxes

This table is designed to facilitate the calculation of taxes that are not rail-related, the amount to be reported on Schedule 250, Line 3.

Part I - DETERMINE TAXES ON NONRAILROAD INCOME FOR ALL COMBINED/CONSOLIDATED RAILROADS (EXCLUDES ALL RAIL-RELATED AFFILIATES)

(1) Determine Combined/Consolidated Adjusted income from continuing operations (before taxes) for all affiliated railroads (all classes). Do not include rail-related affiliates that are not railroads in this part. This represents the total combined/consolidated amounts for all items listed below for all railroads in the reporting entity.

Income from continuing operations (before taxes) should be the equivalent of the numbers contained in the R-1 Schedule 210, Line 46 adjusted to include all railroads in the reporting entity.

- Equity in undistributed earnings, which represents the total of Schedule 210, Line 26 for all railroads in the reporting entity.

- Dividends in affiliated companies. (If the affiliate is 80% or more controlled by the parent railroad, then deduct 100% of the affiliate's dividend. If the affiliate is less than 80% controlled by the parent railroad, then deduct 80% of the affiliate's dividend).

= Adjusted income from continuing operations (before taxes). This represents 'A' in item (3) below.

(2) Determine Combined/Consolidated Adjusted Pre-tax NROI for all railroads in the reporting entity
Combined/Consolidated Pre-tax NROI for the entire entity, which equals the amount shown on Schedule 250, Line 1.

+ Current Provision for taxes, which represents the consolidated amounts of Schedule 210, Line 51 for all railroads in the reporting entity. (This figure includes both Account 556, Income Taxes on Ordinary Income and Account 557, Provision for Deferred Taxes.

+ Interest income on working capital allowance, which represents the total consolidated interest income relative to the working capital component of the net investment base and should equal the amount shown in Schedule 250, Line 2 for all railroads in the reporting entity.

+ Release of premiums on funded debt, which represents the consolidated total of release of premium on funded debt as shown on Schedule 210, Line 22 for all railroads in the reporting entity.

- Total fixed charges, which represents the consolidated total of fixed charges as shown on Schedule 210, Line 42 for all railroads in the reporting entity.

- Railroad-related income from affiliates (other than railroads) which was included in consolidated NROI (Schedule 250, Line 1).

= Combined/Consolidated Pre-Tax Adjusted NROI for all railroads. This represents 'B' in item (3) below.

(3) Calculate the railroad-related tax ratio : 'B/A'.

(4) Compute the nonrailroad-related complement: (1 - Railroad-related income ratio) which equals the Nonrailroad-related tax ratio.

245. WORKING CAPITAL
(Dollars in Thousands)

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

Line No.	Item (a)	Source No.	Amount (b)	Line No.
CURRENT OPERATING ASSETS				
1	Interline and Other Balances (705)	Schedule 200, line 5, column b	8,078	1
2	Customers (706)	Schedule 200, line 6, column b	165,015	2
3	Other (707)	Note A	38,766	3
4	TOTAL CURRENT OPERATING ASSETS	Lines 1 + 2 + 3	211,859	4
OPERATING REVENUE				
5	Railway Operating Revenue	Schedule 210, line 13, column b	3,292,856	5
6	Rent Income	Note B	117,867	6
7	TOTAL OPERATING REVENUES	Lines 5 + 6	3,410,723	7
8	Average Daily Operating Revenues Days of Operating Revenue in	Line 7 ÷ 360 days	9,474	8
9	Current Operating Assets	Line 4 + line 8	22	9
10	Revenue Delay Days Plus Buffer	Line 9 + 15 days	37	10
CURRENT OPERATING LIABILITIES				
11	Interline and Other Balances (752)	Schedule 200, line 31, column b	7,908	11
12	Audited Accounts & Wages Payable (753)	Note A	38,375	12
13	Accounts Payable - Other (754)	Note A	20,601	13
14	Other Taxes Accrued (761.5)	Note A	78,230	14
15	TOTAL CURRENT OPERATING LIABILITIES	Sum of lines 11 to 14	145,114	15
OPERATING EXPENSES				
16	Railway Operating Expenses	Schedule 210, line 14, column b	2,877,546	16
17	Depreciation	Schedule 410, lines 136, 137, 138, 213, 232, 317, column h	299,884	17
18	Cash Related Operating Expenses	Line 16 + line 6 - line 17	2,695,529	18
19	Average Daily Expenditures Days of Operating Expenses in	Line 18 ÷ 360 days	7,488	19
20	Operating Liabilities	Line 15 ÷ 19	19	20
21	Days of Working Capital Required	Line 10 - line 20 (Note C)	18	21
22	Cash Working Capital Required	Line 21 x line 19	134,784	22
23	Cash and Temporary Cash Balance	Schedule 200, line 1 + line 2, column b	0	23
24	Cash Working Capital Allowed	Lesser line 22 and line 23	0	24
MATERIAL AND SUPPLIES				
25	Total Material & Supplies (712)	Note A	125,638	25
26	Scrap and Obsolete Material included in Account 712	Note A	2,436	26
27	Material & Supplies held for Common Carrier Purposes	Line 25 - line 26	123,202	27
28	TOTAL WORKING CAPITAL	Line 24 + line 27	123,202	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 expenses.

(C) If result is negative, use zero.

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.

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES

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

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 18, classifying the investments by means of letter, 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

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	Akron & Barberton Belt Railroad Company	50.00	1
2				Albany Port Railroad Corporation	50.00	2
3				Belt Railway Company of Chicago	16.67	3
4				Calumet Western Railway Company	50.50	4
5				Chicago & Western Indiana Railroad Company	20.00	5
6				Indiana Harbor Belt Railroad Company	51.00	6
7				Lakefront Dock & Railroad Terminal Company	50.00	7
8				Merchants Despatch Transportation Corporation	100.00	8
9				Monongahela Railway Company	100.00	9
10				Nicholas, Fayette & Greenbrier Railroad Company	50.00	10
11				Pennsylvania Truck Lines, Inc.	(3)	11
12				Peoria & Pekin Union Railway Company	25.64	12
13				Pittsburgh, Chartiers & Youghioghney Railway Co.	50.00	13
14				St. Lawrence & Adirondack Railway Company	100.00	14
15				Trailer Train Company	21.81	15
16						16
17				Total A-1		17
18						18
19	721	A-3	VI	CRC Properties, Inc.	100.00	19
20				CRR Industries, Inc.	100.00	20
22				Railroad Association Insurance, Ltd.	8.64	22
23			VIII	Transportation Data Xchange, Inc.	21.86	23
24						24
25				Total A-3		25
26						26
27						27
28				Total A Stock		28
29						29
30	721	B-1	VII	Monongahela Railway Company, 1st Mortgage 6% 'B'		30
31				2/1/66 Extended		31
32						32
33						33
34				Total B Bonds		34
35						35
36						36
37						37
38						38
39						39
40						40

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

publications may be used to conserve space.

6. If any of the companies included in this schedule are controlled by respondent the percent of control 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 Acc. 721.5	Div/Int credited to income (l)	Line No.
	Opening Balance (f)	Additions (g)	Deductions (explain if not sale) (h)	Closing Balance (i)				
1	100			100				1
2	5			5				2
3	1,301	1,903	1,095	2,109				3
4	118			118				4
5	1,293			1,293				5
6	7,858			7,858			2,958	6
7	4,403			4,403				7
8	-123	136		13				8
9	21,692	20,657	23,147	19,202			2,800	9
10	3,711			3,711				10
11	-15,760	15,760						11
12	2,739			2,739			1,154	12
13	917			917				13
14	1,384			1,384				14
15	72,497		1,128	71,369				15
16								16
17	102,135	38,456	25,370	115,221			6,912	17
18								18
19	236			236				19
20	3			3				20
22	3,012			3,012				22
23	450			450				23
24								24
25	3,701			3,701				25
26								26
27								27
28	105,836	38,456	25,370	118,922			6,912	28
29								29
30								30
31								31
32	3,618	1,809		5,427			109	32
33								33
34	3,618	1,809		5,427			109	34
35								35
36								36
37								37
38								38
39								39
40								40

Notes 1: Line 9, Column g - Purchase of additional one-third ownership from CSX Transportation, Inc.
 2: Line 9, Column h - Goodwill resulting from the purchase of additional two-thirds ownership CSX Transportation, Inc and the Pittsburgh and Lake Erie Railroad Company.
 3: Line 11, Column g - Conrail sold its investment to PTL Transportation Services, Inc. in February 1990.

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	721	E-1	VII	Akron & Barberton Belt Railroad Company		1
2				Belt Railway Company of Chicago		2
3				Chicago & Western Indiana Railroad Company		3
4				Indiana Harbor Belt Railroad Company		4
5				Nicholas, Fayette & Greenbrier Railroad Company		5
6				Pennsylvania Truck Lines, Inc.		6
7				St. Lawrence & Adirondack Railway Company		7
8						8
9				Total E-1		9
10						10
11	721	E-3	VI	CRC Properties, Inc.		11
12			VIII	CRR Industries, Inc.		12
13						13
14				Total E-3		14
15						15
16				Total E Advances		16
17						17
18						18
19						19
20				Undistributed Earnings from Certain Investments		20
21				in Affiliated Companies		21
22				Credit Excess - Net		22
23				Goodwill - Net		23
24						24
25				Total 721		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

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES-Concluded
(Dollars in thousands)

Line No.	Investments and advances				Disposed of profit(loss)	Adjustments Acc. 721.5	Div/Int credited to income (1)	Line No.
	Opening Balance (f)	Additions (g)	Deductions (explain if not sale) (h)	Closing Balance (i)				
1	572			572				1
2	3,410	1,768	5,178				22	2
3	2,022		99	1,923				3
4	366		366					4
5	2,153	6,468		8,621				5
6	5,509		5,509					6
7	1,864	19	982	901				7
8								8
9	15,896	8,255	12,134	12,017			22	9
10								10
11	9,769	3,452	1,486	11,735			320	11
12	511,702	7,738	368	519,072				12
13								13
14	521,471	11,190	1,854	530,807			320	14
15								15
16								16
17	537,367	19,445	13,988	542,824			342	17
18								18
19								19
20								20
21	82,912	39,605	16,631	105,886				21
22	-41,486	4,361	79	-37,204				22
23		28,147	657	27,490				23
24								24
25	688,247	131,823	56,725	763,345			342	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

Notes 4: Line 2, Column h - Advances were removed and netted against the stock account as per the December 1989 amended owners' agreement.
 5: Line 5, Column g - Conversion from replacement-retirement-betterment for track structures to depreciation accounting.

NOTES AND REMARKS

SCHEDULE 310 NOTES

Ownership of affiliated companies which do not report to the ICC

Z OwnershipAKRON AND BARBERTON BELT RAILROAD COMPANY

Consolidated Rail Corporation	50.00
CSX Transportation, Inc.	25.00
Wheeling and Lake Erie Railway Company	25.00
	<u>100.00</u>

ALBANY PORT RAILROAD CORPORATION

Consolidated Rail Corporation	50.00
Delaware and Hudson Railroad Company	50.00
	<u>100.00</u>

BELT RAILWAY COMPANY OF CHICAGO

Consolidated Rail Corporation	16.668
Atchison, Topeka and Santa Fe Railway Company	8.333
Burlington Northern Railroad	8.333
CSX Transportation, Inc.	25.001
Grand Trunk Western Railroad Company	8.333
Illinois Central Gulf Railroad Company	8.333
Missouri Pacific Railroad Company	8.333
Norfolk and Western Railway Company	8.333
Soo Line Railroad Company	8.333
	<u>100.000</u>

CALUMET WESTERN RAILWAY COMPANY

Consolidated Rail Corporation	25.00
Chicago Rail Link	25.00
Indiana Harbor Belt Railroad Company	50.00
	<u>100.00</u>

CHICAGO AND WESTERN INDIANA RAILROAD COMPANY

Consolidated Rail Corporation	20.00
CSX Transportation, Inc.	20.00
Grand Trunk Western Railroad Company	20.00
Missouri Pacific Railroad Company	20.00
Norfolk and Western Railway Company	20.00
	<u>100.00</u>

INDIANA HARBOR BELT RAILROAD COMPANY

Consolidated Rail Corporation	51.00
Soo Line Railroad Company	49.00
	<u>100.00</u>

NOTES AND REMARKS

THE LAKEFRONT DOCK AND RAILROAD TERMINAL COMPANY

Consolidated Rail Corporation	50.00
CSX Transportation, Inc.	50.00
	<u>100.00</u>

NICHOLAS, FAYETTE AND GREENBRIER RAILROAD COMPANY

Consolidated Rail Corporation	50.00
CSX Transportation, Inc.	50.00
	<u>100.00</u>

PEORIA AND PEKIN UNION RAILWAY COMPANY

Consolidated Rail Corporation	25.64
Chicago and Northwestern Railroad Company	12.50
Illinois Central Gulf Railroad Company	46.86
Norfolk and Western Railway Company	15.00
	<u>100.00</u>

PITTSBURGH, CHARTIERS AND YOUGHIOGHENY RAILWAY COMPANY

Consolidated Rail Corporation	50.00
Pittsburgh and Lake Erie Railroad Company	50.00
	<u>100.00</u>

TRAILER TRAIN COMPANY

Consolidated Rail Corporation	21.81
13 Railroads or affiliated groups of railroads	78.19
	<u>100.00</u>

TRANSPORTATION DATA XCHANGE, INC.

Consolidated Rail Corporation	21.86
9 Other railroads	78.14
	<u>100.00</u>

RAILROAD ASSOCIATION INSURANCE, LTD.

Consolidated Rail Corporation is among a group of participants in this insurance venture which requires each participant to contribute capital for stock.

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 Acc. 721, Investments and advances affiliated companies.
 2. Enter in col. (c) the amount necessary to retroactively adjust those investments. (see instruc. 5-2, Uniform System of Accounts).
 3. Enter in col. (d) the share of undistributed earnings (i.e., less dividends) or losses.
 4. Enter in col. (e) the amortiz. 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.

Road Initials CR Year 1990

Line No.	Name of issuing company and description of security held (a)	Balance at beginning of year (b)	Adjust. for investments equity meth. (c)	Equity in undistributed earnings, loss during year (d)	Amortization during year (e)	Adjustment for invest. disposed of during year (f)	Balance at close of year (g)	Line No.
Carriers: (List specifics for each company)								
1	Akron & Barberton Belt Railroad Company	280		2	2		284	1
2	500 Shares \$100 Par Value Common Stock							2
3	Albany Port Railroad Corporation	155		23			178	3
4	500 Shares \$5 Par Value Common Stock							4
5	Calumet Western Railway Company	154		-2	4		156	5
6	1,080 Shares \$100 Par Value Common Stock							6
7	Chicago & Western Indiana Railroad Company	1,032		74	34		1,140	7
8	10,000 Shares \$100 Par Value Common Stock							8
9	Indiana Harbor Belt Railroad Company	16,833		320	180		17,333	9
10	38,760 Shares \$100 Par Value Common Stock							10
11	Lakefront Dock & Railroad Terminal Company	1,128			81		1,209	11
12	46,250 Shares \$100 Par Value Common Stock							12
13	Merchants Despatch Transportation Corporation	1,237		53			1,290	13
14	100 Shares \$10 Par Value Common Stock							14
15	Monongahela Railway Company	4,986		3,724	163		8,873	15
16	124,900 Shares \$50 Par Value Common Stock							16
17	Nicholas, Fayette & Greenbrier Railroad Company	950			68		1,018	17
18	37,359 Shares \$100 Par Value Common Stock							18
19	Pennsylvania Truck Lines, Inc.	20,548		-3,922	5	-16,631		19
20	10,000 Shares No Par Value Common Stock							20
21	Peoria & Pekin Union Railway Company	1,092		-1,103	29		18	21
22	2,564 Shares \$100 Par Value Common Stock							22
23	Pittsburgh, Chartiers & Youghiogheny Railway Co.	179		37	17		233	23
24	13,900 Shares \$50 Par Value Common Stock							24
25	St. Lawrence & Adirondack Railway Company	1,348			40		1,388	25
26	16,150 Shares \$100 Par Value Common Stock							26
27	Trailer Train Company	10,543		9,716	1,960		22,219	27
28	3,500 Shares \$1 Par Value Common Stock							28
29	Total Carriers	60,465		8,922	2,583	-16,631	55,339	29
30								30
31								31
32								32
33								33
34								34
35								35
36								36
37								37
38								38
39								39

310A. INVESTMENTS IN COMMON STOCKS OF AFFILIATED COMPANIES (Continued)
(Dollars in Thousands)
Undistributed Earnings From Certain Investments in Affiliated Companies

Line No.	Name of issuing company and security held (a)	Balance at beginning of year (b)	Adjust. for investments equity meth. (c)	Equity in un-distributed earnings, loss during year (d)	Amortization during year (e)	Adjustment for invest. disposed of during year (f)	Balance at close of year (g)	Line No.
40	Non-Carriers: (List specifics for each company)							40
41	CRC Properties, Inc.	1,952		842			2,794	41
42	1,000 Shares No Par Value Common Stock							42
43	CRR Industries, Inc.	20,433		27,275			47,708	43
44	2,500 Shares \$1 Par Value Common Stock	62		-17			45	44
45	Transportation Data Xchange, Inc.							45
46	976 Shares No Par Value Common Stock							46
47	Total Non-carriers	22,447		28,100			50,547	47
48								48
49	Total	82,912		37,022	2,583	-16,631	105,886	49
50								50
51								51
52								52
53								53
54								54
55								55
56								56
57								57
58								58
59								59
60								60
61								61
62								62
63								63
64								64
65								65
66								66
67								67
68								68
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77								77
78								78

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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

Acquisition of land for transportation purposes (Account No. 2).

Location	Purpose	(In Thousands)
Toledo, OH	Constr. Track Connection	\$121
Crawford, IN	Track Connection	381
Ridgefield Hgts, NJ	Rebuild Ridg. Hgts. Auto Terminal	335
Other acquisitions, less than \$100 000 each		<u>154</u>
Total expenditures for acquisition of land (Schedule 330 Column (e) Account No. 2)		<u>\$991</u>

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

Line No.	Cross check	Account	Balance at beginning of year	Expenditures during year for original road & equipment & road extensions	Expenditures during year for purchase of existing lines, reorganizations, etc.	Line No.
		(a)	(b)	(c)	(d)	
1		(2) Land for transportation purposes	121,154			1
2		(3) Grading	209,403			2
3		(4) Other right-of-way expenditures	1,846			3
4		(5) Tunnels and subways	25,061			4
5		(6) Bridges, trestles, and culverts	184,747			5
6		(7) Elevated structures	2,646			6
7		(8) Ties	1,145,109			7
8		(9) Rail and other track material	2,136,022			8
9		(11) Ballast	778,614			9
10		(13) Fences, snowsheds, and signs	667			10
11		(16) Stations and office buildings	113,596			11
12		(17) Roadway buildings	11,545			12
13		(18) Water stations	582			13
14		(19) Fuel stations	20,702			14
15		(20) Shops and enginehouses	75,981			15
16		(22) Storage warehouses				16
17		(23) Wharves and docks	796			17
18		(24) Coal and ore wharves	62,683			18
19		(25) TOFC/COFC terminals	53,352			19
20		(26) Communication systems	61,511			20
21		(27) Signals and interlockers	276,880			21
22		(29) Power plants	1,060			22
23		(31) Power-transmission systems	7,713			23
24		(35) Miscellaneous structures	2,518			24
25		(37) Roadway machines	84,195			25
26		(39) Public improvements - Construction	21,366			26
27		(44) Shop machinery	43,022			27
28		(45) Power-plant machinery	2,871			28
29		Other (specify and explain)				29
30		TOTAL EXPENDITURES FOR ROAD	5,445,642			30
31		(52) Locomotives	814,534			31
32		(53) Freight-train cars	921,948			32
33		(54) Passenger-train cars				33
34		(55) Highway revenue equipment	12,443			34
35		(56) Floating equipment				35
36		(57) Work equipment	92,504			36
37		(58) Miscellaneous equipment	65,742			37
38		(59) Computer systems and word processing equipment	101,044			38
39		TOTAL EXPENDITURES FOR EQUIPMENT	2,008,215			39
40		(76) Interest during construction				40
41		(80) Other elements of investment				41
42		(90) Construction in progress	265,766			42
43		GRAND TOTAL	7,719,623			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	Credits for property retired during the year	Net changes during the year	Balance at close of year	Line No.
		(e)	(f)	(g)	(h)	
1		991	2,986	-1,995	119,159	1
2		10,776	7,228	3,548	212,951	2
3			8	-8	1,838	3
4		20	168	-148	24,913	4
5		8,606	1,816	6,790	191,537	5
6			72	-72	2,574	6
7		74,865	39,610	35,255	1,180,364	7
8		88,420	47,380	41,040	2,177,062	8
9		50,738	18,976	31,762	810,376	9
10		69	12	57	724	10
11		11,798	1,192	10,606	124,202	11
12		403	85	318	11,863	12
13			5	-5	577	13
14		1,203	202	1,001	21,703	14
15		6,581	65	6,516	82,497	15
16						16
17					796	17
18		5,795		5,795	68,478	18
19		3,991	-8,434	12,425	65,777	19
20		11,120	-78	11,198	72,709	20
21		19,429	1,390	18,039	294,919	21
22			30	-30	1,030	22
23		333	16	317	8,030	23
24		229	4	225	2,743	24
25		21,104	4,337	16,767	100,962	25
26		12,588	598	11,990	33,356	26
27		2,283	604	1,679	44,701	27
28					2,871	28
29						29
30		331,342	118,272	213,070	5,658,712	30
31		73,494	16,114	57,380	871,914	31
32		25,445	38,256	-12,811	909,137	32
33						33
34		1,415	247	1,168	13,611	34
35						35
36		1,874	1,269	605	93,109	36
37		6,302	3,887	2,415	68,157	37
38		7,428	9,799	-2,371	98,673	38
39		115,958	69,572	46,386	2,054,601	39
40						40
41						41
42		-71,280		-71,280	194,486	42
43		376,020	187,844	188,176	7,907,799	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 therefore are included in the rent for equipment and Account Nos. 31-21-00, 31-22-00, 31-23-00, 31-25-00, 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 Account 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 therefore 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)		1/1 At beginning of year (e)	12/1 At close of year (f)		
	ROAD							
1	(3) Grading	213,949	204,529	1.28	NOT APPLICABLE 5% RULE			
2	(4) Other, right-of-way expenditures	1,831	1,785	2.43				
3	(5) Tunnels and subways	27,650	26,518	1.18				
4	(6) Bridges, trestles, and culverts	201,680	196,912	2.35				
5	(7) Elevated structures	1,878	1,855	7.50				
6	(8) Ties	1,161,439	1,200,888	3.28				
7	(9) Rail and other track material	1,864,347	1,868,172	2.16				
8	(11) Ballast	792,231	811,917	1.97				
9	(13) Fences, snow sheds, and signs	689	744	7.08				
10	(16) Station and office buildings	133,755	126,098	7.41				
11	(17) Roadway buildings	12,977	13,026	4.04				
12	(18) Water stations	576	570	2.78				
13	(19) Fuel stations	26,346	26,057	3.17				
14	(20) Shops and enginehouses	79,178	84,790	3.62				
15	(22) Storage warehouses							
16	(23) Wharves and docks	397	397	3.12				
17	(24) Coal and ore wharves	70,719	75,184	2.77				
18	(25) TOFC/COFC terminals	37,557	62,278	8.86				
19	(26) Communication systems	66,393	74,081	9.90				
20	(27) Signals and interlockers	303,200	310,284	5.34				
21	(29) Power plants	1,001	970	3.33				
22	(31) Power-transmission systems	7,379	7,032	3.87				
23	(35) Miscellaneous structures	2,422	2,649	3.51				
24	(37) Roadway machines	88,530	101,838	12.75				
25	(39) Public improvements-Construction	22,230	32,631	1.80				
26	(44) Shop machinery	44,687	45,386	5.03				
27	(45) Power-plant machinery	2,856	2,856	2.55				
28	All other road accounts	16	16	3.71				
29	Amortization (other than defense projects)							
30	TOTAL ROAD	5,165,913	5,279,463	3.11				
	EQUIPMENT							
31	(52) Locomotives	796,013	834,971	6.59				
32	(53) Freight-train cars	862,900	836,540	7.40				
33	(54) Passenger-train cars							
34	(55) Highway revenue equipment	12,413	13,986	16.14				
35	(56) Floating equipment							
36	(57) Work equipment	74,046	74,093	5.68				
37	(58) Miscellaneous equipment	61,694	63,732	15.37				
38	(59) Computer systems and word processing equipment	84,374	80,982	18.73				
39	TOTAL EQUIPMENT	1,891,440	1,904,304	7.79				
40	GRAND TOTAL	7,057,353	7,183,767	N/A		N/A		

NOTE Track structure (accounts 8, 9 and 11) depreciation rates are based on consistent use of the Company's net salvage method, which produces financial statement results consistent with the method suggested by Docket No. 36988. The Company's methodology has been approved by the Commission.

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 Rental-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 begin- ning 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)	Retire- ments (e)	Other debits (f)		
ROAD									
1		(3) Grading	26,802	2,613		4,867		24,548	1
2		(4) Other, right-of-way expentiures	362	58		3		417	2
3		(5) Tunnels and subways	1,952	320		59		2,213	3
4		(6) Bridges, trestles, and culverts	43,707	4,619		Cr. -57		48,383	4
5		(7) Elevated structures	1,391	139		18		1,512	5
6		(8) Ties	186,446	38,690		34,221	4,880	186,035	6
7		(9) Rail and other track material	228,540	39,801		28,850	6,355	233,136	7
8		(11) Ballast	35,838	15,946		15,711		36,073	8
9		(13) Fences, snow sheds, and signs	443	27		11		459	9
10		(16) Station and office buildings	40,371	9,338		753		48,956	10
11		(17) Roadway buildings	3,266	525		49		3,742	11
12		(18) Water stations	336	6		4		338	12
13		(19) Fuel stations	4,303	850		187		4,966	13
14		(20) Shops and enginehouses	19,962	3,186		72		23,076	14
15		(22) Storage warehouses							15
16		(23) Wharves and docks	143	12				155	16
17		(24) Coal and ore wharves	12,035	2,011		Cr. -3		14,049	17
18		(25) TOFC/COFC terminals	15,138	5,432	10,606	829		30,347	18
19		(26) Communication systems	25,396	6,998		547		31,847	19
20		(27) Signals and interlockers	90,163	16,460		1,483		105,140	20
21		(29) Power plants	239	33		29		243	21
22		(31) Power-transmission systems	2,591	268		8		2,851	22
23		(35) Miscellaneous structures	542	88		Cr. -1		631	23
24		(37) Roadway machines	54,521	12,523		3,944	490	62,610	24
25		(39) Public improvements-Construction	4,451	489		333		4,607	25
26		(44) Shop machinery*	17,041	1,893		532	71	18,331	26
27		(45) Power-plant machinery	1,679	30				1,709	27
28		All other road accounts	18	1				19	28
29		Amortization (Adjustments)	17,503			12,715		4,788	29
30		TOTAL ROAD	835,179	162,356	10,606	105,164	11,796	891,181	30
EQUIPMENT									
31	*	(52) Locomotives	303,093	53,681		12,731		344,043	31
32	*	(53) Freight-train cars	482,780	56,231	675	24,521		515,165	32
33	*	(54) Passenger-train cars							33
34	*	(55) Highway revenue equipment	4,669	2,078		Cr. -527		7,274	34
35	*	(56) Floating equipment							35
36	*	(57) Work equipment	42,958	4,209		1,135		46,032	36
37	*	(58) Miscellaneous equipment	25,608	9,881		3,722	838	30,929	37
		(59) Computer systems and word processing equipment	50,512	15,428		8,223		57,717	38
38	*	Amortization Adjustments	34,392			2,773		31,619	39
40		TOTAL EQUIPMENT	944,012	141,508	675	52,578	838	1,032,779	40
41		GRAND TOTAL	1,779,191	303,864	11,281	157,742	12,634	1,923,960	41

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

See notes page 39.

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)	Retire-ments (e)	Other debits (f)		
		ROAD							
1		(3) Grading							1
2		(4) Other, right-of-way expenses							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) Stations 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							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			%	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	Detail Omitted -- 5% Rule			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	44,143	42,351		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							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	Detail	Omitted	-- 5% Rule				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	16,580	3,490	838	1,832		19,076	39

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

Notes to Schedule 335-Accumulated Depreciation-Road and Equipment Owned and Used

1. The credits to the reserve as shown in column (c) exceed charges to operating expenses due to the capitalization of overhead costs:

Schedule 335	\$ 303,864		
Schedule 339	116		
Schedule 342	3,490		
Schedule 351	331		
Schedule 410		\$ 299,884	
	<u>\$ 307,801</u>	<u>\$ 299,884</u>	<u>\$ 7,917</u>

2. Entries to Other Credits (column d)

Roadway:		
Transfer from Schedule 351		\$ 4,287
Reserve from Penna. Truck Lines		6,319
		<u>10,606</u>
Equipment:		
Reclassification among property accounts		675
Total column (d)		<u>\$ 11,281</u>

3. Entries to Other Debits (column f)

Roadway:		
Removal Costs - Ties		\$ 4,880
Removal Costs - Rail & other track material		6,355
Reclassification among property accounts		561
		<u>11,796</u>
Equipment:		
Transfer to Schedule 342		838
Total column (f)		<u>\$ 12,634</u>

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	Detail Omitted — 5% Rule			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	10,325	3,219	5.64	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	Detail	Omitted --	5% Rule				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	4,813	331			4,287	857	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) (a)	Name of company (b)	Miles of road used (See Ins. 4) in property (whole numbers) (c)	Investments in property (See Ins. 5) (d)	Depreciation and amortization of defense projects (See Ins. 6) (e)	Line No.
1	R	Consolidated Rail Corporation	10,755	7,907,799	1,943,893	1
2						2
3	L	St. Lawrence & Adirondack Rwy. Co.	40	4,049	1,369	3
4						4
5						5
6						6
7	O	CRC Properties, Inc.		22,578	1,306	7
8		CRR Investments		20	4	8
9		Canadian National Railway Co.		602	275	9
10		Chicago & Western Indiana RR Co.		2,335		10
11		Indianapolis Stock Yards Co., Inc.		1,500		11
12		Total O		27,035	1,585	12
13						13
14		Less: Investment in Railroad Property				14
15		Leased to Others				15
16						16
17		Grand Trunk Western RR Co.		-91		17
18		Indiana Harbor Belt RR Co.		-2,685		18
19		Port Authority Trans-Hudson Corp.		-55		19
20		Total Leased to Others		-2,831		20
21						21
22						22
23						23
24						24
25						25
26						26
27						27
28						28
29						29
30						30
31		TOTAL	10,795	7,936,052	1,946,847	31

352B. INVESTMENT IN RAILWAY PROPERTY USED IN TRANSPORTATION SERVICE
(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	119,159	183		1,158	1
2		(3) Grading	212,951	416		1,619	2
3		(4) Other, right-of-way expenditures	1,838				3
4		(5) Tunnels and subways	24,913				4
5		(6) Bridges, trestles, and culverts	191,537	377		427	5
6		(7) Elevated structures	2,574				6
7		(8) Ties	1,180,364	1,441		66	7
8		(9) Rail and other track material	2,177,062	1,105		45	8
9		(11) Ballast	810,376	252		127	9
10		(13) Fences, snow sheds, and signs	724	46		Cr. -3	10
11		(16) Station and office buildings	124,202	26		18,696	11
12		(17) Roadway buildings	11,863			1	12
13		(18) Water stations	577				13
14		(19) Fuel stations	21,703			3	14
15		(20) Shops and enginehouses	82,497			9	15
16		(22) Storage warehouses					16
17		(23) Wharves and docks	796			294	17
18		(24) Coal and ore wharves	68,478				18
19		(25) TOFC/COFC terminals	65,777				19
20		(26) Communication systems	72,709	13		Cr. -67	20
21		(27) Signals and interlockers	294,919	106		Cr. -471	21
22		(29) Power plants	1,030				22
23		(31) Power-transmission systems	8,030				23
24		(35) Miscellaneous structures	2,743			11	24
25		(37) Roadway machines	100,962				25
26		(39) Public improvements-Construction	33,356	65		Cr. -67	26
27		(44) Shop machinery	44,701			14	27
28		(45) Power-plant machinery	2,871				28
29		Leased property capitalized rental (explain)					29
30		Other (specify and explain)					30
31		TOTAL ROAD	5,658,712	4,030		21,862	31
32		(52) Locomotives	871,914				32
33		(53) Freight-train cars	909,137				33
34		(54) Passenger-train cars					34
35		(55) Highway revenue equipment	13,611				35
36		(56) Floating equipment					36
37		(57) Work equipment	93,109				37
38		(58) Miscellaneous equipment	68,157				38
39		(59) Computer systems and word processing equipment	98,673			13	39
40		TOTAL EQUIPMENT	2,054,601			13	40
41		(76) Interest during construction					41
42		(80) Other elements of investment					42
43		(90) Construction work in progress	194,486	19		2,329	43
44		GRAND TOTAL	7,907,799	4,049		24,204	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
		Schedule 210

410 RAILWAY OPERATING EXPENSES

(Dollars in Thousands)

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

LINE NO	CROSS CHECK	NAME OF RAILWAY OPERATING EXPENSE ACCOUNT N/A - NATURAL ACCOUNT F/C - FUNCTION CODE	FREIGHT					PASSENGER	TOTAL	LINE NO
			SALARIES & WAGES	FUEL & LUBS	SUPPLIES	PURCHASED SERVICES	GENERAL			
(A)		(B)	(C)	(D)	(E)	(F)	(G)	(H)		
1		WAY AND STRUCTURES:	\$	\$	\$	\$	\$	\$		
2		ADMINISTRATION:								
3		TRACK	26,180	2,292	8,483	560			37,515	1
4		BRIDGE AND BUILDING	2,850	246	830	137			4,063	2
5		SIGNAL	4,023	403	1,290	151			5,867	3
6		COMMUNICATION	770	77	232	29			1,108	4
7		OTHER	788	63	1,610	39			2,500	5
8		REPAIR AND MAINTENANCE:								
9		ROADWAY-RUNNING	6,214	836	11,740	132			18,922	6
10		ROADWAY-SWITCHING	20	5					25	7
11		TUNNELS & SUBWAYS-RUNNING	165	66	522	5			758	8
12		TUNNELS & SUBWAYS-SWITCHING								9
13		BRIDGES & CULVERTS-RUNNING	5,959	1,671	829	224			8,683	10
14		BRIDGES & CULVERTS-SWITCHING	1	1	(11)				1	11
15		TIES-RUNNING	3,555	938	861	80			5,434	12
16		TIES-SWITCHING	9	537	1				547	13
17		RAIL & OTH TRK MAT'L - RUNNING	25,680	2,729	10,556	507			39,472	14
18		RAIL & OTH TRK MAT'L - SWITCHING	334	1,004	(41)	1			1,298	15
19		BALLAST-RUNNING	(122)	924	739	9			1,550	16
20		BALLAST-SWITCHING		194					194	17
21		RD PROPERTY DAMAGED-RUNNING	4,535	1,245	406	81			6,267	18
22		RD PROPERTY DAMAGED-SWITCHING	29	424		1			454	19
23		RD PROPERTY DAMAGED-OTHER	291	673	14	4			982	20
24		SIGNALS AND INTERLOCKERS-RUNNING	23,808	9,337	743	506			34,394	21
25		SIGNALS AND INTERLOCKERS-SWITCHG	(11)	616					605	22
26		COMMUNICATIONS SYSTEMS	6,351	5,518	(47)	61			11,883	23
27		POWER SYSTEMS	873	536	29	25			1,463	24
28		HWY GRADE CROSSINGS-RUNNING	6,308	3,020	1,317	180			10,825	25
29		HWY GRADE CROSSINGS-SWITCHING	(7)	50	17				60	26
30		STATION AND OFFICE BLDGS	1,122	485	2,915	22			4,614	27
31		SHOP BUILDINGS-LOCOMOTIVES	2,662	993	158	10			3,823	28
32		SHOP BUILDINGS-FREIGHT CARS	1,033	390	111	18			1,572	29
33		SHOP BUILDINGS-OTHER EQUIPMENT			80				80	30

410. RAILWAY OPERATING EXPENSES
(DOLLARS IN THOUSANDS)

LINE NO	CROSS CHECK	NAME OF RAILWAY OPERATING EXPENSE ACCOUNT N/A - NATURAL ACCOUNT F/C - FUNCTION CODE	N/A F/C	FREIGHT					PASSENGER	TOTAL FREIGHT EXPENSE (F)	TOTAL	LINE NO
				SALARIES & WAGES (B)	FUEL & LUBS (C)	PURCHASED SERVICES (D)	GENERAL (E)					
		WAY AND STRUCTURES --(CONTINUED)		\$	\$	\$	\$	\$	\$	\$	\$	
		REPAIR AND MAINTENANCE --(CONTINUED)										
101		LOCOMOTIVE SERVING FACILITIES	27	244	47	10	6			307	307	101
102		MISC BUILDINGS AND STRUCTURES	28	2,902	1,238	1,013	70			5,223	5,223	102
103		COAL TERMINALS	29	1,931	231	1,786				3,948	3,948	103
104		ORE TERMINALS	30			643				643	643	104
105		OTHER MARINE TERMINALS	32	8		10				18	18	105
106		TOFC/COFC TERMINALS	31	3	95	2,360				2,458	2,458	106
107		MTR VEHICLE LOG & DISTRIB FAC	33	55	5	567	1			628	628	107
108		FAC FOR OTH SPEC SERVICE OPER	35	456	148	(14)	15			605	605	108
109		ROADWAY MACHINES	36	9,150	16,129	2,047	176			25,502	25,502	109
110		SMALL TOOLS AND SUPPLIES	37	1	6,729	2,695	31			9,456	9,456	110
111		SNOW REMOVAL	38	3,546	1,777	2,242	71			7,636	7,636	111
112		FRINGE BENEFITS-RUNNING	12 00				31,375			31,375	31,375	112
113		FRINGE BENEFITS-SWITCHING	12 00				30			30	30	113
114		FRINGE BENEFITS-OTHER	12 00				26,351			26,351	26,351	114
115		CASUALTIES & INS-RUNNING	52/53 00				10,222			10,222	10,222	115
116		CASUALTIES & INS-SWITCHG	52/53 00				566			566	566	116
117		CASUALTIES & INS-OTHER	52/53 00				10,075			10,075	10,075	117
118	*	LEASE RENTALS-DR-RUNNING	31 00			805				805	805	118
119	*	LEASE RENTALS-DR-SWITCHING	31 00			2				2	2	119
120	*	LEASE RENTALS-DR-OTHER	31 00			4,380				4,380	4,380	120
121	*	LEASE RENTALS-CR-RUNNING	32 00									121
122	*	LEASE RENTALS-CR-SWITCHING	32 00									122
123	*	LEASE RENTALS-CR-OTHER	32 00			(53)				(53)	(53)	123
124		JT FACILITY RENT-DR-RUNNG	33 00			10,226				10,226	10,226	124
125		JT FACILITY RENT-DR-SWCHG	33 00			1,705				1,705	1,705	125
126		JT FACILITY RENT-DR-OTHER	33 00			630				630	630	126
127		JT FACILITY RENT-CR-RUNNG	34 00			(5,051)				(5,051)	(5,051)	127
128		JT FACILITY RENT-CR-SWCHG	34 00			(681)				(681)	(681)	128
129		JT FACILITY RENT-CR-OTHER	34 00			(573)				(573)	(573)	129
130	*	OTHER RENTS-DR-RUNNING	35 00			1,564				1,564	1,564	130
131	*	OTHER RENTS-DR-SWITCHING	35 00									131
132	*	OTHER RENTS-DR-OTHER	35 00									132
133	*	OTHER RENTS-CR-RUNNING	36 00			469				469	469	133

410. RAILWAY OPERATING EXPENSES
(DOLLARS IN THOUSANDS)

LINE NO	CROSS CHECK	NAME OF RAILWAY OPERATING EXPENSE ACCOUNT N/A - NATURAL ACCOUNT F/C - FUNCTION CODE	N/A F/C	FREIGHT					PASSENGER	TOTAL	LINE NO
				SALARIES & WAGES	MAT'L, SUPPLIES FUEL & LUBS	PURCHASED SERVICES	GENERAL	TOTAL FREIGHT EXPENSE			
		(A)		(B)	(C)	(D)	(E)	(F)	(G)	(H)	
		IMAY AND STRUCTURES -(CONTINUED)		\$	\$	\$	\$	\$	\$	\$	
		REPAIR AND MAINTENANCE -(CONTINUED)									
134	*	OTHER RENTS-CR-SWITCHING	36 00								134
135	*	OTHER RENTS-CR-OTHER	36 00								135
136	*	DEPRECIATION-RUNNING	62 00				83,109	83,109		83,109	136
137	*	DEPRECIATION-SWITCHING	62 00				36,735	36,735		36,735	137
138	*	DEPRECIATION-OTHER	62 00				40,300	40,300		40,300	138
139		JOINT FACILITY-DR-RUNNING	37 00				8,862	8,862		8,862	139
140		JOINT FACILITY-DR-SWITCHG	37 00				3,440	3,440		3,440	140
141		JOINT FACILITY-DR-OTHER	37 00				200	200		200	141
142		JOINT FACILITY-CR-RUNNING	38 00				16,233	16,233		16,233	142
143		JOINT FACILITY-CR-SWITCHG	38 00				16,233	16,233		16,233	143
144		JOINT FACILITY-CR-OTHER	38 00				16	16		16	144
145		DISMNTLG RET PROP-RUNNING	39	326	32	7	8	373		373	145
146		DISMNTLG RET PROP-SWITCHG	39								146
147		DISMNTLG RET PROP-OTHER	39	264	13	1,215	5	1,497		1,497	147
148	*	OTHER-RUNNING	99	1,770		(1)	100	1,869		1,869	148
149	*	OTHER-SWITCHING	99	35			1	36		36	149
150	*	OTHER-OTHER	99	4,027	107	1,179	265	5,578		5,578	150
151		TOTAL MAY A-D STRUCTURES		148,228	59,824	78,200	242,294	528,546		528,546	151
		EQUIPMENT									
		LOCOMOTIVES:									
201		ADMINISTRATION	01	5,432	174	1,526	366	7,498		7,498	201
202	*	REPAIRS AND MAINTENANCE	41	32,593	67,972	3,560	133	104,258		104,258	202
203	*	MACHINERY REPAIRS	49	2,079	1,460	7	6	3,552		3,552	203
204		EQUIPMENT DAMAGED	48	1,484	615	93	3	2,195		2,195	204
205		FRINGE BENEFITS	12 00				16,288	16,288		16,288	205
206		OTH CASUALTIES & INS	52/53 00				5,301	5,301		5,301	206
207	*	LEASE RENTALS-DR	31 00				741	741		741	207
208	*	LEASE RENTALS-CR	32 00				(1,094)	(1,094)		(1,094)	208
209		JOINT FACILITY RENT-DR	33 00				471	471		471	209
210		JOINT FACILITY RENT-CR	34 00				(193)	(193)		(193)	210
211	*	OTHER RENTS-DR	35 00								211
212	*	OTHER RENTS-CR	36 00				(2,015)	(2,015)		(2,015)	212
213	*	DEPRECIATION	62 00				53,050	53,050		53,050	213
214		JOINT FACILITY-DR	37 00				723	723		723	214
215		JOINT FACILITY-CR	38 00				(634)	(634)		(634)	215
216		RPS BILLED OTH-CR	ALL 40 XX				(451)	(451)		(451)	216

410. RAILWAY OPERATING EXPENSES
(DOLLARS IN THOUSANDS)

LINE NO	CROSS CHECK	NAME OF RAILWAY OPERATING EXPENSE ACCOUNT N/A - NATURAL ACCOUNT F/C - FUNCTION CODE	N/A F/C	FREIGHT					PASSENGER	TOTAL	LINE NO
				SALARIES & MAT'L, TOOLS WAGES	SUPPLIES FUEL & LUBS	PURCHASED SERVICES	GENERAL	TOTAL FREIGHT EXPENSE			
		(A)		(B)	(C)	(D)	(E)	(F)	(G)	(H)	
217		LOCOMOTIVES - (CONTINUED)		\$	\$	\$	\$	\$	\$	\$	217
218	*	DISMANTLING RETIRED PROPERTY	39	70	14	4		88		88	218
219		OTHER	99	934	162	975	24	2,095		2,095	219
		TOTAL LOCOMOTIVES		42,592	70,397	3,713	75,171	191,873		191,873	219
220		FREIGHT CARS:									
221	*	ADMINISTRATION	01	4,862	140	1,389	343	6,734		6,734	220
222	*	REPAIR AND MAINTENANCE	42	19,765	40,200	30,075	204	90,244		90,244	221
223	*	MACHINERY REPAIR	50	530	514	5	1	1,050		1,050	222
224		EQUIPMENT DAMAGED	48	155	108	89	2	354		354	223
225		FRINGE BENEFITS	12 00				9,760	9,760		9,760	224
226	*	OTH CASUALTIES & INS	52/53 00				5,394	5,394		5,394	225
227	*	LEASE RENTALS-DR	31 00			3,495		3,495		3,495	226
228	*	LEASE RENTALS-CR	32 00			(592)		(592)		(592)	227
229		JOINT FACILITY RENT-DR	33 00			576		576		576	228
230	*	JOINT FACILITY RENT-CR	34 00			(424)		(424)		(424)	229
231	*	OTHER RENTS-DR	35 00			341,654		341,654		341,654	230
232	*	OTHER RENTS-CR	36 00			(102,314)		(102,314)		(102,314)	231
233	*	DEPRECIATION	62 00				55,953	55,953		55,953	232
234		JOINT FACILITY-DR	37 00			343		343		343	233
235		JOINT FACILITY-CR	38 00			(225)		(225)		(225)	234
236		REP BILLED OTH-CR	ALL 40 00			(35,483)		(35,483)		(35,483)	235
237	*	DISMANTLING RETIRED PROPERTY	39	5	679	1		685		685	236
238		OTHER	99	322	(1,098)	145	26	(605)		(605)	237
		TOTAL FREIGHT CARS		25,639	40,543	238,734	71,683	376,599		376,599	238
301		OTHER EQUIPMENT:									
		ADMINISTRATION	01	771	38	1,812	41	2,662		2,662	301
302	*	REPAIR AND MAINTENANCE:									
303		TRKS, TRLS, & CONTAINERS-REV SER	43	18	1	21,646		21,665		21,665	302
304		FLTG EQUIPMENT-REVENUE SERVICE	44								303
305		PSGR AND OTHER REVENUE EQUIP	45								304
306		COMPUTERS & DATA PROCESS SYS	46			4,606		4,606		4,606	305
307	*	MACHINERY	51	373	381	36	4	794		794	306
308		WORK & OTH NON-REV EQUIP	47	2,608	2,302	15,439	25	20,374		20,374	307
309		EQUIPMENT DAMAGED	48	1		20		21		21	308
310		FRINGE BENEFITS	12 00				2,360	2,360		2,360	309
311	*	OTH CASUALTIES & INS	52/53 00				6,273	6,273		6,273	310
312	*	LEASE RENTALS-DR	31 00			5,161		5,161		5,161	311
		LEASE RENTALS-CR	32 00								312

410. RAILWAY OPERATING EXPENSES
(DOLLARS IN THOUSANDS)

LINE NO	CROSS CHECK	NAME OF RAILWAY OPERATING EXPENSE ACCOUNT N/A - NATURAL ACCOUNT F/C - FUNCTION CODE	N/A F/C	FREIGHT					PASSENGER	TOTAL	LINE NO
				SALARIES & WAGES	MAT'L, TOOLS & SUPPLIES	PURCHASED SERVICES	GENERAL	TOTAL FREIGHT EXPENSE			
		(A)		(B)	(C)	(D)	(E)	(F)	(G)	(H)	
		OTHER EQUIPMENT -(CONTINUED)		\$		\$	\$	\$		\$	
313		JOINT FACILITY RENT-DR	33 00			136		136			313
314		JOINT FACILITY RENT-DR	34 00								314
315	*	OTHER RENTS-DR	35 00			30,818		30,818			315
316	*	OTHER RENTS-DR	36 00			(4,877)		(4,877)			316
317	*	DEPRECIATION	62 00				30,737	30,737			317
318		JOINT FACILITY-DR	37 00			838		838			318
319		JOINT FACILITY-DR	38 00			(611)		(611)			319
320	*	REP BILLED OTH-DR	ALL 40 XX			(8,487)		(8,487)			320
321		DISHANTLING RETIRED PROPERTY	39		3			3			321
322	*	OTHER	99	67		77	2	146			322
323		TOTAL OTHER EQUIPMENT		3,838	2,725	66,614	39,442	112,619			323
324		TOTAL EQUIPMENT		72,069	113,665	309,061	186,296	681,091			324
		TRANSPORTATION:									
		TRAIN OPERATIONS:									
401		ADMINISTRATION	01	27,699	733	8,362	1,437	38,231			401
402		ENGINE CREWS	56	90,913		79	10,818	101,817			402
403		TRAIN CREWS	57	160,977	1,175	184	19,066	181,402			403
404		DISPATCHING TRAINS	58	12,362	18	14		12,394			404
405		OPERATING SIGNALS & INTERLKS	59	8,976	94	2,099	119	11,288			405
406		OPERATING DRAMBRIDGES	60	1,266	88	175	21	1,550			406
407		HWY CROSSING PROTECTION	61	82	12	1,076	2	1,172			407
408		TRAIN INSPECTN & LUBRICATION	62	37,926	4,534	2,377	418	45,255			408
409		LOCOMOTIVE FUEL	67	435	155,957	1,301	4	157,697			409
410		ELEC PMR PUR / PROD FOR MOTV PMR	68								410
411		SERVICING LOCOMOTIVES	69	9,553	8,561	1,197	45	19,356			411
412		FGT LOST/DMGD-SOL'Y RELATO	51 00								412
413		CLEARING MRECKS	63	4,715	572	2,386	69	7,742			413
414		FRINGE BENEFITS	12 00								414
415		OTH CASUALTIES & INS	52/53 00				133,964	133,964			415
416		JOINT FACILITY-DR	37 00				41,802	41,802			416
417		JOINT FACILITY-DR	38 00								417
418		OTHER	99	12,571	607	3,431	(101)	16,508			418
419		TOTAL TRAIN OPERATIONS		367,475	172,358	22,879	207,664	770,376			419
		YARD OPERATIONS:									
420		ADMINISTRATION	01	16,075	410	4,590	834	21,909			420
421		SWITCH CREWS	64	120,597			363	120,960			421

410. RAILWAY OPERATING EXPENSES
(DOLLARS IN THOUSANDS)

LINE NO	CROSS CHECK	NAME OF RAILWAY OPERATING EXPENSE ACCOUNT N/A - NATURAL ACCOUNT F/C - FUNCTION CODE	N/A	F/C	FREIGHT							PASSENGER	TOTAL	LINE NO
					(A)	(B)	(C)	(D)	(E)	(F)	(G)			
		YARD OPERATIONS -(CONTINUED)												
422		CONTROLLING OPERATIONS	65			27,503	2,526	8,768	22	38,819			38,819	422
423		YARD & TERMINAL CLERICAL	66			16,744	501	1,150	177	18,572			18,572	423
424		OPERTG SWITCHES, SIG, RETDR, & HUMP	59			4,978	538	1,510	2	7,028			7,028	424
425		LOCOMOTIVE FUEL	67				18,500			18,500			18,500	425
426		ELEC PHR PUR / PROD FOR MOTV PHR	68											426
427		SERVICING LOCOMOTIVES	69			1,355	1,224	94	7	2,680			2,680	427
428		FGT LOST/DMD-SOL'Y RELATD	51	00			7	110		141			141	428
429		CLEARING WRECKS	63			24								429
430		FRINGE BENEFITS	12	00					66,113	66,113			66,113	430
431		OTH CASUALTIES & INS	52/53	00					16,205	16,205			16,205	431
432		JOINT FACILITY-DR	37	00				9,868		9,868			9,868	432
433		JOINT FACILITY-CR	38	00				(6,781)		(6,781)			(6,781)	433
434		OTHER	99			1,674		74	14	1,762			1,762	434
435		TOTAL YARD OPERATIONS				138,950	23,706	19,383	83,737	315,776			315,776	435
		TRAIN & YARD OPER-COMMON:												
501		CLEANING CAR INTERIORS	70			30	29	603	1	663			663	501
502		ADJ & TRFG LOADS	71			246	78	1,125	1	1,450			1,450	502
503		CAR LOADING DEV & GRAIN DOORS	72			5	79			84			84	503
504		FGT LOST/DMD-ALL OTHER	51	00					8,191	8,191			8,191	504
505		FRINGE BENEFITS	12	00					122	122			122	505
506		TOTAL TRAIN & YARD OPER-COMMON				281	186	1,728	8,315	10,510			10,510	506
		SPECIALIZED SERVICE OPERATIONS:												
507	*	ADMINISTRATION	01			906	29	1,670	45	2,650			2,650	507
508	*	PICKUP & DEL & MARINE LINE HAUL	73					33,141		33,141			33,141	508
509	*	LDG & UNLDG & LOCAL MARINE	74			6,028	1,281	71,812	94	79,215			79,215	509
510	*	PROTECTIVE SERVICES	75			39		1,633		1,672			1,672	510
511	*	FGT LOST/DMD-SOL'Y RELATD	51	00										511
512	*	FRINGE BENEFITS	12	00					2,633	2,633			2,633	512
513	*	CASUALTIES & INSURANCE	52/53	00					657	657			657	513
514	*	JOINT FACILITY-DR	37	00										514
515	*	JOINT FACILITY-CR	38	00										515
516	*	OTHER	99			56		822	2	880			880	516
517	*	TOTAL SPECIALIZED SERVICE OPER				7,029	1,310	109,078	3,431	120,848			120,848	517

410. RAILWAY OPERATING EXPENSES
(DOLLARS IN THOUSANDS)

LINE NO	CROSS CHECK	NAME OF RAILWAY OPERATING EXPENSE ACCOUNT N/A - NATURAL ACCOUNT F/C - FUNCTION CODE (A)	N/A F/C	FREIGHT					PASSENGER	TOTAL	LINE NO
				SALARIES & MAT'L, TOOLS WAGES	SUPPLIES FUEL & LUBS	PURCHASED SERVICES	GENERAL	TOTAL FREIGHT EXPENSE			
				(B)	(C)	(D)	(E)	(F)	(G)	(H)	
		ADMINISTRATIVE SUPPORT OPER:									
518		ADMINISTRATIVE	01	2,258	57	1,412	124	3,851		3,851	518
519		EMP PERFORM CLER & ACCTG FUNCT'NS	76	46,500	1,488	12,593	373	60,954		60,954	519
520		COMMUNICATION SYSTEMS OPERATION	77	400	46	13,434	33	13,913		13,913	520
521		LOSS & DMG CLAIMS PROCESSING	78	5,049	87	365	244	5,745		5,745	521
522		FRINGE BENEFITS	12 00				21,192	21,192		21,192	522
523		CASUALTIES & INSURANCE	52/53 00				5,847	5,847		5,847	523
524		JOINT FACILITY-DR	37 00				4,389	4,389		4,389	524
525		JOINT FACILITY-CR	38 00								525
526		OTHER	99	2,272	40	3,798	18	6,128		6,128	526
527		TOTAL ADMINISTRATIVE SUPT OPER		56,479	1,718	35,823	27,831	121,851		121,851	527
528		TOTAL TRANSPORTATION		620,214	199,278	188,891	330,978	1,339,361		1,339,361	528
		GENERAL AND ADMINISTRATIVE:									
601		OFFICERS-GENL ADMINISTRATION	01	17,345	1,353	11,762	606	31,066		31,066	601
602		ACCTG, AUDITING AND FINANCE	86	30,297	393	5,775	332	36,797		36,797	602
603		MANAGEMENT SERVICES & DATA PROC	87	24,474	290	15,906	548	41,218		41,218	603
604		MARKETING	88	14,301	132	3,805	1,464	19,702		19,702	604
605		SALES	89	6,501	52	4,015	521	11,089		11,089	605
606		INDUSTRIAL DEVELOPMENT	90	2,371	24	1,234	238	3,867		3,867	606
607		PERSONNEL & LABOR RELATIONS	91	9,657	617	4,160	705	15,139		15,139	607
608		LEGAL AND SECRETARIAL	92	7,931	79	24,861	421	33,292		33,292	608
609		PUBLIC RELATIONS AND ADVERTISING	93	1,836	910	4,838	1,378	8,962		8,962	609
610		RESEARCH AND DEVELOPMENT	94	3,700	62	1,018	377	5,157		5,157	610
611		FRINGE BENEFITS	12 00				20,080	20,080		20,080	611
612		CASUALTIES & INSURANCE	52/53 00				3,733	3,733		3,733	612
613		WRITEDOWN OF UNCOLL ACCTS	63 00				6,633	6,633		6,633	613
614		PROPERTY TAXES	64 00				48,049	48,049		48,049	614
615		OTH TX EXCEPT ON C/I OR P/R	65 00				20,931	20,931		20,931	615
616		JOINT FACILITY-DR	37 00				992	992		992	616
617		JOINT FACILITY-CR	38 00								617
618		OTHER	99	3,635	94	10,909	7,405	22,043		22,043	618
619		TOTAL GENERAL & ADMINISTRATIVE		122,048	4,006	89,073	113,421	328,548		328,548	619
620		TOTAL CARRIER OPERATING EXPENSES		962,559	376,773	665,225	872,989	2,877,546		2,877,546	620

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/Rental (net) (c)	Amortization adjustment during year (d)	Line No.
1		2	Land for transportation purposes	N/A	2		1
2		3	Grading	2,925	5		2
3		4	Other right-of-way expenditures	58			3
4		5	Tunnels and subways	320			4
5		6	Bridges, trestles, and culverts	4,722	6		5
6		7	Elevated structures	139			6
7		8	Ties	39,003	18		7
8		9	Rail and other track material	39,891	13		8
9		11	Ballast	15,984	4		9
10		13	Fences, snowsheds, and signs	28	1		10
11		16	Station and office buildings	11,297			11
12		17	Roadway buildings	525			12
13		18	Water stations	6			13
14		19	Fuel Stations	850			14
15		20	Shops and enginehouses	2,543			15
16		22	Storage warehouses				16
17		23	Wharves and docks	12			17
18		24	Coal and ore wharves	2,012			18
19		25	TOFC/COFC terminals	5,722			19
20		26	Communication systems	7,317			20
21		27	Signals and interlockers	16,655	1		21
22		29	Power plants	3			22
23		31	Power transmission systems	234			23
24		35	Miscellaneous structures	88			24
25		37	Roadway machines	9,318			25
26		39	Public improvements; construction	495	1		26
27		45	Power plant machines	-3			27
28		—	Other lease/rentals	N/A	7,116	N/A	28
29	*	—	TOTAL	160,144	7,167		29

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 Schedules 410, 414 and 415 Other Equipment is outlined in note 6 to Schedule 415.
4. Report in columns (b) and (e) rentals for private-line cars (whether under railroad control or not) and shipper-owned cars.
5. Report in columns (c), (d), (f) and (g) rentals for railroad owned cars prescribed by the Commission in Ex Parte No. 334, for which rentals are settled on a combination mileage and time basis (basic per diem). Include railroad owned per diem tank cars on line 17.

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

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)	
1		Box-Plain 40 Foot		16	1		20	58	1
2		Box-Plain 50 Foot and Longer		6,697	2,774	5,902	7,985	24,454	2
3		Box-Equipped		2,230	17,615	11	10,788	30,053	3
4		Gondola-Plain		1,447	8,419	467	4,042	9,250	4
5		Gondola-Equipped		1,023	4,444	1	1,167	4,253	5
6		Hopper-Covered		1,469	5,699	22,871	5,024	14,692	6
7		Hopper-Open		9	6,256	46	5,682	12,643	7
8		Hopper-Open Top-General Service			157	25	17	113	8
9		Hopper-Open Top-Special Service		901	45	69	2,426	2,492	9
10		Refrigerator-Mechanical		89	2,993	808	3,230	7,362	10
11		Refrigerator-Non-Mechanical		67	315	35,919	3,198	4,204	11
12		Flat TOFC/COFC	8,008	339	135	25,057	1,173	10,840	12
13		Flat Multi-Level	-1	182	534	9	169	321	13
14		Flat-General Service			857	5,594	2,131	7,202	14
15		Tank-Under 22,000 Gallons				25,613			15
16		Tank-22,000 Gallons and Over		4	694	20,943	86	190	16
17		All Other Freight Cars			28,896			22,966	17
18		Auto Racks			79,834			151,093	18
19		TOTAL FREIGHT TRAIN CARS	8,007	14,473		143,423	47,138		19
20		OTHER FREIGHT-CARRYING EQUIPMENT							20
21		Refrigerated Trailers			4,865	174		1,508	21
22		Other Trailers				19,115		9,835	22
23		Refrigerated Containers							23
24		Other Containers				28			24
25	*	TOTAL TRAILERS AND CONTAINERS	8,007	14,473	4,865	19,317	47,138	11,343	25
		GRAND TOTAL (LINES 19 AND 24)			84,699	162,740		162,436	

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 therefore 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.
				Owned (c)	Capitalized Lease (d)	Adjustment net during year (e)	
1		LOCOMOTIVES					1
2		Diesel Locomotives-Yard	10,734	1,983			2
3		Diesel Locomotives-Road	93,073	16,262	34,002		3
4		Other Locomotive-Yard					4
5	*	Other Locomotive-Road					5
		TOTAL LOCOMOTIVES	103,807	18,245	34,002		
6		FREIGHT TRAIN CARS					6
7		Box-Plain 40 Foot	5				7
8		Box-Plain 50 Foot and Longer	2,190	95	510		8
9		Box-Equipped	9,508	5,477	3,218		9
10		Gondola-Plain	5,761	3,361	3,207		10
11		Gondola-Equipped	3,028	1,128	2,361		11
12		Hopper-Covered	6,798	1,276	2,605		12
13		Hopper-Open Top-General Service	8,768	10,796	11,305		13
14		Hopper-Open Top-Special Service	821	373	202		14
15		Refrigerator-Mechanical	220	1			15
16		Refrigerator-Normechanical	1,584	569	355		16
17		Flat TOFC/COFC	2,094	2			17
18		Flat Multi-Level	1,520	76			18
19		Flat-General Service	1,611	166	13		19
20		Flat-Other	3,222	264	13		20
21		All Other Freight Cars	6,562		2		21
22		Cabooses	182	584			22
23		Auto Racks	887	887	6,269		23
24	*	Miscellaneous Accessories					24
		TOTAL FREIGHT TRAIN CARS	54,761	25,055	30,060		
		OTHER EQUIPMENT-REVENUE FREIGHT					
		HIGHWAY EQUIPMENT					
25		Refrigerated Trailers	149				25
26		Other Trailers	12,928	1,270	808		26
27		Refrigerated Containers					27
28		Other Containers	86				28
29		Bogies					29
30		Chassis	15				30
31		Other Highway Equipment (Freight)					31
32	*	TOTAL HIGHWAY EQUIPMENT	13,178	1,270	808		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)					36
37	*	Computer systems & word processing equip.	4,606	5,682	9,746		37
38	*	Machinery-Locomotives(1)	3,552	663	140		38
39	*	Machinery-Freight Cars(2)	1,050	691	147		39
40	*	Machinery-Other Equipment(3)	794	208	44		40
41	*	Work and Other Non-revenue Equipment	20,374	8,810	4,169		41
42		TOTAL OTHER EQUIPMENT	30,376	16,054	14,246		42
43		TOTAL ALL EQUIPMENT (FREIGHT PORTION)	202,122	60,624	79,116		43

- (1) The 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.
- (2) The 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 portion of line 235.
- (3) The 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	Lease & 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		-54	32,456		8,819		1
2		-2,314	263,333	576,125	72,334	262,890	2
3							3
4							4
5		-2,368	295,789	576,125	81,153	262,890	5
6							6
7		392	2,011	9,235	1,017	8,549	7
8		95	106,569	57,096	51,825	40,921	8
9		9	54,782	57,824	24,259	32,881	9
10		454	23,823	40,331	12,046	29,335	10
11		429	26,929	41,504	13,571	37,104	11
12		1,060	159,472	173,302	66,118	139,985	12
13			7,865	3,387	3,977	2,336	13
14			3		2		14
15		11	12,016	3,985	6,075	3,395	15
16			19		9		16
17			1,592		805		17
18		-38	3,522		1,781		18
19		1	5,588	316	2,825	198	19
20		427		40		24	20
21			12,314		6,226		21
22		63	18,738	86,874	9,474	20,427	22
23							23
24		2,903	435,243	473,894	200,010	315,155	24
25							25
26			6,776	6,835	2,303	4,971	26
27							27
28							28
29							29
30							30
31							31
32			6,776	6,835	2,303	4,971	32
33							33
34							34
35							35
36							36
37		2,947	57,290	41,383	31,776	25,941	37
38			18,109	860	7,223	556	38
39			18,885	895	7,532	579	39
40			5,682	270	2,266	175	40
41		2,360	121,294	39,972	54,228	22,733	41
42		5,307	221,260	83,380	103,025	49,984	42
43		5,842	959,068	1,140,234	386,491	633,000	43

- (1) The 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.
- (2) The 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)

Line No.	Density category (Class)	Account No.	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)	Inv. base (l)	Accum. depr & amort. (m)	
1	I	3	55,646	3,606	0.93	1,822	164	0.01				57,468	3,770	1
2		8	717,076	117,968	2.98	1,550	122	14.39				718,626	118,090	2
3		9	1,100,368	105,924	2.02	952	-42	14.08				1,101,320	105,882	3
4		11	494,661	26,422	1.71	756	-29	5.55				495,417	26,393	4
5	SUB-TOTAL		2,367,751	253,920		5,080	215					2,372,831	254,135	5
6	II	3	96,933	12,048	1.33	1,541	93	0.01				98,474	12,141	6
7		8	449,489	70,075	3.39	1,108	142	14.08				450,597	70,217	7
8		9	883,690	97,683	1.78	935	14	8.77				884,625	97,697	8
9		11	308,307	12,753	2.08	541	9	6.84				308,848	12,762	9
10	SUB-TOTAL		1,738,419	192,559		4,125	258					1,742,544	192,817	10
11	III	3		N/A	N/A		N/A	N/A		N/A	N/A			11
12		8	1,993	N/A	N/A		N/A	N/A		N/A	N/A	1,993		12
13		9	2,188	N/A	N/A		N/A	N/A		N/A	N/A	2,188		13
14		11	1,417	N/A	N/A		N/A	N/A		N/A	N/A	1,417		14
15	SUB-TOTAL		5,598	N/A	N/A		N/A	N/A		N/A	N/A	5,598		15
16	IV	3	49,374	7,755	1.49	334	-6	0.01				49,708	7,749	16
17		8	7,852	-1,751	18.49	125	52	12.80				7,977	-1,699	17
18		9	164,457	25,747	0.99	276	32	0.12				164,733	25,779	18
19		11	4,031	-2,705	23.74	62	22	16.13				4,093	-2,683	19
20	SUB-TOTAL		225,714	29,046		797	100					226,511	29,146	20
21	V	3	7,252	1,139	1.49	49	-1	0.01				7,301	1,138	21
22		8	1,153	-257	18.47	18	8	11.11				1,171	-249	22
23		9	24,155	3,782	0.99	41	5	0.11				24,196	3,787	23
24		11	592	-397	23.82	9	3	11.11				601	-394	24
25	SUB-TOTAL		33,152	4,267		117	15					33,269	4,282	25
26	GRAND TOTAL		4,370,634	479,792	N/A	10,119	588	N/A				4,380,753	480,380	26

(1) Columns (c) + (f) + (i) = Column (l)
Columns (d) + (g) + (k) = Column (m)

(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.

NOTES AND REMARKS

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, Rail 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), the expenses incurred by the railroad in loading and unloading automobiles, trucks, etc., to and from bi-level and tri-level auto rack cars. Report on line 2, column (g), the expense incurred by the railroad in moving automobiles, etc., between bi-level and tri-level loading and unloading facilities over the highway to shippers, receivers or connecting carriers. Report in column (f) operating expenses for land facilities in support of floating operations, including the operation of docks and wharves.
7. Report on line 4, column (b), the expenses related to heating and refrigeration of TOFC/COFC trailers and containers (total debits and credits). The expenses on line 4, column (h), related 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	TOFC/COFC terminal	Floating equipment	Coal marine terminal	Ore marine terminal	Other marine terminal	Motor vehicle load and distribution	Protective services refrigerator car	Other special services	Total columns (b-i)	Line No.
		(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	
1	*	Administration	1,081		376	181		299	N/A	713	2,650	1
2	*	Pick up and delivery, marine line haul	2,126					1		31,014	33,141	2
3	*	Loading and unloading and local marine	43,355		15,745	7,557		12,558	N/A		79,215	3
4	*	Protective services, total debit and credits	9						1,663		1,672	4
5	*	Freight lost or damaged-solely related										5
6	*	Fringe benefits	1,124		503			993	13		2,633	6
7	*	Casualty and insurance	282		125			243	7		657	7
8	*	Joint facility - Debit										8
9	*	Joint facility - Credit										9
10	*	Other	376		168			332	4		880	10
11	*	TOTAL	48,353		16,917	7,738		14,426	1,687	31,727	120,848	11

Schedule 418

Instruction:

This schedule will show the investments 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)

Line No.	Primary Account No. and Title	Total Investment At End of Year	CAPITAL LEASES			Line No.
			Investment at End of Year	Current Year Amortization	Accumulated Amortization	
	(a)	(b)	(c)	(d)	(e)	
1	(16) Station & office buildings	124,202	9,281	966	7,601	1
2	(24) Coal and ore wharves	68,478	23,133	579	4,603	2
3	(25) TOFC/COFC terminals	65,777	11,739	1,450	8,048	3
4	(37) Roadway machines	100,962	19,535	2,848	14,507	4
5	(44) Shop machinery	44,701	2,025	331	1,310	5
6	(52) Locomotives	871,914	576,125	34,614	262,890	6
7	(53) Freight-train cars	909,137	473,894	30,375	315,155	7
8	(55) Highway revenue equipment	13,611	6,835	809	4,970	8
9	(57) Work equipment	93,109	16,617	872	8,349	9
10	(58) Miscellaneous equipment	68,157	23,355	3,544	14,641	10
	(59) Computer systems and word processing equipment	98,673	41,383	9,746	25,941	
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	TOTAL	2,458,721	1,203,922	86,134	668,015	30

498. 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	67,810	1
		U.S. Government Taxes		
		Income Taxes:		
2		Normal Tax and Surtax	33,700	2
3		Excess Profits		3
4		Total - Income Taxes L 2 + 3	33,700	4
5		Railroad Retirement	190,330	5
6		Hospital Insurance	13,212	6
7		Supplemental Annuities	10,700	7
8		Unemployment Insurance	26,949	8
9		All Other United States Taxes	989	9
10		Total - U.S. Government Taxes	275,880	10
11		Total - Railway Taxes	343,690	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	See Note 4 To Financial Statements					8
9						9
10						10
11						11
12						12
13						13
14						14
15						15
16						16
17						17
18	Investment tax credit*					18
19	TOTALS					19

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

*Footnotes:

1. If flow-through method was elected, indicate net decrease (or increase) in tax accrual because of investment tax credit _____ \$ _____
 If deferral method for investment tax credit was elected.
- (1) Indicate amount of credit utilized as a reduction of tax liability for current year _____ \$ _____
- (2) Deduct amount of current year's credit applied to reduction of tax liability but deferred for accounting purposes _____ \$ _____
- (3) Balance of current year's credit used to reduce current year's tax accrual _____ \$ _____
- (4) Add amount of prior year's deferred credits being amortized to reduce current year's tax accrual _____ \$ _____
- (5) Total decrease in current year's tax accrual resulting from use of investment tax credits _____ \$ _____
2. Estimated amount of future earnings which can be realized before paying Federal income taxes because of unused and available net operating loss carryover on January 1 of the year following that for which the report is made See Note 4 To Financial \$ None

Statements

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

Give a brief description of all items, regardless of amount, included during the year in Account 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, Appropriation Released; 606, Other Credits to Retained Earnings; 616, Other Debits to Retained Earnings; 620, Appropriations for Sinking and Other Funds; 621, Appropriation 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	606	Other Credits to Retained Earnings:			1
2		Transactions related to the sale of Penna. Truck Lines (PTL)		16,631	2
3		Earned ESOP compensation		6,549	3
4		Tax benefit - dividends on ESOP stock		6,190	4
5					5
6		Total		29,370	6
7					7
8	616	Other debits to retained earnings:			8
9		Column (b)			9
10		Unearned ESOP compensation	287,848		10
11		Retirement of treasury stock	29,742		11
12		Excess of book value over purchase price of stock options exercised	1,537		12
13					13
14		Total	319,127		14
15					15
16		Column (c)			16
17		Transactions related to the sale of Penna. Truck Lines (PTL)	16,631		17
18					18
19					19
20					20
21					21
22	519	Miscellaneous Income:			22
23		Gain on sale of non-depreciable property		27,920	23
24		Income on Company-owned life insurance		4,229	24
25		Foreign investment income		3,592	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

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	Conrail Mercury, Inc.	Equipment lease payments to Strick Trailer Leasing	1,248	Sole	1
2					2
3					3
4	St. Lawrence & Adirondack Railway Company	1st Mortgage Bonds, 5%, due 7/1/1996	590	Sole	4
5		2nd Mortgage Bonds, 6%, due 10/1/1996	352	Sole	5
6					6
7	Waynesburg Southern Railroad Company	7½% First Mortgage Bonds due 9/1/1993, Series A	8,307	Sole	7
8					8
9			10,497		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					33
34					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, and 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.

Nothing to Report

SCHEDULE 510 SEPARATION OF DEBTHOLDING 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 No.	Account No.	Title	Source	Balance at Close of year	Line No.
1	751	Loans and Notes Payable	Sch. 200, L. 30		1
2	764	Equipment obligation and Other Long-Term Debt due Within One Year	Sch. 200, L. 39	102,295	2
3	765/767	Funded Debt Unmatured	Sch. 200, L. 41	1,051,942	3
4	766	Equipment Obligations	Sch. 200, L. 42	15,908	4
5	766.5	Capitalized Lease Obligations	Sch. 200, L. 43	596,898	5
6	768	Debt in Default	Sch. 200, L. 44		6
7	770.1/770.2	Unamortized Debt Premium	Sch. 200, L. 46	-7,297	7
8		Total Debt	Sum L. 1-7	1,759,746	8
9		Debt Directly Related to Road Property	Note 1.	45,337	9
10		Debt Directly Related to Equipment	Note 1.	690,166	10
11		Total Debt Directly Related to Road & Equipment	Sum L.9 and 10	735,503	11
12		Percent Directly Related to Road	L. 9 ÷ L. 11 (2 decimals)	6.16%	12
13		Percent Directly Related to Equipment	L. 10 ÷ L. 11 (2 decimals)	93.84%	13
14		Debt Not Directly Related to Road or Equipment	L. 8 minus L. 11	1,024,243	14
15		Road Property Debt	(L. 12 x L. 14) plus L. 9	108,430	15
16		Equipment Debt	(L. 13 x L. 14) plus L. 10	1,651,316	16

II. Interest Accrued During the Year:

Line No.	Account No.	Title	Source	Balance at Close of year	Line No.
17	546-548	Total Interest and Amortization (Fixed Charges)	Sch. 210, L. 42	190,091	17
18	546	Contingent Interest on Funded Debt	Sch. 210, L. 44		18
19	517	Release of Premiums on Funded Debt	Sch. 210, L. 22		19
20		Total Interest	Sum of Lines 17-19	190,091	20
21		Interest Affiliated Company Debt	Note 2.	29	21
22		Net Interest Expense	L. 20 minus L. 21	190,062	22
23		Interest Directly Related to Road Property Debt	Note 3.	5,327	23
24		Interest Directly Related to Equipment Debt	Note 3.	58,528	24
25		Interest Not Directly Related to Road or Equipment Property Debt	L.22 - (L.23+L.24)	126,207	25
26		Interest Road Property Debt	L.23 + (L.25xL.12)	13,101	26
27		Interest Equipment Debt	L.24 + (L.25xL.13)	176,961	27

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 769 - Accounts Payable; Affiliated Companies.

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

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 (c).

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	CRC Properties, Inc.		Direct	Management fees (1)	152	⁴⁴ (R)	1
2				Building rents	3,528	1,819 (P)	2
3							3
4	CRR Investments, Inc.		Indirect	Promissory notes	423,000	428,664 (P)	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

(1) The aggregate amounts for each of the other affiliated companies was less than \$50,000.

All other intercompany transactions are related to normal operations.

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 or 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										
Line No.	Class	Proportion owned or leased by Respondent	Running tracks, passing tracks, crossovers, etc.				Miles of way switching tracks	Miles of yard switching tracks	TOTAL	Line No.
			Miles of road	Miles of second main track	Miles of all other main tracks	Miles of passing tracks, cross-overs, & turnouts				
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	
1	1	100% USA	10,703	2,714	256	1,450	1,519	5,043	21,685	1
2	1	100% CAN	16			2			18	2
3	1J	50% USA	36	34		12	15	31	128	3
4	1J	33% USA						3	3	4
5	1J	25% USA						2	2	5
6										6
7		TOTAL 1	10,755	2,748	256	1,464	1,534	5,079	21,836	7
8										8
9										9
10										10
11										11
12	3	100% USA	9						9	12
13	3	100% CAN	40			3	3		46	13
14										14
15		TOTAL 3	49			3	3		55	15
16										16
17										17
18										18
19	4		7	1			1		9	19
20										20
21										21
22										22
23										23
24	5	100% USA	2,011	1,154	688	226	847	616	5,542	24
25	5	100% CAN	6						6	25
26										26
27		TOTAL 5	2,017	1,154	688	226	847	616	5,548	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
49										49
50										50
51										51
52										52
53										53
54										54
55										55
56										56
57		TOTAL	12,828	3,903	944	1,693	2,385	5,695	27,448	57
58		Miles of electrified road or track included in preceding grand total	N/A							58

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 portion 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 portion 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 propie- tary 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		Connecticut	95					190	285		1
2		Delaware	161					43	204		2
3		Dist. of Columbia	8					6	14		3
4		Illinois	467					84	551		4
5		Indiana	1,504				1	41	1,546	1	5
6		Kentucky	4						4	33	6
7		Maryland	148					196	344		7
8		Massachusetts	295					147	442		8
9		Michigan	451					112	563	2	9
10		New Jersey	582					383	965	9	10
11		New York	2,137			7	3	227	2,374	74	11
12		Ohio	2,017					158	2,175		12
13		Pennsylvania	2,690			2	3	289	2,984	49	13
14		Quebec	16			40		6	62		14
15		Virginia						2	2		15
16		West Virginia	180					133	313		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)	10,755			49	7	2,017	12,828	168	32

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 (j)	= 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 (j)	= Line 16, column (l)

When data appear in column (j) 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)	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 in service of respondent at beginning of year (b)	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)							
1		Locomotive Units											1
2	-	Diesel-freight units	1,261	50	1		43	657	612	1,269	3,780,050 (H.P.)		2
3		Diesel-passenger units	3					3		3	6,750		3
4		Diesel-multiple purpose units	724				65	503	156	659	1,242,050		4
5		Diesel-switching units	323		9		62	261	9	270	398,200		5
6	•	TOTAL (lines 1 to 4) units	2,311	50	10		170	1,424	777	2,201	5,427,050		6
7	•	Electric-locomotives											7
8	•	Other self-powered units											8
9	•	TOTAL (lines 5, 6 and 7) units	2,311	50	10		170	1,424	777	2,201	5,427,050		9
	•	Auxiliary units	53					53		53	N/A		10
	•	TOTAL LOCOMOTIVE UNITS (lines 8 and 9)	2,364	50	10		170	1,477	777	2,254	N/A		

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)	During Calendar Year										Line No.	
				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)	1985 (g)	1986 (h)	1987 (i)	1988 (j)	1989 (k)	1990 (l)		TOTAL (m)
11	•	Diesel	361	289	518	636	175	43	49		30	50	50	2,201	11
12	•	Electric													12
13	•	Other self-powered units													13
14	•	TOTAL (lines 11 to 13)	361	289	518	636	175	43	49		30	50	50	2,201	14
15	•	Auxiliary units				24	29							53	15
16	•	TOTAL LOCOMOTIVE UNITS (lines 14 and 15)	361	289	518	660	204	43	49		30	50	50	2,254	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					Aggregate capacity of units reported in col. (j) (see ins. 7) (k)	Total in service of respondent (col. (h)+(i)) (j)	Leased from others (i)	Owned and used (h)		
				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 <i>Non-Self-Propelled</i> Coaches [PA, PB, PBO]												17
18		Combined cars [All class C, except CSB]												18
19		Park cars [PBC, PC, PL, PO]												19
20		Sleeping cars [PS, PT, PAS, PDS]												20
21		Dining, grill and tavern cars [All class D, PD]										N/A		21
22		Non-passenger-carrying cars [All class B, CSB, M, PSA, IA]										N/A		22
23		TOTAL (lines 17 to 22) <i>Self-Propelled</i>												23
24		Electric passenger cars [EP, EI]												24
25		Electric combined cars [EC]												25
26		Internal combustion rail motorcars [ED, EJ]												26
27		Other self-propelled cars (Specify types)												27
28		TOTAL (lines 24 to 27)												28
29		TOTAL (lines 23 and 28)												29
30		COMPANY SERVICE CARS Business cars [PV]	13					2	11		11	N/A		30
31		Board outfit cars [MWX]	670					2	668		668	N/A		31
32		Derrick and snow removal cars [MWU, MWV, MWW, MWS]	170	2		1		5	163	5	168	N/A		32
33		Dump and ballast cars [MWB, MWD]	2,252					7	1,802	443	2,245	N/A		33
34		Other maintenance and service equipment cars	4,607					82	4,510	15	4,525	N/A		34
35		TOTAL (lines 30 to 34)	7,712	2		1		98	7,154	463	7,617	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 (a). 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 (a)	Units in service of respondent at beginning of year		Changes during the year				Line No.
			Time-mileage cars (b)	All others (c)	Units installed				
					New units purchased or built (d)	New or rebuilt 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)	
36		FREIGHT TRAIN CARS Plain box cars - 40' (B1_ , B2_)							36
37		Plain box cars - 50' and longer (B3_0-7, B4_0-7, B5_ , B6_ , B7_ , B8_)	386	59					37
38		Equipped box cars (All Code A, Except A_5_)	12,166			532	5	125	38
39		Plain gondola cars (All Codes G & J_1_ , J_2_ , J_3_ , J_4_)	10,713	1,485		684	292	171	39
40		Equipped gondola cars (All Code E)	3,988			143	3		40
41		Covered hopper cars (C_1_ , C_2_ , C_3_ , C_4_)	5,637	407		100			41
42		Open top hopper cars—general service (All Code H)	20,788	2,686			790	113	42
43		Open top hopper cars—special service (J_0_ and All Code K)	2,427					143	43
44		Refrigerator cars—mechanical (R_5_ , R_6_ , R_7_ , R_8_ , R_9_)							44
45		Refrigerator cars—non-mechanical (R_0_ , R_1_ , R_2_)	1,648	186					45
46		Flat cars—TOFC/COFC (All Code P, Q and S, Except Q8_)	37						46
47		Flat cars—multi-level (All Code V)	4,982			892			47
48		Flat cars—general service (F10_ , F20_ , F30_)	1,254						48
49		Flat cars—other (F_1_ , F_2_ , F_3_ , F_4_ , F_5_ , F_6_ , F_8_ , F40_)	1,798						49
50		Tank cars—under 22,000 gallons (T_0_ , T_1_ , T_2_ , T_3_ , T_4_ , T_5_ , Except T000)							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_ , F_7_ , All Code L and Q8_)	13						52
53		TOTAL (lines 36 to 52)	65,837	4,823		2,351	1,090	552	53
54		Caboose (All Code M-930)	N/A	713					54
55		TOTAL (lines 53, 54)	65,837	5,536		2,351	1,090	552	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									36
37		101	333	11	294	50	24,648		37
38		1,319	7,964	3,545	11,509		804,535	13	38
39		2,073	8,447	2,825	10,820	452	1,016,157		39
40		191	2,312	1,631	3,943		364,981		40
41		370	3,925	1,849	5,402	372	562,221		41
42		1,836	15,944	6,597	20,429	2,112	2,131,676		42
43		164	2,337	69	2,406		187,359		43
44									44
45		(280)	1,934	180	1,938	176	151,497		45
46		10	2	25	27		6,070		46
47		390	67	5,417	5,484		215,277		47
48		433	767	54	821		60,560		48
49		(196)	602	1,392	1,994		148,394		49
50									50
51									51
52		13	-	-	-				52
53		6,424	44,634	23,595	65,067	3,162	5,673,375	13	53
54		11	702	-	N/A	702	N/A		54
55		6,435	45,336	23,595	65,067	3,864	5,673,375	13	55

* Units in storage which are fully reserved, including 308 cabooses.

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		Chassis Z1__ Z67__ Z68__ Z69__							59
60		Dry van U2__ Z__ Z6__ 1-6	2,310					485	60
61		Flat bed U3__ Z3__							61
62		Open bed U4__ Z4__							62
63		Mechanical refrigerator U5__ Z5__							63
64		Bulk hopper U0__ Z0__							64
65		Insulated U7__ Z7__							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)	2,310					485	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 (h)	Owned and used (i)	Leased from others (j)	Total in service of respondent (col. (i) & (j))		Aggregate capacity of units reported in col. (k) & (l) (see ins. 4) (m)	Leased to others (n)	
					Per diem (k)	All other (l)			
56					N/A				56
57					N/A				57
58					N/A				58
59									59
60			1,862	933	2,795				60
61									61
62									62
63									63
64									64
65									65
66									66
67									67
68									68
69									69
70			1,862	933	2,795				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	Road Freight Diesel Locomotives					1
2	C 40-8W 4,000 HP	50	9,813	61,174	L	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	50	N/A	61,174	N/A	25

REBUILT UNITS

26	1989 Units and Cost Completed					26
27	Freight Cars	150		2,443	S	27
28						28
29	1990 Units and Cost Completed					29
30	Diesel Locomotives	10		1,004	S	30
31	Freight Cars	940		18,818	S	31
32						32
33	1990 Units - Cost Not Completed					33
34	Diesel Locomotives - 3 Units					34
35	Freight Cars -61 Cars					35
36						36
37						37
38	TOTAL	1,100	N/A	22,265	N/A	38
39	GRAND TOTAL	1,150	N/A	83,439	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 category¹

- 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 or 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 the end of period (e)	Line No.
1	A	4,135	35.26	47.69		1
2	B	3,880	11.00	40.31	33	2
3	C	3,635	2.49	28.70	90	3
4	D	3,633	0.25	17.25	35	4
5	E	6,617	XXXXXXX	XXXXXX		5
6	TOTAL	21,900	12.98	35.55	158	6
7	F	3,144	XXXXXXXX	XXXXXX		7
8	Potential abandonments	353		Not Determinable		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 seasonong 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	Number of crossties laid in replacement								Switch and bridge ties (board feet)	Total	Crossties switch and bridge ties	Line No.
		New ties				Second-hand ties							
		Wooden		Concrete	Other	Wooden		Other					
		Treated	Untreated			Treated	Untreated						
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)		
1	A	568,845							568,845	1,565,448	4.6		
2	B	203,568				2,425			205,993	566,887	4.6		
3	C	128,938				31,912			160,850	442,655	5.1		
4	D	74,409				18,314			92,723	255,172	5.1		
5	E	162,199				30,601			192,800	530,582	5.0		
6	TOTAL	1,137,959				83,252			1,221,211	3,360,744	4.8		
7	F	74,894							74,894	206,106	4.6		
8	Potential abandonments												
9	Average cost per crosstie \$25.01 and switchtie (MBM) \$603.81												

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 crossties laid in new tracks during year (d)	Number of feet (board measure) laid in tracks (e)	Average cost per M feet (board measure) (f)	Total cost of switch and bridge ties laid in new tracks during year (g)		
1	T	24,162	\$25.01	\$604	76,781	\$603.81	\$46	New	1
2	T	245	1.19					Fit	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	24,407	\$24.77	\$604	76,781	\$603.81	\$46		20
21	Number of miles of new running, passing tracks, cross-overs, etc., in which ties were laid								
22	Number of miles of new yard, station, team, industry, and other switching tracks in which ties were laid 7.64								

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 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	68.36	10.19	5.46	3.97	73.82	14.16	16.1	1		
2	B	13.16	1.96	52.00	37.80	65.16	39.76	37.9	2		
3	C	0.43	0.06			0.43	0.06	13.0	3		
4	D	0.33	0.05	1.35	0.98	1.68	1.03	38.0	4		
5	E	0.43	0.07	4.25	3.08	4.68	3.15	40.3	5		
6	TOTAL	82.71	12.33	63.06	45.83	145.77	58.16	28.5	6		
7	F	0.37	0.06	3.64	2.65	4.01	2.71	40.2	7		
8	Potential Abandonments								8		
9	Average cost of new rail laid in replacement per gross ton \$733.87					New \$160.81	relay.		9		

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 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					105			\$156.00	1
2	2					119	3	\$1	530.53	2
3	2					132	134	70	519.73	3
4	2					132W	334	211	630.95	4
5	4					105	5	1	116.95	5
6	4					115	3		108.58	6
7	4					127	24	2	100.14	7
8	4					127W	307	67	217.02	8
9	4					130	7	1	70.96	9
10	4					131	10	1	97.63	10
11	4					131W	403	78	194.58	11
12	4					132	33	3	97.06	12
13	4					132W	137	13	92.85	13
14	4					133	33	3	96.51	14
15	4					133W	2		207.65	15
16	4					140	20	2	92.69	16
17	4					140W	164	32	196.04	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				N/A	1,619	\$485	\$299.82	33
34	Number of miles of new running tracks, passing tracks, cross-overs, etc., in which rails were laid									34
35	Number of miles of new yard, station, team, industry, and other switching tracks in which rails were laid								7.64	35
36	Track-miles of welded rail installed on system this year 6.36 : total to date 115.08									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		87		Less than 85 #	1
2	85	39			2
3	90	76			3
4	91	2			4
5	100	721			5
6	101	3			6
7	105	817			7
8	107	137			8
9	110	55			9
10	112	415			10
11	115	151			11
12	118	15			12
13	119	32			13
14	122	5			14
15	125	27			15
16	127	2,262			16
17	130	1,502			17
18	131	1,561			18
19	132	1,899			19
20	133	340			20
21	136	695			21
22	140	2,521			22
23	152	274			23
24	155	172			24
25	Girder	8			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
49					49
50					50

726. SUMMARY OF TRACK REPLACEMENTS

1. Furnish the requested information concerning the summary of track replacements.
 2. In columns (d), (e), (g), and (j) 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		Cubic yards of ballast placed	Miles surfaced	
		Crossties	Switch and bridge ties (board feet)	(b)	(c)	(d)			(e)			
1	A	568,845	1,565,448	4.2	6.3	87.97	937,547	1,474	35.6	1		
2	B	205,993	566,887	1.6	2.4	104.92	401,418	631	16.3	2		
3	C	160,850	442,655	1.4	2.0	0.50	286,616	451	12.4	3		
4	D	92,723	255,172	0.8	1.2	2.71	95,218	150	4.1	4		
5	E	192,800	530,582	1.1	0.5	7.83	332,252	522	7.9	5		
6	TOTAL	1,221,211	3,360,744	1.7	1.5	203.93	2,053,051	3,228	14.7	6		
7	F	74,894	206,106	0.7	1.1	6.72	123,691	184	5.9	7		
8	Potential abandonments	-	-	-	-	-	-	-	-	8		

750. CONSUMPTION OF DIESEL FUEL
(Dollars in Thousands)

LOCOMOTIVES

Line No.	Kind of locomotive service (a)	Diesel		Line No.
		Diesel oil (gallons) (b)		
1	Freight	236,488,435		1
2	Passenger			2
3	Yard switching			3
4	TOTAL	27,896,562		4
5	COST OF FUEL \$(000)	264,384,997		5
6	Work Train	\$ 176,197		6
		687,692		

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 i.c.l. shipment of freight handled in mixed baggage express cars. Total Ton-Miles Revenue Freight should correspond to the Ton-Miles reported on Form CBS.

(M) Road service represents elapsed time of transportation trains (both ordinary and light) between the time of leaving the initial terminal 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 is 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)	12,828		1
2		2. Train Miles - Running (B)	xxxxxx	xxxxxx	
3		2-01 Unit Trains	1,477,303	xxxxxx	2
4		2-02 Way Trains	3,645,724	xxxxxx	3
5		2-03 Through Trains	29,779,434		4
6		2-04 TOTAL TRAIN MILES (lines 2-4)	34,902,461		5
7		2-05 Motorcars (C)			6
		2-06 TOTAL ALL TRAINS (lines 5, 6)	34,902,461		7
		3. Locomotive Unit Miles (D)	xxxxxx	xxxxxx	
		Road Service (E)	xxxxxx	xxxxxx	
8		3-01 Unit Trains	3,886,275	xxxxxx	8
9		3-02 Way Trains	7,694,375	xxxxxx	9
10		3-03 Through Trains	86,994,445		10
11		3-04 TOTAL (lines 8-10)	98,575,095		11
12		3-11 Train Switching (F)	4,848,090	xxxxxx	12
13		3-21 Yard Switching (G)	13,848,078		13
14		3-31 TOTAL ALL SERVICES (lines 11, 12, 13)	117,271,263		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	158	xxxxxx	15
16		4-011 Box-Plain 50-Foot and Longer	68,128	xxxxxx	16
17		4-012 Box-Equipped	130,908	xxxxxx	17
18		4-013 Gondola-Plain	62,749	xxxxxx	18
19		4-014 Gondola-Equipped	31,217	xxxxxx	19
20		4-015 Hopper-Covered	64,403	xxxxxx	20
21		4-016 Hopper-Open Top-General Service	173,775	xxxxxx	21
22		4-017 Hopper-Open Top-Special Service	8,244	xxxxxx	22
23		4-018 Refrigerator-Mechanical	11,358	xxxxxx	23
24		4-019 Refrigerator-Non-Mechanical	38,726	xxxxxx	24
25		4-020 Flat-TOFC/COFC	54,128	xxxxxx	25
26		4-021 Flat-Multi-Level	12,366	xxxxxx	26
27		4-022 Flat-General Service	2,135	xxxxxx	27
28		4-023 Flat-All Other	20,406	xxxxxx	28
29		4-024 All Other Car Types-Total	1,533	xxxxxx	29
30		4-025 TOTAL (lines 15-29)	680,234	xxxxxx	30

755. RAILROAD OPERATING STATISTICS - Continued

Line No.	Cross Check	Item description (a)	Freight train (b)	Passenger train (c)	Line No.
31		4-11 RR Owned and Leased Cars-Empty	xxxxxx	xxxxxx	31
32		4-110 Box-Plain 40-Foot	174	xxxxxx	32
33		4-111 Box-Plain 50-Foot and Longer	59,819	xxxxxx	33
34		4-112 Box-Equipped	130,318	xxxxxx	34
35		4-113 Gondola-Plain	48,605	xxxxxx	35
36		4-114 Gondola-Equipped	29,113	xxxxxx	36
37		4-115 Hopper-Covered	69,803	xxxxxx	37
38		4-116 Hopper-Open Top-General Service	179,836	xxxxxx	38
39		4-117 Hopper-Open Top-Special Service	8,949	xxxxxx	39
40		4-118 Refrigerator-Mechanical	11,252	xxxxxx	40
41		4-119 Refrigerator-Non-Mechanical	26,293	xxxxxx	41
42		4-120 Flat-TOFC/COFC	3,499	xxxxxx	42
43		4-121 Flat-Multi-Level	8,831	xxxxxx	43
44		4-123 Flat-General Service	3,485	xxxxxx	44
45		4-123 Flat-All Other	19,541	xxxxxx	45
46		4-124 All Other Car Types	1,407	xxxxxx	46
		4-125 TOTAL (lines 31-45)	600,925	xxxxxx	
47		4-13 Private Line Cars - Loaded (H)	xxxxxx	xxxxxx	47
48		4-130 Box-Plain 40-Foot	0	xxxxxx	48
49		4-131 Box-Plain 50-Foot and Longer	19,311	xxxxxx	49
50		4-132 Box-Equipped	1,104	xxxxxx	50
51		4-133 Gondola-Plain	2,335	xxxxxx	51
52		4-134 Gondola-Equipped	260	xxxxxx	52
53		4-135 Hopper-Covered	90,141	xxxxxx	53
54		4-136 Hopper-Open Top-General Service	618	xxxxxx	54
55		4-137 Hopper-Open Top-Special Service	533	xxxxxx	55
56		4-138 Refrigerator-Mechanical	0	xxxxxx	56
57		4-139 Refrigerator-Non-Mechanical	2,922	xxxxxx	57
58		4-140 Flat-TOFC/COFC	431,109	xxxxxx	58
59		4-141 Flat-Multi-Level	89,146	xxxxxx	59
60		4-142 Flat-General Service	72	xxxxxx	60
61		4-143 Flat-All Other	14,990	xxxxxx	61
62		4-144 Tank Under 22,000 Gallons	62,434	xxxxxx	62
63		4-145 Tank-22,000 Gallons and Over	49,031	xxxxxx	63
64		4-146 All Other Car Types	1,082	xxxxxx	64
		4-147 TOTAL (lines 47-63)	765,088	xxxxxx	

755. RAILROAD OPERATING STATISTICS - Continued

Line No.	Cross Check	Item description (a)	Freight train (b)	Passenger train (c)	Line No.
65		4-15 Private Line Cars-Empty (H)	xxxxxx	xxxxxx	
66		4-150 Box-Plain 40-Foot	0	xxxxxx	65
67		4-151 Box-Plain 50-Foot and Longer	9,190	xxxxxx	66
68		4-152 Box-Equipped	1,434	xxxxxx	67
69		4-153 Gondola-Plain	2,468	xxxxxx	68
70		4-154 Gondola-Equipped	297	xxxxxx	69
71		4-155 Hopper-Covered	96,081	xxxxxx	70
72		4-156 Hopper-Open Top-General Service	792	xxxxxx	71
73		4-157 Hopper-Open Top-Special Service	500	xxxxxx	72
74		4-158 Refrigerator-Mechanical	0	xxxxxx	73
75		4-159 Refrigerator-Non-Mechanical	3,006	xxxxxx	74
76		4-160 Flat-TOFC/COFC	18,532	xxxxxx	75
77		4-161 Flat-Multi-Level	61,443	xxxxxx	76
78		4-162 Flat-General Service	89	xxxxxx	77
79		4-163 Flat-All Other	12,500	xxxxxx	78
80		4-164 Tank Under 22,000 Gallons	69,230	xxxxxx	79
81		4-165 Tank-22,000 Gallons and Over	52,722	xxxxxx	80
82		4-166 All Other Car Types	483	xxxxxx	81
83		4-167 TOTAL (lines 65-81)	328,767	xxxxxx	82
84		4-17 Work Equipment and Company Freight Car-Miles	18,870	xxxxxx	83
		4-18 No Payment Car-Miles (I) (1)	125,026	xxxxxx	84
		4-19 Total Car-Miles by Train Type	xxxxxx	xxxxxx	
85		4-191 Unit Trains	146,348	xxxxxx	85
86		4-192 Way Trains	115,514	xxxxxx	86
87		4-193 Through Trains	2,257,048	xxxxxx	87
88		4-194 TOTAL (lines 85-87)	2,518,910	xxxxxx	88
89		4-20 Caboose Miles	445	xxxxxx	89

(1) Total number of loaded miles and empty miles by roadrailer reported above.

755. RAILROAD OPERATING STATISTICS - Concluded

Line No.	Cross Check	Item description (a)	Freight train (b)	Passenger train (c)	Line No.
98		6. Gross Ton Miles (thousands) (K)	xxxxxx	xxxxxx	98
		6-01 Road Locomotives	16,861,017		
99		6-02 Freight Trains, Crs., Cnts., and Caboose	xxxxxx	xxxxxx	99
100		6-020 Unit Trains	11,686,763	xxxxxx	100
101		6-021 Way Trains	8,358,189	xxxxxx	101
102		6-022 Through Trains	157,058,270	xxxxxx	102
103		6-03 Passenger-Trains, Crs., and Cnts.			103
104		6-04 Non-Revenue	1,854,748	xxxxxx	104
		6-05 TOTAL (lines 98-103)	195,818,987		
105		7. Tons of Freight (thousands)	xxxxxx	xxxxxx	105
106		7-01 Revenue	207,150	xxxxxx	106
107		7-02 Non-Revenue	3,678	xxxxxx	107
		7-03 TOTAL (lines 105, 106)	210,828	xxxxxx	
108		8. Ton-Miles of Freight (thousands) (L)	xxxxxx	xxxxxx	108
109		8-01 Revenue-Road Service	84,105,632	xxxxxx	109
110		8-02 Revenue-Lake Transfer Service		xxxxxx	110
111		8-03 TOTAL (lines 108, 109)	84,105,632	xxxxxx	111
112		8-04 Non-Revenue-Road Service	1,286,969	xxxxxx	112
113		8-05 Non-Revenue-Lake Transfer Service		xxxxxx	113
114		8-06 TOTAL (lines 111, 112)	1,286,969	xxxxxx	114
		8-07 TOTAL-REVENUE AND NON-REVENUE (lines 110, 113)	85,392,601	xxxxxx	
115		9. Train Hours (M)	xxxxxx	xxxxxx	115
116		9-01 Road Service	1,596,801	xxxxxx	116
117		9-02 Train Switching	370,928	xxxxxx	117
		10. TOTAL YARD-SWITCHING HOURS (N)	1,448,668	xxxxxx	
118		11. Train-Miles Work Trains (O)	xxxxxx	xxxxxx	118
119		11-01 Locomotives	433,904	xxxxxx	119
		11-02 Motorcars		xxxxxx	
120		12. Number of Loaded Freight Cars (P)	xxxxxx	xxxxxx	120
121		12-01 Unit Trains	322,539	xxxxxx	121
122		12-02 Way Trains	1,400,196	xxxxxx	122
123		12-03 Through Trains	5,213,382	xxxxxx	123
124		13. TOFC/COFC-No. of Rev. Trailers & Cont Loaded & Unloaded (Q)	1,979,437	xxxxxx	124
125		14. Multi-Level Cars-No. of Motor Vehicles Loaded & Unloaded (Q)	1,309,590	xxxxxx	125
		15. TOFC/COFC-No. of Rev. Trailers Picked Up and Delivered (R)	46,533	xxxxxx	
126		16. Revenue Tons-Marine Terminal (S)	xxxxxx	xxxxxx	126
127		16-01 Marine Terminals-Coal	14,166,397	xxxxxx	127
128		16-02 Marine Terminals-Ore	10,722,155	xxxxxx	128
129		16-03 Marine Terminals-Other	1,624,813	xxxxxx	129
		16-04 TOTAL (lines 126-128)	26,513,365	xxxxxx	
130		17. Number of Foreign Per Diem Cars on Line (T)	xxxxxx	xxxxxx	130
131		17-01 Serviceable	26,250	xxxxxx	131
132		17-02 Unserviceable	243	xxxxxx	132
133		17-03 Surplus	5,118	xxxxxx	133
		17-04 TOTAL (lines 130-132)	31,611	xxxxxx	

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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 Pennsylvania

County of Philadelphia

Donald W. Mattson makes oath and says that he is Vice President - Controller

(Insert here name of the affiant)

(Insert here the official title of the affiant)

Of CONSOLIDATED RAIL CORPORATION

(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, 1990, to and including December 31, 1990

Donald W. Mattson

(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, 1991

My commission expires April 4, 1994

Use an
L.S.
impression seal

Carol Ann Connell

(Signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH

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

CAROL ANN CONNELL, Notary Public
City of Philadelphia, Phila. County
My Commission Expires April 4, 1994

State of Pennsylvania

County of Philadelphia

H. William Brown makes oath and says that he is Sr. Vice President-Finance

(Insert here name of the affiant)

(Insert here the official title of the affiant)

Of CONSOLIDATED RAIL CORPORATION

(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

January 1, 1990, to and including December 31, 1990

H. W. Brown

(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, 1991

My commission expires April 4, 1994

Use an
L.S.
impression seal

Carol Ann Connell

(Signature of officer authorized to administer oaths)

NOTARIAL SEAL
CAROL ANN CONNELL, Notary Public
City of Philadelphia, Phila. County
My Commission Expires April 4, 1994

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**MEMORANDA
(FOR USE OF COMMISSION ONLY)
CORRESPONDENCE**

Office addressed		Date of letter or telegram			Subject				Answer needed	Answer			
										Date of letter			File number of letter or telegram
Name	Title	Month	Day	Year	Page					Month	Day	Year	

CORRECTIONS

Date correction			Page				Authority						Clerk making correction			
							Letter or telegram of -			Officer sending letter or telegram		Commission file number				
Month	Day	Year							Month	Day	Year		Name	Title		Name

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